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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 08-01-2012 , and ending 07-31-2013

Name of foundation WEATHERTOP FOUNDATION F/K/A THOMAS NELSON URBAN JR		A Employer identification number  42-1431036	
Number and street (or P O box number if mail is not delivered to street address) 5320 GRAND AVENUE		B Telephone number (see instructions)  (804) 282-2554	
City or town, state, and ZIP code DES MOINES, IA 50312		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <div><input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change</div>		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) \$ 11,272,721	J Accounting method <input checked="" type="checkbox"/> Cash <input 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 <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions) )</small>		(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)	2,550			
	2 Check <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B				
	3 Interest on savings and temporary cash investments	9,825	9,825		
	4 Dividends and interest from securities. . . . .	186,418	186,418		
	5a Gross rents . . . . .				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	415,544			
	b Gross sales price for all assets on line 6a _____ 2,385,968				
	7 Capital gain net income (from Part IV , line 2 ) . . . .		415,544		
	8 Net short-term capital gain . . . . .				
	9 Income modifications . . . . .				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold . . . . .				
	c Gross profit or (loss) (attach schedule) . . . . .				
	11 Other income (attach schedule) . . . . .	574,647	578,311		
	12 <b>Total.</b> Add lines 1 through 11 . . . . .	1,188,984	1,190,098		
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages . . . . .				
	15 Pension plans, employee benefits . . . . .				
	16a Legal fees (attach schedule) . . . . .				
	b Accounting fees (attach schedule) . . . . .				
	c Other professional fees (attach schedule) . . . . .	5,950	2,975		2,975
	17 Interest . . . . .				
	18 Taxes (attach schedule) (see instructions)	4,882			
	19 Depreciation (attach schedule) and depletion . . . .				
	20 Occupancy . . . . .				
	21 Travel, conferences, and meetings . . . . .	2,820			2,820
	22 Printing and publications . . . . .				
	23 Other expenses (attach schedule) . . . . .	27,293	27,293		
	24 <b>Total operating and administrative expenses.</b> Add lines 13 through 23 . . . . .	40,945	30,268		5,795
	25 Contributions, gifts, grants paid . . . . .	436,880			436,880
	26 <b>Total expenses and disbursements.</b> Add lines 24 and 25	477,825	30,268		442,675
	27 Subtract line 26 from line 12				
	a <b>Excess of revenue over expenses and disbursements</b>	711,159			
	b <b>Net investment income</b> (if negative, enter -0-)		1,159,830		
	c <b>Adjusted net income</b> (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions )	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing . . . . .	517,025	570,581	570,581
	2	Savings and temporary cash investments . . . . .			
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable . . . . .			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions) . . . . .			
	7	Other notes and loans receivable (attach schedule) ▶ 300,000 Less allowance for doubtful accounts ▶ _____		300,000	300,000
	8	Inventories for sale or use . . . . .			
	9	Prepaid expenses and deferred charges . . . . .			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule) . . . . .	4,286,297	4,903,481	6,741,001
	c	Investments—corporate bonds (attach schedule). . . . .	194,532		
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans . . . . .			
	13	Investments—other (attach schedule) . . . . .	3,587,495	3,516,883	3,661,139
	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)	8,585,349	9,290,945	11,272,721	
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	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted . . . . .			
	25	Temporarily restricted . . . . .			
	26	Permanently restricted . . . . .			
		Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> 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	8,585,349	9,290,945	
	30	Total net assets or fund balances (see page 17 of the instructions) . . . . .	8,585,349	9,290,945	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions) . . . . .	8,585,349	9,290,945		

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	8,585,349
2	Enter amount from Part I, line 27a . . . . .	2	711,159
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3 . . . . .	4	9,296,508
5	Decreases not included in line 2 (itemize) ▶ _____	5	5,563
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .	6	9,290,945

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 Additional Data Table			
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 See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) 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	
a See Additional Data Table			
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	415,544
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	25,310

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 page 18 of 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	420,133	8,840,237	0 047525
2010	505,031	8,454,240	0 059737
2009	332,410	7,453,045	0 044601
2008	345,266	6,569,665	0 052555
2007	224,264	7,821,406	0 028673

2	Total of line 1, column (d). . . . .	2	0 233091
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 046618
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5. . . . .	4	10,039,234
5	Multiply line 4 by line 3. . . . .	5	468,009
6	Enter 1% of net investment income (1% of Part I, line 27b). . . . .	6	11,598
7	Add lines 5 and 6. . . . .	7	479,607
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	442,675

Part VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the 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	23,197	
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	23,197	
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4		
5		Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0- . . . . .		5	23,197	
6		Credits/Payments				
a		2012 estimated tax payments and 2011 overpayment credited to 2012	6a	5,704		
b		Exempt foreign organizations—tax withheld at source . . . . .	6b			
c		Tax paid with application for extension of time to file (Form 8868)	6c	40,000		
d		Backup withholding erroneously withheld . . . . .	6d			
7		Total credits and payments Add lines 6a through 6d. . . . .		7	45,704	
8		Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached		8	5	
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	22,502	
11		Enter the amount of line 10 to be Credited to 2013 estimated tax	22,502	Refunded	11	

Part VII-AStatements Regarding Activities

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? . . . . .		Yes	No
		1a		No
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)? . . . . .			No
	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		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation  \$ _____ (2) On foundation managers  \$ _____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers  \$ _____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . .	2		No
	If "Yes," attach a detailed description of the activities.			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes . . . . .	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .	4a		No
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? . . . . .	5		No
	If "Yes," attach the statement required by General Instruction T.			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either			
	• By language in the governing instrument, or			
	• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . . . .	6	Yes	
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	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions)  _____			
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	Yes	
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		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ▶N/A				
14	The books are in care of ▶WILLIAM G URBAN Telephone no ▶(804) 282-2554 Located at ▶29 LIBBIE AVENUE RICHMOND VA ZIP +4 ▶23226			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here . . . . . ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year . . . . . ▶	15		
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? . . . . .	16		No
See 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? <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? ( <b>Exception.</b> 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 <b>any</b> 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 page 20 of the instructions)?. . . 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?. . . . .	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?. . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement—see instructions ). . . . .	2b		
c	If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?. . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? ( <i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.</i> ). . . . .	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No



Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a

During the year did the foundation pay or incur any amount to

(1)

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

Yes

No

(2)

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

Yes

No

(3)

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

Yes

No

(4)

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

Yes

No

(5)

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

Yes

No

b

If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5b

Organizations relying on a current notice regarding disaster assistance check here.

c

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

Yes

No

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

6a

Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

Yes

No

b

Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

No

If "Yes" to 6b, file Form 8870.

7a

At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

Yes

No

b

If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

7b

Part VIII

Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1

List all officers, directors, trustees, foundation managers and their compensation (see instructions).

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

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.

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	
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 N/A	
2	
All other program-related investments. See page 24 of the 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	9,739,522
b	Average of monthly cash balances. . . . .	1b	452,594
c	Fair market value of all other assets (see instructions). . . . .	1c	0
d	Total (add lines 1a, b, and c). . . . .	1d	10,192,116
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	10,192,116
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	4	152,882
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	10,039,234
6	Minimum investment return. Enter 5% of line 5. . . . .	6	501,962

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	501,962
2a	Tax on investment income for 2012 from Part VI, line 5. . . . .	2a	23,197
b	Income tax for 2012 (This does not include the tax from Part VI ). . . . .	2b	
c	Add lines 2a and 2b. . . . .	2c	23,197
3	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	3	478,765
4	Recoveries of amounts treated as qualifying distributions. . . . .	4	
5	Add lines 3 and 4. . . . .	5	478,765
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	478,765

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	442,675
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	442,675
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	442,675
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				478,765
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only. . . . .				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2012				
a From 2007. . . . .				
b From 2008. . . . .				
c From 2009. . . . .				
d From 2010. . . . . 92,874				
e From 2011. . . . .				
f Total of lines 3a through e. . . . .	92,874			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 442,675				
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. . . . .				442,675
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).)	36,090			36,090
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	56,784			
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). . . .				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a. . . . .	56,784			
10 Analysis of line 9				
a Excess from 2008. . . . .				
b Excess from 2009. . . . .				
c Excess from 2010. . . . . 56,784				
d Excess from 2011. . . . .				
e Excess from 2012. . . . .				

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 organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

☐ 4942(j)(3) or ☐ 4942(j)(5)

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

Part XV

Supplementary Information (Complete this part only if the organization 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 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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total . . . . .			3a	436,880
b Approved for future payment				
Total . . . . .			3b	

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2012)

**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.

DES MOINES, IA 503092506



Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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 )
WILLIS GROUP HOLDINGS	P	2012-04-27	2012-10-23
OCEANEERING INTERNATIONAL, INC	P	2013-01-18	2013-07-24
WILLIS GROUP HOLDINGS	P	2010-12-17	2012-10-23
ALTRIA GROUP, INC	P	2010-10-20	2013-02-05
SIRONA DENTAL SYSTEMS, INC	P	2012-03-14	2013-05-09
JOHNSON & JOHNSON	P	2010-10-15	2013-02-04
GENERAL ELECTRIC	P	2011-08-08	2012-09-05
DUKE REALTY CORPORATION	P	1995-04-26	2013-04-05
W P CAREY & COMPANY, LLC	P	2012-02-14	2013-05-03
FEDERATED INVESTORS, INC	P	2012-01-23	2012-10-26
EXPEDITORS INTERNATIONAL OF WASHINGT	P	2013-04-16	2013-06-27
NEWMARKET CORPORATION	P	2010-03-15	2012-10-26
ALTRIA GROUP, INC	P	2010-11-05	2013-02-05
PORTFOLIO RECOVERY ASSOCIATES, INC	P	2011-08-15	2013-07-08
MARTIN MARIETTA MATERIALS, INC	P	2011-08-18	2013-04-08
INTEL CORP	P	2011-08-08	2012-09-05
VENTAS, INC	P	2011-02-15	2013-04-05
DIVERGENCE, INC	P	2013-01-01	2013-04-02
FEDERATED INVESTORS, INC	P	2012-01-23	2012-11-14
SUN COMMUNITIES, INC	P	2012-02-10	2012-09-05
LABORATORY CORPORATION OF AMERICA	P	2009-07-01	2012-11-08
ALTRIA GROUP, INC	P	2011-08-16	2013-02-05
PORTFOLIO RECOVERY ASSOCIATES, INC	P	2012-02-13	2013-07-08
MARTIN MARIETTA MATERIALS, INC	P	2011-09-07	2013-04-08
PHILIP MORRIS INTERNATIONAL	P	2011-08-08	2012-09-05
BLACKROCK S&P 500 INDEX A	P	2001-11-29	2013-04-24
IPO LITIGATION SETTLEMENT	P	2001-01-01	2012-12-14
FEDERATED INVESTORS, INC	P	2012-02-02	2012-11-14
MEDICAL PROPERTIES TRUST, INC	P	2012-09-05	2013-01-07
LABORATORY CORPORATION OF AMERICA	P	2009-12-10	2012-11-08

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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 )
ROYAL DUTCH SHELL, PLC ADR - B	P	2011-08-29	2013-02-05
OCEANEERING INTERNATIONAL, INC	P	2010-12-16	2013-07-24
JM SMUCKER COMPANY	P	2009-11-18	2013-04-19
SCANA CORPORATION	P	2011-08-08	2012-09-05
BLACKROCK S&P 500 INDEX A	P	2007-12-20	2013-04-24
LEGGETT & PLATT, INC	P	2012-03-14	2013-02-05
W P CAREY & COMPANY, LLC	P	2012-02-14	2013-01-07
VODAFONE GROUP PLC	P	2010-10-22	2012-11-13
TORTISE POWER & ENERGY INFRASTRUCTUR	P	2010-10-20	2013-02-05
OCEANEERING INTERNATIONAL, INC	P	2010-12-17	2013-07-24
JM SMUCKER COMPANY	P	2010-05-12	2013-04-19
VERIZON COMMUNICATIONS	P	2011-08-08	2012-09-05
BLACKROCK S&P 500 INDEX A	P	2008-07-21	2013-04-24
DARDEN RESTAURANTS, INC	P	2012-09-05	2013-02-05
MEDICAL PROPERTIES TRUST, INC	P	2012-09-05	2013-03-05
VODAFONE GROUP PLC	P	2010-11-05	2012-11-13
TORTISE POWER & ENERGY INFRASTRUCTUR	P	2010-11-05	2013-02-05
COCA-COLA	P	2008-11-19	2012-08-03
JM SMUCKER COMPANY	P	2011-02-15	2013-04-19
VENTAS, INC	P	2011-02-15	2012-09-05
BLACKROCK S&P 500 INDEX A	P	2008-12-19	2013-04-24
JPMORGAN CHASE & CO	P	2012-09-05	2013-02-05
BLACKROCK S&P 500 INDEX A	P	2012-07-23	2013-04-24
WEYERHAEUSER COMPANY	P	2011-12-28	2013-02-05
TORTISE POWER & ENERGY INFRASTRUCTUR	P	2011-12-28	2013-02-05
EOG RESOURCES	P	2006-12-27	2012-08-14
MCCORMICK & COMPANY	P	2010-10-19	2013-05-14
MACERICH COMPANY	P	1995-04-26	2012-09-05
BLACKROCK S&P 500 INDEX A	P	2009-07-27	2013-04-24
GENERAL ELECTRIC	P	2013-01-29	2013-02-05

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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 )
BLACKROCK S&P 500 INDEX A	P	2012-12-19	2013-04-24
PLUM CREEK TIMBER	P	2010-10-22	2013-02-05
GLAXOSMITHKLINE PLC	P	2010-10-22	2013-02-05
EOG RESOURCES	P	2007-07-25	2012-08-14
MCCORMICK & COMPANY	P	2011-08-09	2013-05-14
MACERICH COMPANY	P	2009-09-22	2012-09-05
BLACKROCK S&P 500 INDEX A	P	2009-12-18	2013-04-24
RF MICRO DEVICES, INC	P	2013-02-04	2013-02-25
BLACKROCK S&P 500 INDEX A	P	2013-04-19	2013-04-24
PLUM CREEK TIMBER	P	2010-11-05	2013-02-05
GLAXOSMITHKLINE PLC	P	2010-11-10	2013-02-05
BHP BILLITON LTD	P	2010-04-21	2012-08-16
WAL MART STORES, INC	P	2006-01-05	2013-05-17
MACERICH COMPANY	P	2009-12-23	2012-09-05
BLACKROCK S&P 500 INDEX A	P	2010-07-26	2013-04-24
RF MICRO DEVICES, INC	P	2013-02-05	2013-02-25
GE CAPITAL CORP MED TERM NOTE 39962	P	2010-01-12	2013-01-08
LEGGETT & PLATT, INC	P	2011-12-28	2013-02-05
GLAXOSMITHKLINE PLC	P	2011-12-28	2013-02-05
BHP BILLITON LTD	P	2010-05-20	2012-08-16
WAL MART STORES, INC	P	2006-11-30	2013-05-17
KIMCO REALTY CORPORATION	P	2011-02-15	2012-09-05
BLACKROCK S&P 500 INDEX A	P	2010-12-20	2013-04-24
RF MICRO DEVICES, INC	P	2013-02-12	2013-02-25
CATERPILLAR FINL SVCS BOND 14912L4F5	P	2009-02-06	2013-02-05
MERCK & COMPANY, INC	P	2010-10-22	2013-02-05
DOMINION RESOURCES, INC	P	2010-10-22	2013-02-05
BHP BILLITON LTD	P	2011-06-24	2012-08-16
WAL MART STORES, INC	P	2009-02-03	2013-05-17
DIGITAL REALTY TRUST, INC	P	2011-02-15	2012-09-05

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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 )
BLACKROCK S&P 500 INDEX A	P	2011-07-25	2013-04-24
DOLLAR TREE, INC	P	2013-02-07	2013-07-03
CSX CORP NOTE 126408GF4	P	2009-01-29	2013-02-05
MERCK & COMPANY, INC	P	2010-11-10	2013-02-05
DOMINION RESOURCES, INC	P	2010-11-05	2013-02-05
JOHNSON & JOHNSON	P	2005-10-06	2013-02-04
MCCORMICK & COMPANY	P	2010-10-19	2013-05-31
DUKE REALTY CORPORATION	P	1995-04-26	2012-09-05
BLACKROCK S&P 500 INDEX A	P	2011-12-16	2013-04-24
CONSOL ENERGY, INC	P	2012-12-12	2013-07-03
OWENS & MINOR NOTE 690732AC6	P	2009-01-30	2013-02-05
MERCK & COMPANY, INC	P	2011-12-28	2013-02-05
ROCKWELL COLLINS, INC	P	2011-01-18	2013-02-07
JOHNSON & JOHNSON	P	2005-11-28	2013-02-04
EXPEDITORS INTERNATIONAL OF WASHINGT	P	2012-01-20	2013-06-27
BOSTON PROPERTIES	P	2010-11-02	2012-09-05
SUN COMMUNITIES, INC	P	2012-02-10	2013-05-03
CONSOL ENERGY, INC	P	2013-02-12	2013-07-03
WILLIS GROUP HOLDINGS	P	2009-04-08	2012-10-23
SOUTHERN COMPANY	P	2011-08-29	2013-02-05
SUNTRUST BANKS INC	P	2012-01-17	2013-04-08
JOHNSON & JOHNSON	P	2006-03-30	2013-02-04
EXPEDITORS INTERNATIONAL OF WASHINGT	P	2012-03-23	2013-06-27
PROLOGIS	P	2010-11-02	2013-01-07
KIMCO REALTY CORPORATION	P	2011-02-15	2013-05-03
CONSOL ENERGY, INC	P	2013-02-13	2013-07-03
WILLIS GROUP HOLDINGS	P	2009-09-23	2012-10-23
SOUTHERN COMPANY	P	2012-01-23	2013-02-05
FISERV, INC	P	2010-03-08	2013-05-01
JOHNSON & JOHNSON	P	2007-05-29	2013-02-04

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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 )
ALTRIA GROUP, INC	P	2011-08-08	2012-09-05
W P CAREY & COMPANY, LLC	P	2012-02-14	2013-03-05
MACERICH COMPANY	P	1995-04-26	2013-05-03

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
7,069		7,400	-331
7,674		5,933	1,741
3,605		3,469	136
10,288		7,477	2,811
18,835		12,315	6,520
740		636	104
14,393		11,008	3,385
18,980		14,850	4,130
17,487		11,240	6,247
8,724		7,460	1,264
5,273		5,084	189
11,319		4,189	7,130
27,036		20,716	6,320
8,066		3,997	4,069
9,809		6,391	3,418
24,494		20,625	3,869
18,523		13,877	4,646
10,926			10,926
12,467		12,588	-121
13,644		12,097	1,547
7,900		6,324	1,576
2,563		1,925	638
896		426	470
23,540		16,815	6,725
35,722		26,800	8,922
537,924		537,924	
10			10
7,702		7,497	205
24,579		21,181	3,398
5,352		4,615	737

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
30,975		28,728	2,247
8,288		3,971	4,317
3,097		1,624	1,473
19,148		14,378	4,770
9,678		9,678	
8,872		6,944	1,928
15,439		13,488	1,951
7,356		7,498	-142
8,403		7,677	726
7,060		3,437	3,623
9,291		5,194	4,097
21,939		16,930	5,009
200		200	
27,111		29,963	-2,852
19,371		13,768	5,603
24,596		26,846	-2,250
22,977		20,991	1,986
8,055		4,362	3,693
10,324		6,291	4,033
13,105		11,102	2,003
10,349		10,349	
39,316		29,977	9,339
173		173	
39,492		23,714	15,778
3,808		3,478	330
16,514		9,553	6,961
7,463		4,281	3,182
8,782		3,016	5,766
372		372	
33,854		33,750	104

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
12,316		12,316	
9,811		7,501	2,310
8,413		7,490	923
16,514		10,624	5,890
16,418		9,814	6,604
2,077		998	1,079
8,132		8,132	
22,401		25,347	-2,946
4,118		4,118	
25,952		20,841	5,111
24,378		21,317	3,061
9,688		10,837	-1,149
22,535		13,233	9,302
1,009		513	496
338		338	
4,704		5,153	-449
50,000		50,428	-428
29,573		23,670	5,903
1,945		1,956	-11
9,688		8,446	1,242
15,542		9,254	6,288
10,055		9,244	811
8,505		8,505	
4,480		5,398	-918
52,897		50,063	2,834
12,062		10,821	1,241
9,209		7,475	1,734
10,380		13,417	-3,037
4,663		2,833	1,830
7,300		5,599	1,701



Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
278		278	
7,336		5,610	1,726
52,003		48,497	3,506
21,811		18,454	3,357
26,972		21,399	5,573
11,845		9,822	2,023
31,430		19,264	12,166
8,735		8,100	635
9,756		9,756	
15,570		19,968	-4,398
54,830		45,544	9,286
13,219		12,026	1,193
1,800		1,877	-77
11,105		9,360	1,745
16,948		20,037	-3,089
11,120		8,693	2,427
23,196		18,145	5,051
5,296		6,590	-1,294
10,604		6,639	3,965
15,899		14,976	923
28,604		20,860	7,744
7,403		5,936	1,467
11,675		14,247	-2,572
11,229		8,595	2,634
22,012		16,638	5,374
5,296		6,598	-1,302
3,535		2,818	717
16,337		16,893	-556
21,794		12,482	9,312
11,105		9,438	1,667

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
13,668		10,029	3,639
18,117		13,488	4,629
17,502		5,094	12,408

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-331
			1,741
			136
			2,811
			6,520
			104
			3,385
			4,130
			6,247
			1,264
			189
			7,130
			6,320
			4,069
			3,418
			3,869
			4,646
			10,926
			-121
			1,547
			1,576
			638
			470
			6,725
			8,922
			10
			205
			3,398
			737

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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	
			2,247
			4,317
			1,473
			4,770
			1,928
			1,951
			-142
			726
			3,623
			4,097
			5,009
			-2,852
			5,603
			-2,250
			1,986
			3,693
			4,033
			2,003
			9,339
			15,778
			330
			6,961
			3,182
			5,766
			104

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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	
			2,310
			923
			5,890
			6,604
			1,079
			-2,946
			5,111
			3,061
			-1,149
			9,302
			496
			-449
			-428
			5,903
			-11
			1,242
			6,288
			811
			-918
			2,834
			1,241
			1,734
			-3,037
			1,830
			1,701







Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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	
			1,726
			3,506
			3,357
			5,573
			2,023
			12,166
			635
			-4,398
			9,286
			1,193
			-77
			1,745
			-3,089
			2,427
			5,051
			-1,294
			3,965
			923
			7,744
			1,467
			-2,572
			2,634
			5,374
			-1,302
			717
			-556
			9,312
			1,667

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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	
			3,639
			4,629
			12,408

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(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
THOMAS NELSON URBAN JR  5320 GRAND AVENUE DES MOINES,IA 50312	PRESIDENT 1 00	0	0	0
MARY BRIGHT URBAN  5320 GRAND AVENUE DES MOINES,IA 50312	VICE-PRESIDE 1 00	0	0	0
WILLIAM GORING URBAN  29 LIBBIE AVENUE RICHMOND,VA 23226	TREASURER 1 00	0	0	0
VICTORIA URBAN BROER  12611 LAKESHORE BLVD BRATENAHL,OH 44108	SECRETARY 1 00	0	0	0
CORNELIA URBAN SAWCZUK  3497 COCHISE DRIVE SE ATLANTA,GA 30339	DIRECTOR 1 00	0	0	0
THOMAS NELSON URBAN III  1775 WEST 40TH AVENUE VANCOUVER,BRITISH COLUMBIA V6M 1W3 CA	DIRECTOR 1 00	0	0	0



Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
1708 GALLERY 319 WEST BROAD STREET RICHMOND,VA 23220	N/A	CHARITY	GENERAL OPERATIONS	500
ART 180 0 E 4TH STREET STUDIO1 RICHMOND,VA 23224	N/A	CHARITY	GENERAL OPERATIONS	1,000
ATLANTA EDUCATIONAL TELECOM COLLABORATIVE INC 740 BISMARCK ROAD NE ATLANTA,GA 30324	N/A	CHARITY	GENERAL OPERATIONS	500
BIDDEFORD POOL COMMUNITY CLUB PO BOX 123 BIDDEFORD POOL,ME 04006	N/A	CHARITY	GENERAL OPERATIONS	1,000
CHILDREN'S HEALTHCARE OF ATLANTA 1687 TULLIE CIRCLE NE ATLANTA,GA 30329	N/A	CHARITY	GENERAL OPERATIONS	500
CHILDREN'S MIRACLE NETWORK 205 WEST 700 SOUTH SALT LAKE CITY,UT 84101	N/A	CHARITY	HOSPITAL SUPPORT	5,000
CLAREMONT MCKENNA COLLEGE 400 N CLAREMONT BLVD CLAREMONT,CA 917114015	N/A	CHARITY	GENERAL OPERATIONS	250
CLEVELAND BOTANICAL GARDEN 11030 EAST BLVD CLEVELAND,OH 44106	N/A	CHARITY	GENERAL OPERATIONS	20,000
COMMUNITY CONSULTING TEAM-ATL 5775 KAYRON DRIVE NE ATLANTA,GA 30328	N/A	CHARITY	GENERAL OPERATIONS	1,000
COMMUNITY FOUNDATION-GREATER DSM 1915 GRAND AVENUE DES MOINES,IA 50309	N/A	CHARITY	GENERAL OPERATIONS	10,000
CONCORD ACADEMY 166 MAIN STREET CONCORD,MA 017429956	N/A	CHARITY	REUNION FUND-CLASS OF 1980	16,000
CRANBROOK SCHOOLS PO BOX 801 BLOOMFIELD HILLS,MI 48303	N/A	CHARITY	ANNUAL FUND	500
CYSTIC FIBROSIS FOUNDATION 6931 ARLINGTON ROAD BETHESDA,MD 20814	N/A	CHARITY	GENERAL OPERATIONS	1,000
DES MOINES COMMUNITY PLAYHOUSE 831 42ND STREET DES MOINES,IA 50312	N/A	CHARITY	GENERAL OPERATIONS	1,000
DES MOINES METRO OPERA 106 WEST BOSTON AVENUE INDIANOLA,IA 501251836	N/A	CHARITY	GENERAL OPERATIONS	1,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
DUKE UNIVESITY SCHOOL OF BUSINESS BOX 90118 DURHAM,NC 277080118	N/A	CHARITY	ANNUAL FUND	1,000
FORWARD ATLANTA 235 ANDREW YOUNG INT BLVD ATLANTA,GA 30303	N/A	CHARITY	GNERAL OPERATIONS	5,000
FRIENDS OF INDEPENDENT SCHOOLS & BETTER EDUCATION 811 KARL JOHAN AVE NORTH TACOMA,WA 984061047	N/A	CHARITY	INDEPENDENT SCHOOL OPERATIONS	12,500
THE FUND FOR OUR ECONOMIC FUTURE 1360 E NINTH ST STE 210 CLEVELAND,OH 44114	N/A	CHARITY	GENERAL OPERATIONS	6,500
GEORGETOWN UNIVERSITY PO BOX 571253 WASHINGTON,DC 200571253	N/A	CHARITY	ANNUAL FUND	500
GEORGIA RESEARCH ALLIANCE 50 HURT PLAZA SUITE 1220 ATLANTA,GA 30303	N/A	CHARITY	GENERAL OPERATIONS	20,000
GEORGIA RIVER NETWORK 126 S MILLEDGE AVESTE E3 ATHENS,GA 30605	N/A	CHARITY	GENERAL OPERATIONS	250
GEORGIA TRUST-HISTORIC PRESERVATION 1516 PEACHTREE STREET NW ATLANTA,GA 30309	N/A	CHARITY	GENERAL OPERATIONS	500
GREATER DSM BOTANICAL GARDEN 909 ROBERT D RAY DRIVE DES MOINES,IA 50309	N/A	CHARITY	GENERAL OPERATIONS	120,000
HARVARD BUSINESS SCHOOL FUND SOLDIERS FIELD ROAD BOSTON,MA 02163	N/A	CHARITY	ANNUAL FUND	5,000
HARVARD COLLEGE FUND 124 MOUNT AUBURN ST CAMBRIDGE,MA 021385762	N/A	PUBLIC	REUNION FUND CLASS OF 1990	1,000
HORIZON THEATRE COMPANY PO BOX 5376 ATLANTA,GA 31107	N/A	CHARITY	GENERAL OPERATIONS	1,500
INSPIRE USA FOUNDATION 567 SUTTER ST 3RD FLOOR SAN FRANCISCO,CA 94102	N/A	CHARITY	GENERAL OPERATIONS	2,500
JOHN HOPKINS UNIVERSITY 3400 NORTH CHARLES STREET BALTIMORE,MD 21218	N/A	CHARITY	ANNUAL FUND	1,000
LEWIS GINTER BOTANICAL GARDEN 1800 LAKESIDE AVENUE RICHMOND,VA 23228	N/A	CHARITY	CHILDREN'S GARDEN	1,000


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
THE LOVETT SCHOOL 4075 PACES FERRY ROAD NW ATLANTA,GA 303273099	N/A	CHARITY	GENERAL OPERATIONS	2,000
MIDDLE PARK LAND TRUST PO BOX 1938 GRANBY,CO 80446	N/A	PUBLIC	GENERAL OPERATIONS	1,000
MIDDLEBURY COLLEGE MIDDLEBURY COLLEGE MIDDLEBURY,VT 05753	N/A	CHARITY	ANNUAL FUND	5,000
NATIONAL MULTIPLE SCLEROSIS SOCIETY 733 THIRD AVENUE NEW YORK,NY 10017	N/A	CHARITY	GENERAL OPERATIONS	2,500
NATIONAL TROPICAL BOTANICAL GARDEN 3530 PAPALINA ROAD KALAHEO,HI 96741	N/A	CHARITY	GENERAL OPERATIONS	10,000
NORTHSTAR ACADEMY 8055 SHRADER ROAD RICHMOND,VA 23294	N/A	CHARITY	GENERAL OPERATIONS	500
NORTHWESTERN UNIVERSITY - KELLOGG 2001 SHERIDAN ROAD EVANSTON,IL 60208	N/A	CHARITY	ANNUAL FUND	1,000
PHILANTHROPY OHIO 37 WEST BROAD ST STE 800 COLUMBUS,OH 432154198	N/A	CHARITY	GENERAL OPERATIONS	330
PRINCETON UNIVERSITY 330 ALEXANDER STREET PRINCETON,NJ 08540	N/A	CHARITY	ANNUAL FUND	1,000
RICHMOND BALLET 407 EAST CANAL ST RICHMOND,VA 23219	N/A	CHARITY	ANNUAL FUND/GENERAL OPERATIONS	1,000
RICHMOND SYMPHONY 612 E GRACE ST STE 401 RICHMOND,VA 23219	N/A	CHARITY	ANNUAL FUND/GENERAL OPERATIONS	56,500
RIDLEY COLLEGE FUND USA INC 55 BEDFORD AVE BUFFALO,NY 14216	N/A	CHARITY	GENERAL OPERATIONS	7,000
SALISBURY HOUSE FOUNDATION 4025 TONAWANDA DRIVE DES MOINES,IA 50312	N/A	CHARITY	GNERAL OPERATIONS	1,000
SHAKER LAKES GARDEN CLUB C/O MRS PETER WBROER 12611 LAKE SHORE BLVD BRATENAHL,OH 44108	N/A	CHARITY	GENERAL OPERATIONS	1,000
SHAW FESTIVAL FOUNDATION PO BOX 628 LEWISTON,NY 140929819	N/A	CHARITY	GENERAL OPERATIONS	1,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
SIMPSON COLLEGE 701 NORTH C STREET INDIANOLA,IA 50125	N/A	CHARITY	ANNUAL FUND	10,000
SOCIETY OF THE FOUR ARTS 2 FOUR ARTS PLAZA PALM BEACH,FL 33480	N/A	CHARITY	PAVILLION/SCULPTURE GARDEN	1,000
SPORT'S CHARITIES INC PO BOX 18146 RICHMOND,VA 23226	N/A	CHARITY	GENERAL OPERATIONS	5,000
ST ANDREW'S SCHOOLS 350 NOXONTOWN ROAD MIDDLETOWN,DE 19709	N/A	CHARITY	ANNUAL FUND	500
ST BRENDAN'S CHAPEL 271 MAIN STREET SACO,ME 04072	N/A	CHARITY	HAROLD CARROLL FUND	250
ST CATHERINE'S SCHOOL 6001 GROVE AVENUE RICHMOND,VA 23226	N/A	CHARITY	GENERAL OPERATIONS	26,800
ST PAUL'S CATHEDRAL 815 HIGH STREET DES MOINES,IA 503092714	N/A	CHARITY	GENERAL OPERATIONS	5,000
ST PAUL'S CHURCH 2747 FAIRMOUNT BLVD CLEVELAND HEIGHTS,OH 44106	N/A	CHARITY	CAPITAL CAMPAIGN	20,000
ST PAUL'S SCHOOL 325 PLEASANT STREET CONCORD,NH 033019966	N/A	CHARITY	ANNUAL FUND	250
ST PETER'S PREPARATORY HIGH SCHOOL 144 GRAND ST JERSEY CITY,NJ 07302	N/A	CHARITY	GENERAL OPERATIONS	1,000
ST STEPHEN'S PRESCHOOL 6000 GROVE AVENUE RICHMOND,VA 232262730	N/A	CHARITY	GENERAL OPERATIONS	500
UNITED WAY OF CENTRAL IOWA 1111 NINTH ST STE 300 DES MOINES,IA 50309	N/A	CHARITY	GENERAL OPERATIONS	10,000
UNIVERSITY OF CHICAGO - HUMANITIES 1115 E 58TH STREET CHICAGO,IL 60637	N/A	CHARITY	ANNUAL FUND	1,000
UNIVERSITY OF CHICAGO - BOOTH 5807 SOUTH WOODLAWN AVE CHICAGO,IL 60637	N/A	CHARITY	ANNUAL FUND	1,000
UNIVERSITY OF CHICAGO - HARRIS 1155 E 60TH ST STE 111 CHICAGO,IL 60637	N/A	CHARITY	ANNUAL FUND	1,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> Paid during the year				
VININGS HISTORIC PRESERVATION SOC 3010 PACES MILL ROAD ATLANTA,GA 30339	N/A	CHARITY	GENERAL OPERATIONS	250
VIRGINIA SQUASH RACQUETS ASSOC THE PRICE GROUP 901 EAST CARY STREET RICHMOND,VA 23219	N/A	CHARITY	GENERAL OPERATIONS	7,000
WILLOWBANK USA 45 BYANT WOODS NORTH AMHERST,NY 14228	N/A	CHARITY	GENERAL OPERATIONS	10,000
WINTER PARK HORSEMAN'S ASSOC PO BOX 245 WINTER PARK,CO 80482	N/A	CHARITY	GENERAL OPERATIONS	500
WORLD FOOD PRIZE 666 GRAND AVE STE 1700 DES MOINES,IA 50309	N/A	CHARITY	GENERAL OPERATIONS	5,000
FRIENDS OF VANCOUVER ART GALLERY 750 HORNBY STREET VANCOUVER,BRITISH COLUMBIA V6Z 2H7 CA	N/A	CHARITY	GENERAL OPERATIONS	2,500
<b>Total . . . . .</b>  <b>3a</b>				436,880

Form 990PF Part XVI-A Line 11 - Other revenue:

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See the instructions )
11 Other revenue	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
a FEDERAL TAX REFUND			41	4,882	
b MERIT ENERGY PARTNERSHIP			15	572,360	
c LINN ENERGY	211110	-5,205	15		
d WP CAREY & CO			14	5,139	
e BRAZIL TEAK INVESTORS			14	-1,134	
f BROOKFIELD INFRASTRUCTURE			14	1,946	
g PLAINS ALL AMERICAN PIPELIN	211110	-562	15		
h ENTERPRISE PRODUCT PARTNERS	211110	-2,577	15		
i ALLIANCE RESOURCE PARTNERS	211110	-202	15		

**TY 2012 Compensation Explanation****Name:** WEATHERTOP FOUNDATION

F/K/A THOMAS NELSON URBAN JR

**EIN:** 42-1431036

Person Name	Explanation
THOMAS NELSON URBAN JR	
MARY BRIGHT URBAN	
WILLIAM GORING URBAN	
VICTORIA URBAN BROER	
CORNELIA URBAN SAWCZUK	
THOMAS NELSON URBAN III	

**TY 2012 General Explanation Attachment****Name:** WEATHERTOP FOUNDATION

F/K/A THOMAS NELSON URBAN JR

**EIN:** 42-1431036

Identifier	Return Reference	Explanation
GENERAL ELECTIONS		YEAR ENDING JULY 31, 2013 42-1431036 WEATHERTOP FOUNDATION F/K/A THOMAS NELSON URBAN JR 5320 GRAND AVENUE DES MOINES, IA 50312 NOL CARRY BACK ELECTION UNDER IRC SECTION 172(B)(3), THE TAXPAYER ELECTS TO RELINQUISH THE ENTIRE CARRY BACK PERIOD WITH RESPECT TO ANY REGULAR TAX AND AMT NET OPERATING LOSS INCURRED DURING THE CURRENT TAX YEAR



**TY 2012 Investments Corporate  
Bonds Schedule****Name:** WEATHERTOP FOUNDATION

F/K/A THOMAS NELSON URBAN JR

**EIN:** 42-1431036

<b>Name of Bond</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
CATERPILLAR FINL SVCS BOND		
CSX CORP NOTE		
GE CAPITAL CORP MED TERM NOTE		
OWENS & MINOR NOTE		

TY 2012 Investments Corporate  
Stock Schedule

**Name:** WEATHERTOP FOUNDATION  
F/K/A THOMAS NELSON URBAN JR  
**EIN:** 42-1431036

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AKAMAI TECHNOLOGIES INC.	26,544	33,512
ALBEMARLE CORPORATION	27,872	40,307
ALTRIA GROUP, INC.		
AMERICAN EXPRESS CO.	32,471	59,016
AMERICAN TOWER CORPORATION	101,691	92,027
AMTRUST FINANCIAL SERVICES, INC.	29,948	37,467
ANNALY CAPITAL MANAGEMENT	123,461	102,512
AON PLC CLASS A	19,467	27,675
APPLE, INC.	31,665	36,202
AVALONBAY COMMUNITIES INC.	12,750	101,505
BABCOCK & WILCOX COMPANY	32,140	35,976
BE AEROSPACE, INC.	28,897	60,439
BECTON DICKINSON CO.	53,573	74,678
BERKSHIRE HATHAWAY CLASS B	49,962	92,696
BHP BILLITON LTD		
BIOTECH & GENOME POWERSHARES ETF	20,950	32,690
BLACKROCK S&P 500 STOCK FUND INVESTO	605,195	879,909
BLACKROCK SMALL CAP INDEX A	259,512	414,174
BOSTON PROPERTIES	78,234	96,255
BROWN FORMAN CORP B	13,053	30,303
CABELAS INCORPORATED	33,126	37,752
CANADIAN NATIONAL RAILWAY COMPANY	27,016	51,927
CARMAX, INC.	22,045	47,471
COCA-COLA	21,786	40,080
COHEN & STEERS, INC.	30,768	33,339
COLGATE-PALMOLIVE	24,550	44,304
COOPER COMPANIES, INC	19,200	52,341
CORE LABORATORIES INC.	15,710	37,400
CST BRANDS, INC.	33,988	35,871
DARDEN RESTAURANTS, INC.	34,875	36,788

Name of Stock	End of Year Book Value	End of Year Fair Market Value
DEERE & CO.	46,560	63,133
DIAGEO, P.L.C. ADR	25,775	47,625
DIGITAL REALTY TRUST, INC.	98,441	96,758
DIRECTV COMPANY	24,665	25,312
DOLLAR TREE, INC.	44,834	61,590
DOMINION RESOURCES, INC		
DU PONT E I DE NEMOURS	1,854	69,228
DUKE REALTY CORPORATION	74,333	95,526
EMERSON ELECTRIC CO.	49,974	65,666
EOG RESOURCES		
EQUITY RESIDENTIAL	32,088	95,200
EXPEDITORS INTERNATIONAL OF WA		
EXXONMOBIL	38,617	56,250
FEDERATED INVESTORS INC.		
FISERV, INC		
GAMING & LEISURE PROPERTIES, INC.	31,280	31,555
GENERAL ELECTRIC		
GLAXOSMITHKLINE PLC		
GOOGLE, INC	38,874	71,020
HARRIS CORPORATION	34,737	46,969
HEALTHCARE SERVICES GROUP	32,267	31,993
HEINEKEN NV ADR	29,771	43,487
HEXCEL CORPORATION	22,862	42,252
INTEL CORP		
INTERNATIONAL BUSINESS MACHINE	59,798	58,512
INTUIT, INC.	29,961	45,639
INVESCO, LTD.	31,286	41,847
ISHARES EMERGING MARKET INDEX FUND	218,841	195,050
JM SMUCKER COMPANY	21,649	45,008
JOHNSON & JOHNSON		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
KIMCO REALTY CORPORATION	75,797	92,455
KINDER MORGAN, INC.	39,213	52,864
LABORATORY CORPORATION OF AMERICA	49,815	58,044
LEGGETT & PLATT, INC.		
LOEWS CORP.	39,915	42,817
M&T BANK CORPORATION	44,158	69,765
MACERICH COMPANY	29,525	89,973
MARKEL CORPORATION	89,759	119,250
MARTIN MARIETA MATERIALS, INC		
MASTERCARD, INC.	27,565	61,061
MCCORMICK & COMPANY		
MERCK & COMPANY, INC		
MEDICAL PROPERTIES TRUST, INC.	70,957	97,820
MEDNAX, INC.	48,396	53,094
MSCI, INC.	34,553	37,539
NESTLE, SA	30,181	42,145
NEWMARKET CORPORATION	15,708	43,337
NOVARTIS AG ADR	48,373	62,301
O REILLY AUTOMOTIVE, INC.	11,733	37,590
OCEANEERING INTERNATIONAL, INC.	12,944	28,544
PHILLIP MORRIS INTERNATIONAL		
PENN NATIONAL GAMING, INC.	9,136	39,992
PERRIGO COMPANY	39,530	44,034
PLUM CREEK TIMBER		
POLYPORE INTERNATIONAL, INC.	44,045	44,048
PORTFOLIO RECOVERY ASSOCIATES, INC.	14,160	14,384
POTASH CORP OF SASKATCHEWAN	47,720	33,350
PRAXAIR, INC.	31,605	44,463
PROLOGIS	75,897	103,572
QUATERRA RESOURCES, INC.	20,964	1,313

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ROCKWELL COLLINS, INC.	36,755	44,837
ROYAL DUTCH SHELL, PLC		
SAFETY INSURANCE GROUP	41,283	44,844
SCANA CORPORATION		
SCHLUMBERGER, LTD.	60,430	65,064
SIRONA DENTAL SYSTEMS, INC.	26,331	31,770
STERICYCLE, INC.	25,108	27,826
SOUTHERN COMPANY		
SUN COMMUNITIES, INC.	78,847	94,419
SUNTRUST BANKS, INC.		
SUPERIOR ENERGY SERVICES, INC.	42,409	43,861
TIFFANY & COMPANY	12,834	19,878
TORTISE POWER & ENERGY INFRASTRUCTUR		
TRIMBLE NAVIGATION LTD.	34,002	44,808
UNIVERSAL HEALTH SERVICES CL B	15,500	27,980
VANGUARD FTSE EX US INDEX ETF	212,688	300,950
VANGUARD MID-CAP ETF	249,445	311,798
VENTAS, INC.	74,936	88,749
VERISK ANALYTICS, INC.	28,453	38,616
VERIZON COMMUNICATIONS		
VODAFONE GROUP PLC		
VORNADO REALTY TRUST	105,723	101,772
W. P. CAREY & COMPANY, LLC	65,191	102,399
WALMART STORES, INC		
WILLIAMS SONOMA, INC.	42,981	43,439
WEYERHAESER COMPANY		
WILLIS GROUP HOLDINGS		

**TY 2012 Investments - Other Schedule****Name:** WEATHERTOP FOUNDATION

F/K/A THOMAS NELSON URBAN JR

**EIN:** 42-1431036

<b>Category / Item</b>	<b>Listed at Cost or FMV</b>	<b>Book Value</b>	<b>End of Year Fair Market Value</b>
BRAZIL TEAK INVESTORS, LLC.	AT COST	198,866	198,866
LONGLEAF PARTNERS FUND	AT COST	332,783	475,149
LONGLEAF PARTNERS INTERNATIONAL FUND	AT COST	625,505	494,109
LONGLEAF PARTNERS SMALLCAP FUND	AT COST	736,944	870,231
MERIT ENERGY	AT COST	1,224,879	1,224,879
VENTRIA	AT COST	137,000	137,000
REACH SYSTEMS	AT COST	157,258	157,258
BROOKFIELD INFRASTRUCTURE PARTNERS	AT COST	32,265	32,264
ENTERPRISE PRODUCTS PARTNERS	AT COST	23,106	23,106
PLAINS ALL AMERICAN PIPELINE	AT COST	23,367	23,367
LINN ENERGY	AT COST	24,910	24,910

TY 2012 Other Decreases Schedule

**Name:** WEATHERTOP FOUNDATION  
F/K/A THOMAS NELSON URBAN JR  
**EIN:** 42-1431036

Description	Amount
PRIOR PERIOD ADJUSTMENT	5,563

**TY 2012 Other Expenses Schedule****Name:** WEATHERTOP FOUNDATION

F/K/A THOMAS NELSON URBAN JR

**EIN:** 42-1431036

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
BANK FEES	179	179		
INVESTMENT EXPENSES	27,114	27,114		



**TY 2012 Other Income Schedule****Name:** WEATHERTOP FOUNDATION

F/K/A THOMAS NELSON URBAN JR

**EIN:** 42-1431036

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
FEDERAL TAX REFUND	4,882		
MERIT ENERGY PARTNERSHIP	572,360	572,360	
LINN ENERGY	-5,205		
WP CAREY & CO	5,139	5,139	
BRAZIL TEAK INVESTORS	-1,134	-1,134	
BROOKFIELD INFRASTRUCTURE	1,946	1,946	
PLAINS ALL AMERICAN PIPELINE	-562		
ENTERPRISE PRODUCT PARTNERS	-2,577		
ALLIANCE RESOURCE PARTNERS	-202		

**TY 2012 Other Notes/Loans**  
**Receivable Short Schedule**

**Name:** WEATHERTOP FOUNDATION  
F/K/A THOMAS NELSON URBAN JR  
**EIN:** 42-1431036

Name of 501(c)(3) Organization	Balance Due
CLEVELAND BOTANICAL GARDEN	300,000

**TY 2012 Other Professional Fees Schedule****Name:** WEATHERTOP FOUNDATION

F/K/A THOMAS NELSON URBAN JR

**EIN:** 42-1431036

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	5,950	2,975		2,975

TY 2012 Taxes Schedule

**Name:** WEATHERTOP FOUNDATION  
F/K/A THOMAS NELSON URBAN JR  
**EIN:** 42-1431036

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL TAX APPLIED	4,882			

**TY 2012 GeneralDependencySmall****Name:** WEATHERTOP FOUNDATION

F/K/A THOMAS NELSON URBAN JR

**EIN:** 42-1431036**Business Name or Person Name:****Taxpayer Identification Number:****Form, Line or Instruction****Reference:****Regulations Reference:****Description:** WAIVE NOL CARRYBACK

**Attachment Information:** YEAR ENDING: JULY 31, 2013 42-1431036 WEATHERTOP FOUNDATION F/K/A THOMAS NELSON URBAN JR 5320 GRAND AVENUE DES MOINES, IA 50312 NOL CARRYBACK ELECTION UNDER IRC SECTION 172(B)(3), THE TAXPAYER ELECTS TO RELINQUISH THE ENTIRE CARRYBACK PERIOD WITH RESPECT TO ANY REGULAR TAX AND AMT NET OPERATING LOSS INCURRED DURING THE CURRENT TAX YEAR.