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

OMB No 1545-0052

2012

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

For calendar year 2012 or tax year beginning

09/01, 2012, and ending

08/31, 2013

Department of the Treasury Internal Revenue Service		Name of foundation RALPH AND MARY SIMMONS WELFARE FND 10 -101160023000 Number and street (or P.O. box number if mail is not delivered to street address) KEYBANK 4900 TIEDEMAN RD. OH-01-49-0150 City or town, state, and ZIP code BROOKLYN, OH 44144-2302										
G Check all that apply: <table border="1" style="display: inline-table; vertical-align: middle;"> <tr><td style="width: 20px; height: 15px;"></td><td>Initial return</td></tr> <tr><td style="width: 20px; height: 15px;"></td><td>Final return</td></tr> <tr><td style="width: 20px; height: 15px;"></td><td>Amended return</td></tr> <tr><td style="width: 20px; height: 15px;"></td><td>Name change</td></tr> </table>			Initial return		Final return		Amended return		Name change	A Employer identification number 01-6007242 B Telephone number (see instructions) 800- 999-9658		
	Initial return											
	Final return											
	Amended return											
	Name change											
H Check type of organization: <table style="display: inline-table; vertical-align: middle;"> <tr><td><input checked="" type="checkbox"/></td><td>Section 501(c)(3) exempt private foundation</td></tr> <tr><td><input type="checkbox"/></td><td>Section 4947(a)(1) nonexempt charitable trust</td></tr> <tr><td><input type="checkbox"/></td><td>Other taxable private foundation</td></tr> </table>		<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	C If exemption application is pending, check here <input type="checkbox"/>				
<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											
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 568,957.		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) ----- <i>(Part I, column (d) must be on cash basis)</i>										
Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)							
Revenue 1 Contributions, gifts, grants, etc. received (attach schedule)												
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B												
3 Interest on savings and temporary cash investments												
4 Dividends and interest from securities												
5a Gross rents												
b Net rental income or (loss)												
6a Net gain or (loss) from sale of assets not on line 10 b Gross sales price for all assets on line 6a 108,552.												
7 Capital gain net income (from Part IV, line 2)					STMT 1							
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	14,725.	14,725.										
13 Compensation of officers, directors, trustees, etc	1,210.	908.			303.							
14 Other employee salaries and wages		NONE	NONE									
15 Pension plans, employee benefits		NONE	NONE									
16a Legal fees (attach schedule)												
b Accounting fees (attach schedule) STMT 2	750.	NONE	NONE	750.								
c Other professional fees (attach schedule)												
17 Interest												
18 Taxes (attach schedule) (see instructions) STMT 3	135.											
19 Depreciation (attach schedule) and depletion												
20 Occupancy												
21 Travel, conferences, and meetings		NONE	NONE									
22 Printing and publications		NONE	NONE									
23 Other expenses (attach schedule)												
24 Total operating and administrative expenses. Add lines 13 through 23	2,095.	908.	NONE	1,053.								
25 Contributions, gifts, grants paid	27,145.				27,145.							
26 Total expenses and disbursements Add lines 24 and 25 . . .	29,240.	908.	NONE	28,198.								
27 Subtract line 26 from line 12 . . .												
a Excess of revenue over expenses and disbursements . . .	-14,515.											
b Net investment income (if negative, enter -0-) . . .		13,817.										
c Adjusted net income (if negative, enter -0-) . . .												

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)	Beginning of year	End of year		
			(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash - non-interest-bearing					
	2 Savings and temporary cash investments					
	3 Accounts receivable ►					
	Less. allowance for doubtful accounts ►					
	4 Pledges receivable ►					
	Less. allowance for doubtful accounts ►					
	5 Grants receivable					
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)					
	7 Other notes and loans receivable (attach schedule) ►					
	Less: allowance for doubtful accounts ►	NONE				
	8 Inventories for sale or use					
	9 Prepaid expenses and deferred charges					
	10 a Investments- U S and state government obligations (attach schedule)					
	b Investments - corporate stock (attach schedule)					
	c Investments - corporate bonds (attach schedule)					
	11 Investments-land, buildings, and equipment basis ►					
Less accumulated depreciation ►						
12 Investments - mortgage loans						
13 Investments - other (attach schedule)	580,776.	566,262.	568,957.			
14 Land, buildings, and equipment basis ►						
Less accumulated depreciation ►						
15 Other assets (describe ►)						
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	580,776.	566,262.	568,957.			
Liabilities	17 Accounts payable and accrued expenses					
	18 Grants payable					
	19 Deferred revenue					
	20 Loans from officers, directors, trustees, and other disqualified persons					
	21 Mortgages and other notes payable (attach schedule)					
	22 Other liabilities (describe ►)					
	23 Total liabilities (add lines 17 through 22)			NONE		
	Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <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 and complete lines 27 through 31. ► <input checked="" type="checkbox"/>				
		27 Capital stock, trust principal, or current funds	580,776.	566,262.		
		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)	580,776.	566,262.		
31 Total liabilities and net assets/fund balances (see instructions)		580,776.	566,262.			

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	580,776.
2 Enter amount from Part I, line 27a	2	-14,515.
3 Other increases not included in line 2 (itemize) ► ROUNDING	3	1.
4 Add lines 1, 2, and 3	4	566,262.
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	566,262.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADED SECURITIES					
b OTHER GAINS AND LOSSES					
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 87,905.		106,828.	-18,923.		
b 20,647.			20,647.		
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			-18,923.		
b			20,647.		
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	1,724.	
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	27,655.	540,592.	0.051157
2010	17,627.	571,898.	0.030822
2009	20,635.	530,185.	0.038920
2008	32,846.	480,265.	0.068391
2007	35,612.	651,003.	0.054703
2 Total of line 1, column (d)		2	0.243993
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	0.048799
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5		4	556,117.
5 Multiply line 4 by line 3		5	27,138.
6 Enter 1% of net investment income (1% of Part I, line 27b)		6	138.
7 Add lines 5 and 6		7	27,276.
8 Enter qualifying distributions from Part XII, line 4		8	28,198.
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 ► <input type="checkbox"/> and enter "N/A" on line 1. . . .	1	138.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2	3	138.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	NONE
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	138.
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	
b	Exempt foreign organizations - tax withheld at source	6b	NONE
c	Tax paid with application for extension of time to file (Form 8868)	6c	NONE
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	NONE
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	138.
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 ►	NONE	Refunded
		11	

Part VII-A Statements 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
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	X	
1c	<i>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</i>		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	X	
3	<i>If "Yes," attach a detailed description of the activities</i>		
4a	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? <i>If "Yes," attach a conformed copy of the changes</i>	X	
4b			
5	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
6	<i>If "Yes," attach the statement required by General Instruction T.</i>		
7	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:		
	• By language in the governing instrument, or		
	• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
8a	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	X	
8b	<i>ME</i>		
9	Enter the states to which the foundation reports or with which it is registered (see instructions) ►		
10	<i>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.</i>	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)? <i>If "Yes," complete Part XIV</i>	X	
10	<i>Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses</i>	X	

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Part VII-A Statements Regarding Activities (continued)

11		X
12		X
13	X	
Website address ► N/A		
14	► KEYBANK NA Located at ► 4900 TIEDEMAN RD OH-01-49-0150, BROOKLYN, OH	Telephone no. ► (216) 813-4556 ZIP+4 ► 44144-2302
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ► <input type="checkbox"/>	
16	Yes <input checked="" type="checkbox"/>	No
See the instructions for exceptions and filing requirements for Form TD F 90-221. 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.		
1a	During the year did the foundation (either directly or indirectly)	
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/>	
Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012? <input type="checkbox"/>	
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 ►	
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) <input type="checkbox"/>	
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012) <input type="checkbox"/>	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/>	
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012? <input type="checkbox"/>	

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	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2)	Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 ► <input type="checkbox"/>				
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?	<input type="checkbox"/> Yes <input type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			6b	X
	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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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
KEYBANK NA 127 PUBLIC SQUARE MC OH-01-27-0161, CLEVELAND, OH 441	TRUSTEE 1	1,210	- 0 -	- 0 -

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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1NONE	
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
1NONE	
2	
All other program-related investments. See instructions.	
3NONE	
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	564,586.
b Average of monthly cash balances	1b	NONE
c Fair market value of all other assets (see instructions)	1c	NONE
d Total (add lines 1a, b, and c)	1d	564,586.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2 Acquisition indebtedness applicable to line 1 assets	2	NONE
3 Subtract line 2 from line 1d	3	564,586.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	8,469.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	556,117.
6 Minimum investment return. Enter 5% of line 5	6	27,806.

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	27,806.
2a Tax on investment income for 2012 from Part VI, line 5	2a	138.
b Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	138.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	27,668.
4 Recoveries of amounts treated as qualifying distributions	4	NONE
5 Add lines 3 and 4	5	27,668.
6 Deduction from distributable amount (see instructions)	6	NONE
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	27,668.

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	28,198.
b Program-related investments - total from Part IX-B	1b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3 Amounts set aside for specific charitable projects that satisfy the		
a Suitability test (prior IRS approval required)	3a	NONE
b Cash distribution test (attach the required schedule)	3b	NONE
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	28,198.
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	138.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	28,060.

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				27,668.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			15,973.	
b Total for prior years 20 10 ,20 ,20		NONE		
3 Excess distributions carryover, if any, to 2012:				
a From 2007	NONE			
b From 2008	NONE			
c From 2009	NONE			
d From 2010	NONE			
e From 2011	NONE			
f Total of lines 3a through e		NONE		
4 Qualifying distributions for 2012 from Part XII, line 4 ► \$ 28,198.				
a Applied to 2011, but not more than line 2a			15,973.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)		NONE		
d Applied to 2012 distributable amount				12,225.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2012 . (If an amount appears in column (d), the same amount must be shown in column (a))		NONE		NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5		NONE		
b Prior years' undistributed income. Subtract line 4b from line 2b			NONE	
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed			NONE	
d Subtract line 6c from line 6b. Taxable amount - see instructions			NONE	
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instructions				
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				15,443.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)		NONE		
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)		NONE		
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a		NONE		
10 Analysis of line 9.				
a Excess from 2008	NONE			
b Excess from 2009	NONE			
c Excess from 2010	NONE			
d Excess from 2011	NONE			
e Excess from 2012	NONE			

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

NOT APPLICABLE

1a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling				►																																				
b	Check box to indicate whether the foundation is a private operating foundation described in section					4942(j)(3) or 4942(j)(5)																																			
2a	<table border="1"> <thead> <tr> <th>Tax year</th> <th colspan="3">Prior 3 years</th> <th>(e) Total</th> </tr> <tr> <th>(a) 2012</th> <th>(b) 2011</th> <th>(c) 2010</th> <th>(d) 2009</th> <th></th> </tr> </thead> <tbody> <tr> <td></td> <td></td> <td></td> <td></td> <td></td> </tr> </tbody> </table>					Tax year	Prior 3 years			(e) Total	(a) 2012	(b) 2011	(c) 2010	(d) 2009																											
Tax year	Prior 3 years			(e) Total																																					
(a) 2012	(b) 2011	(c) 2010	(d) 2009																																						
b	85% of line 2a																																								
c	Qualifying distributions from Part XII, line 4 for each year listed																																								
d	Amounts included in line 2c not used directly for active conduct of exempt activities																																								
e	Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c																																								
3	Complete 3a, b, or c for the alternative test relied upon																																								
a	"Assets" alternative test - enter																																								
(1)	Value of all assets																																								
(2)	Value of assets qualifying under section 4942(j)(3)(B)(i)																																								
b	"Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X line 6 for each year listed																																								
c	"Support" alternative test - enter																																								
(1)	Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)																																								
(2)	Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)																																								
(3)	Largest amount of support from an exempt organization																																								
(4)	Gross investment income																																								

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

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

N/A

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

N/A

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

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

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

SEE STATEMENT 5

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

N/A

c Any submission deadlines

N/A

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

SEE ATTACHED STATEMENT FOR LINE 2

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

Recipient	If recipient is an individual show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
TOWN OF KINGFIELD ATTN JOHN DILL 38 SCHOOL STREET KINGFIELD ME 04947	NONE	PUBLIC	SUPPORT	8,645.
SEE ATTACHED LIST OF SCHOLARSHIPS	NONE	PUBLIC	SCHOLARSHIP EDUCATION	18,500.
Total			► 3a	27,145.
b Approved for future payment				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	13,001.	
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			18	1,724.	
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)				14,725.	
13 Total. Add line 12, columns (b), (d), and (e)				13	14,725.

Part VI-P Relationship of Activities to the Accomplishment of Exempt Purposes

NOT APPLICABLE

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

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

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

10/30/2013

Dat

Vice President

Tut

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

KEYBANK BY: J R FREEDLINE					
Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name ►			Firm's EIN ►	
	Firm's address ►			Phone no	

CHARITABLE TRUSTS HOLDINGS REPORT

REPORT TAC-CRR41

RUN DATE 2013-09-17

BUS DATE 2013-09-16

PAGE 49

SAR ID TAC000PCRR41

3K-RG-OFF-ACCOUNT
ACCOUNT NAME
LO-10-116-0023000 SIMMONS R & M WELFARE FUND T/A
FISCAL YEAR CODE 0831 AS OF 08-31-2013

CUSIP	ASSET NAME	PRINCIPAL MV	INCOME MV	TAX COST	UNITS
194198917	KT FIXED INCOME FUND	67,774.38	0.00	65,462.49	10,454.492
411511306	HARBOR INTERNATIONAL FD OPEN-END FUND	32,495.00	0.00	32,524.00	500.000
693390700	PIMCO FUNDS-TOTAL RETURN FUND OPEN-END FUND INSTL CL	63,900.00	0.00	66,300.00	6,000.000
74253Q747	PRINCIPAL MIDCAP FUND OPEN-END FUND INSTL CL	31,365.00	0.00	30,685.00	1,700.000
7495200A1	KT SHORT TERM DEPOSIT FUND	37,479.30	643.62	38,122.92	38,122.920
7495200D5	KT INTER-TERM FIXED INCOME FUND	90,426.05	0.00	88,268.65	4,188.214
7495209R5	KT MID CAP FUND	36,852.32	0.00	39,098.64	187.298
7495209S3	KT VALUE EQUITY FUND	92,206.78	0.00	102,094.12	228.519
780905600	ROYCE FD PREMIER SER MUTUAL FUND	35,198.54	0.00	33,778.86	1,633.343
922042858	VANGUARD FTSE EMERGING MKTS ETF CLOSED-END FUND	11,316.00	0.00	14,066.97	300.000
92646A856	CLASS I - VICTORY DIVERSIFIED STOCK FUND	69,300.00	0.00	55,860.00	3,500.000
	*** TOTAL ***	568,313.37	643.62	566,261.65	66,814.786

RALPH AND MARY SIMMONS WELFARE FND 10

01-6007242

FEDERAL CAPITAL GAIN DIVIDENDS

SHORT-TERM CAPITAL GAIN DIVIDENDS

ROYCE FD PREMIER SER 39.00

TOTAL SHORT-TERM CAPITAL GAIN DIVIDENDS 39.00

LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS

PIMCO FUNDS-TOTAL RETURN FUND OPEN-END FUND I 682.00
ROYCE FD PREMIER SER 1,530.00

TOTAL 15% RATE CAPITAL GAIN DIVIDENDS 2,212.00

TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS 2,212.00

STATEMENT 2

XDS76 2000

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10-101160023000

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RALPH AND MARY SIMMONS WELFARE FND 10
Schedule D Detail of Long-term Capital Gains and Losses

01-6007242

Schedule D Detail of Long-term Capital Gains and Losses

USA
22F0970 1000

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10-101160023000

STATEMENT 1 3

STATEMENT 1

PRIVATE FOUNDATIONS
MONTHLY SUMMARY

REPORT TAC-CRR40
RUN DATE 17SEP13
BUS DATE 2013-09-16
PAGE 26
SAR ID TAC000PCRR40
ACCOUNT 0 10 116 0023000 ACCOUNT NAME SIMMONS R & H WELFARE FUND T/A
MONTH MARKET CASH
SEPTEMBER 554,675.04 0.00
OCTOBER 545,265.63 0.00
NOVEMBER 549,029.12 0.00
DECEMBER 552,562.46 0.00
JANUARY 561,587.11 0.00
FEBRUARY 563,977.78 0.00
MARCH 573,271.29 0.00
APRIL 577,593.53 0.00
MAY 579,375.39 0.00
JUNE 569,404.69 0.00
JULY 579,338.47 0.00
AUGUST 568,956.99 0.00
MONTHLY AVG 564,586.46

TAX ANALYST/NAME 619 B P CALVEY
FISCAL YEAR 2013 - 0831
216-813-4524

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIV AND INT	13,001.	13,001.
TOTAL	=====	13,001.

RALPH AND MARY SIMMONS WELFARE FND 10

01-6007242

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	750.			750.
TOTALS	750.	NONE	NONE	750.

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10-101160023000

STATEMENT 20

FORM 990PF, PART I - TAXES

=====

DESCRIPTION

FEDERAL TAX PAYMENT - PRIOR YE 135.

TOTALS 135.

=====

REVENUE
AND
EXPENSES
PER BOOKS

STATEMENT 3

GAINS AND LOSSES FROM PASS-THRU ENTITIES

=====

NET SHORT-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS
AND OTHER FIDUCIARIES

COMMON TRUST FUNDS	4,627.00

TOTAL NET SHORT-TERM GAIN OR LOSS (ROUNDED)	4,627.00
	=====

NET LONG-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS
AND OTHER FIDUCIARIES

COMMON TRUST FUNDS	16,020.00

TOTAL NET LONG-TERM GAIN OR LOSS (ROUNDED)	16,020.00
	=====

STATEMENT 4

RALPH AND MARY SIMMONS WELFARE FND 10
FORM 990PF, PART XV - LINES 2a - 2d
=====

01-6007242

RECIPIENT NAME:

KEYBANK

ADDRESS:

JOHN MULFORD

286 WATER STREET KEY P, ME 04330

LETTER STATING PURPOSE AND NEED

NONE

RESTRICTIONS OR LIMITATIONS ON AWARDS:

RESIDENCE OF KINGFIELD ME

STATEMENT 5