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# 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

Department of the Treasury Internal Revenue Service

SCANNED 0CT 2 1 2013

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For	caler	ndar year 2012 or tax year beginning DEC	12, 2012	, and ending	AUG 31, 2013	
Na	ne of	foundation	A Employer identification	number		
L	OU	IS T. AND AUDREY A. HIN	ES FOUNDATIO	N	46-1547756	
		and street (or P O box number if mail is not delivered to street		Room/suite	B Telephone number	<del></del>
_ 9	C	OTTONWOOD DRIVE			785 462-23	88
		own, state, and ZIP code BY, KS 67701			C if exemption application is p	ending, check here
		call that apply: X Initial return	Initial return of a fo	ormer public charity	D 1. Foreign organizations	s check here
•	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	Final return	Amended return	orthor public onarty	1. Foreign organizations	s, or con here
		Address change	Name change		Foreign organizations me check here and attach co	eeting the 85% test,
H (	heck	type of organization: X Section 501(c)(3) ex			E If private foundation sta	
	] Se		Other taxable private founda	ation	under section 507(b)(1)	
I Fa	ur ma	arket value of all assets at end of year   J   Accountin	ng method: X Cash	Accrual	F If the foundation is in a	60-month termination
		Part II, col. (c), line 16)	ner (specify)		under section 507(b)(1)	_ [
	\$	408,631. (Part I, colui	mn (d) must be on cash l	basis.)		T
<u>P</u>	ırt I	(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
	1	Contributions, gifts, grants, etc., received	304,528.		N/A	
	2	Check fithe foundation is not required to attach Sch. B				
	3	Interest on savings and temporary cash investments	17.	<u> </u>		STATEMENT 1
	4	Dividends and interest from securities	3,179.	3,179.		STATEMENT 2
		. Gross rents	5' 5 2 2	<b>4</b> * 484		
	_	Net rental income or (loss)				
<u>ne</u>	oa b	Net gain or (loss) from sale of assets not on line 10 Gross sales price for all		<del> </del>		
Revenue	7	assets on time on		0.		-
æ	8	Net short-term capital an CEIVED	1	<u> </u>		
	9	Income modifications				
	10a	Gross sales less returns and allowances	: -			~ .
	b	Less Cost of goods sold SUP 4 3 2013	-			-
	С	Gross profit or (loss)				-
	11	Other income OCOEN				
	12	Total. Add lines 1 through 11	307,724.	3,196.		
	13	Compensation of officers, directors, trustees, etc	0.	0.		0.
	14	Other employee salaries and wages		-		
S		Pension plans, employee benefits Legal fees				
ens	h	Accounting fees STMT 3	2,873.	2,873.		0.
Expense	G	Other professional fees STMT 4	850.	850.	•	0.
Ve	17	Interest				
Administrative	18	Taxes STMT 5	82.	82.		0.
nist	19	Depreciation and depletion				-
Ē	20	Occupancy				
Ă	21	Travel, conferences, and meetings				
and	22	Printing and publications		4.0		
Operating	23	Other expenses STMT 6	19.	19 <u>.</u>		0.
erat	24	Total operating and administrative	2 024	2 024		
ŏ	25	expenses. Add lines 13 through 23 Contributions, gifts, grants paid	3,824.	3,824.		0.
		Total expenses and disbursements.			<del>-</del>	
		Add lines 24 and 25	3,824.	3,824.		0.
_	27	Subtract line 26 from line 12:				
		Excess of revenue over expenses and disbursements	303,900.			<u></u>
	b	Net investment income (if negative, enter -0-)		0.		
	C	Adjusted net income (if negative, enter -0-)			N/A	

<u>For</u>	m 99	00-PF(2012) LOUIS T. AND AUDREY A. H			L547756 Page 2
P	art	Balance Sheets   Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year (a) Book Value	End of	(c) Fair Market Value
=			(a) Book value	(b) Book Value	<del></del>
		Cash - non-interest-bearing	-	8,093.	8,093.
		Savings and temporary cash investments			<del>-</del>
	3	Accounts receivable			
		Less: allowance for doubtful accounts		_	<del></del>
	4	Pledges receivable		-	
	_	Less: allowance for doubtful accounts			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other			
	ŀ	disqualified persons			
	7	Other notes and loans receivable			
	ŀ	Less: allowance for doubtful accounts			
ets	8	Inventories for sale or use			
Assets	9	Prepaid expenses and deferred charges			
•	10a	Investments - U.S. and state government obligations			
	b	Investments - corporate stock STMT 7	0.	221,329.	296,717.
	C	Investments - corporate bonds			<del>-</del>
	11	Investments - land, buildings, and equipment basis	•		
		Less accumulated depreciation			
	12	Investments - mortgage loans			
	13	Investments - other STMT 8	0.	74,478.	103,821.
	14	Land, buildings, and equipment basis			-
		Less accumulated depreciation			
	15	Other assets (describe ►			
	16	Total assets (to be completed by all filers)	0.	303,900.	408,631.
	17	Accounts payable and accrued expenses			-
	18	Grants payable			- 2
Ś	19	Deferred revenue			
Liabilities	20	Loans from officers, directors, trustees, and other disqualified persons			•
abi	21	Mortgages and other notes payable		-	-
Ξ	l .	Other liabilities (describe )			•
	ŀ	·			
	23	Total liabilities (add lines 17 through 22)	0.	0.	_
_		Foundations that follow SFAS 117, check here			-
		and complete lines 24 through 26 and lines 30 and 31.			•
Ses	24	Unrestricted			
aŭ	25	Temporarily restricted			
Bal	1	Permanently restricted			-
p		Foundations that do not follow SFAS 117, check here			
Ī		and complete lines 27 through 31.			
ō	27	Capital stock, trust principal, or current funds	0.	0.	F
sets	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
Net Assets or Fund Balances	29	Retained earnings, accumulated income, endowment, or other funds	0.	303,900.	
et	30	Total net assets or fund balances	0.	303,900.	,
2				000,000	•
	31	Total liabilities and net assets/fund balances	0.	303,900.	
	art				
<u></u>	arı	III Analysis of changes in Not Assets of Fana Bai			
1	Tota	l net assets or fund balances at beginning of year - Part II, column (a), line 30	)		
	-	st agree with end-of-year figure reported on prior year's return)		1	<u> </u>
		r amount from Part I, line 27a	-	2	303,900.
		r increases not included in line 2 (itemize)		3	0.
		lines 1, 2, and 3		4	303,900.
		eases not included in line 2 (itemize)		5	0.
<u>6</u>	T <u>ota</u>	net assets or fund balances at end of year (line 4 minus line 5) - Part II, colu	mn (b), line 30		303,900.
					Form <b>990-PF</b> (2012)

	IS T. AND AUDRE			IDA	TION	46	-154	7756 Page 3	
(a) List and descr	ibe the kind(s) of property sold (erehouse; or common stock, 200 s	e.g., real estate,		P	How acquired - Purchase - Donation	(c) Date ad (mo., da	cquired y, yr.)	(d) Date sold (mo., day, yr.)	
1a		<del></del>		<del>                                     </del>	Donalion				
b NOI	NE								
C									
d									
e									
(e) Gross sales price	(f) Depreciation allowed (or allowable)		st or other basis expense of sale				n or (loss) (f) minus (i		
a					ı				
b									
_c									
d									
e									
Complete only for assets showing	g gain in column (h) and owned b	y the foundation	n on 12/31/69			(I) Gains (Co	l, (h) gain i	minus	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69		xcess of col. (i) r col. (j), if any		C	ol. (k), but no		-0-) or	
a									
b									
C									
d									
е									
Capital gain net income or (net cap	ortal loss) { If gain, also en	ter in Part I, line -0- in Part I, line	7	}	2				
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):  If gain, also enter in Part I, line 8, column (c).									
If (loss), enter -0- in Part I, line 8	adam Caatiam 4040(a) fa	D	d Tare and Mad		3				
Part V Qualification U	nder Section 4940(e) fo	or Reduced	i lax on Net	INV	estment ir	icome			
(For optional use by domestic private	foundations subject to the section	n 4940(a) tax or	n net investment ir	ncom	e.)			N/A	
If section 4940(d)(2) applies, leave th	is part blank								
ii section 4040(u)(2) applies, leave th	is part blarik.								
Was the foundation liable for the section of the se	fy under section 4940(e). Do not	complete this pa	art.					Yes No	
1 Enter the appropriate amount in e	ach column for each year; see the	e instructions be	fore making any e	entries	3.			/4\ ·	
(a) Base period years Calendar year (or tax year beginnin	(b) g in) Adjusted qualifying d	listributions	Net value of no	(c) oncha	ritable-use asse	ts (c	(d) Distribution ratio (col. (b) divided by col. (c))		
2011									
2010									
2009								· · · ·	
2008									
2007									
2 Total of line 1, column (d)						2			
3 Average distribution ratio for the 5	-vear base period - divide the total	al on line 2 hv 5	or by the number	of ve	ars				
the foundation has been in existen		on into 2 by 0,	or by the number	0. 30	aro	3			
4 Enter the net value of noncharitable	e-use assets for 2012 from Part >	<b>Ç</b> line 5				4			
5 Multiply line 4 by line 3						5			
6 Enter 1% of net investment incom	e (1% of Part I, line 27b)					6			
7 Add lines 5 and 6						7			
8 Enter qualifying distributions from	•					8			
If line 8 is equal to or greater than See the Part VI instructions.	line 7, check the box in Part VI, lir	ne 1b, and comp	olete that part usin	ıg a 1'	% tax rate.		·	000 BE (0040)	

	1990-PF (2012) LOUIS T. AND AUDREY A. HINES I						<u> 1547</u>			Page 4
	art VI Excise Tax Based on Investment Income (Section 494				<del>ι</del> υ(e), or 4	948	· see ı	nstru	ICTIO	ns)
1a	Exempt operating foundations described in section 4940(d)(2), check here \( \bigcup \) and e				]					
	Date of ruling or determination letter: (attach copy of letter if nec				s)	_		-		_
Ь	Domestic foundations that meet the section 4940(e) requirements in Part V, check here	<b>-</b> L	and	d enter 1%	Ì	_1_				<u>0.</u>
	of Part I, line 27b				,					
	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4%				5). ノ					^
	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. O	thers e	nter ·	-0-)		2	<u> </u>		_	<u>0.</u>
_	Add lines 1 and 2					3				0.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. C	itners e	enter	-0-)		4				0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-					5				0.
6	Credits/Payments:	ام ا	1							
	2012 estimated tax payments and 2011 overpayment credited to 2012	6a								
	Exempt foreign organizations - tax withheld at source	6b	+							
	Tax paid with application for extension of time to file (Form 8868)	6c	+		<del></del>					
	Backup withholding erroneously withheld	6 <b>d</b>								0.
_	Total credits and payments. Add lines 6a through 6d	-6-4				7				<u> </u>
8	Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is atta Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	cneu				8				0.
9	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid					9				<u> </u>
	• •			),	efunded >	10 11		-		
	Enter the amount of line 10 to be: Credited to 2013 estimated tax  Note: The image of the image			<u> </u>	le iuiiueu 🚩					
	During the tax year, did the foundation attempt to influence any national, state, or local legis	lation (	or die	d it particina	e or intervene	ın			Yes	No
	any political campaign?	, action (	or unc	a it participa	.5 61 11161 46116			1a		X
h	Did it spend more than \$100 during the year (either directly or indirectly) for political purpo	ses (se	e ins	structions fo	definition)?			1b		X
•	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities an					ed or				
	distributed by the foundation in connection with the activities.			uy /u.co	, and purchase					
c	Did the foundation file Form 1120-POL for this year?							1c		х
	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the	e vear:								
	(1) On the foundation. ▶ \$ 0 • (2) On foundation managers		3		0.				! 	
ε	Enter the reimbursement (if any) paid by the foundation during the year for political expend					•				
	managers.▶\$ 0.			,						
2	Has the foundation engaged in any activities that have not previously been reported to the I	RS?						2		Х
	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	ınstrum	nent,	articles of ir	corporation, o	r				
	bylaws, or other similar instruments? If "Yes," attach a conformed copy of the change	es						3_		X
48	Did the foundation have unrelated business gross income of \$1,000 or more during the year	ır?						4a		X
b	If "Yes," has it filed a tax return on Form 990-T for this year?					N	/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	•						5		<u>X</u>
	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 e	ither:								
	By language in the governing instrument, or									
	By state legislation that effectively amends the governing instrument so that no mandator	y direc	tions	s that conflic	with the state	law				-
	remain in the governing instrument?							6		<u>X</u>
7	Did the foundation have at least \$5,000 in assets at any time during the year?							7	Х	
	If "Yes," complete Part II, col. (c), and Part XV.									
8a	Enter the states to which the foundation reports or with which it is registered (see instruction	ns) 🕨								
	KS									
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the A	ttorney	/ Gen	neral (or desi	gnate)					
	of each state as required by General Instruction G? If "No," attach explanation				.,.,			8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of se		-		2(j)(5) for cale	ndar		_		
	year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," of				~	m> <i></i> -	0	9	77	X
10	Did any persons become substantial contributors during the tax year? if "Yes," attach a schedu	ile listing	their	r names and a	ldresses S	TMT	9_	10	X	<u> </u>

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Pa	art 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		<u>X</u>
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		<u>X</u>
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X_	L
	Website address ► N/A		200	
14	The books are in care of ► LOUIS T. HINES  Telephone no. ► 785 46			
	Located at ▶ 9 COTTONWOOD DRIVE, COLBY, KS ZIP+4 ▶6'	/ / 0 1		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here	3.7	· / 3	· —
40	and enter the amount of tax-exempt interest received or accrued during the year		/A Yes	No
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank,	16	162	X
	securities, or other financial account in a foreign country?  See the instructions for expections and filing requirements for Form TD 5.00.23.1. If "Yes." onter the name of the foreign	10	L	
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country			
Pa	art VII-B   Statements Regarding Activities for Which Form 4720 May Be Required			L
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.	1	Yes	No
12	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?			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)	ŀ		
	a disqualified person?			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	-		
	(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)?			
	(6) Agree to pay money or property to a government official? (Exception. Check "No"			
	ıf 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.)			-
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	İ		i
	section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here			
C	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected			
	before the first day of the tax year beginning in 2012?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation			
	defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?  Yes X No			
	If "Yes," list the years \( \bigs_{		1	
	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.)  N/A	2b		
	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.			
	<b>&gt;</b>			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time			
	during the year?			
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.) N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		<u>X</u>
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	<u> </u>	<u>X</u>
	Fo	rm <b>99</b> 0	)-PF (	2012)

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Part VII-B Statements Regarding Activities for Which	Form 4/20 May Be I	Required (contin	ued)			
5a During the year did the foundation pay or incur any amount to:						
(1) Carry on propaganda, or otherwise attempt to influence legislation (section			es X No			
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly,						
any voter registration drive?	_		es X No			
(3) Provide a grant to an individual for travel, study, or other similar purposes		Ye	es X No			
(4) Provide a grant to an organization other than a charitable, etc., organization	n described in section				-	
509(a)(1), (2), or (3), or section 4940(d)(2)?			es X No			
(5) Provide for any purpose other than religious, charitable, scientific, literary,	, or educational purposes, or					
the prevention of cruelty to children or animals?			es X No			
<b>b</b> If any answer is "Yes" to 5a(1)-(5), did <b>any</b> of the transactions fail to qualify un		ın Regulations				
section 53.4945 or in a current notice regarding disaster assistance (see instru	•		N/A	5b		
Organizations relying on a current notice regarding disaster assistance check h						
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption f						
expenditure responsibility for the grant?	Ŋ	I/A L Y	es LNo			
If "Yes," attach the statement required by Regulations section 53.494	5-5(d).			-		
<b>6a</b> Did the foundation, during the year, receive any funds, directly or indirectly, to	pay premiums on					
a personal benefit contract?		Y <sub>1</sub>	es X No			
<b>b</b> Did the foundation, during the year, pay premiums, directly or indirectly, on a p	personal benefit contract?		<u></u>	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 s		Ye	es 🗶 No			
<b>b</b> If "Yes," did the foundation receive any proceeds or have any net income attribute.				7b		
Part VIII Information About Officers, Directors, Trust Paid Employees, and Contractors	ees, Foundation Ma	anagers, Highly	У			
1 List all officers, directors, trustees, foundation managers and their	1	(c) Compensation	(cl) Contributions to	/->	Evnanca	
(a) Name and address	(b) Title, and average hours per week devoted to position	(If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	acco allo	Expense ount, other owances	
LOUIS T. HINES	PRESIDENT					
9 COTTONWOOD DRIVE	]					
COLBY, KS 67701	5.00	0.	0.		0.	
AUDREY A. HINES	SECRETARY/TRE	ASURER				
9 COTTONWOOD DRIVE	<u> </u>					
COLBY, KS 67701	5.00	0.	0.		0.	
	-					
	<u></u>	<u> </u>				
2 Compensation of five highest-paid employees (other than those inc		enter "NONE."	(d) Contributions to	(-)		
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week	(c) Compensation	employee benefit plans and deterred		Expense unt, other	
	devoted to position	' '	compensation	allo	owances	
NONE	-					
	-					
			_			
	-					
		_		-		
	-					
				ļ		
	ļ		•			
				L		
Total number of other employees paid over \$50,000				000	0	
			Form	990-l	<b>PF</b> (2012)	

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Part VIII Information About Officers, Directors, Trustees, Foundation Paid Employees, and Contractors (continued)	on Managers, Highly	
3 Five highest-paid independent contractors for professional services. 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		▶ 0
Part IX-A Summary of Direct Charitable Activities		· ·
List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical number of organizations and other beneficiaries served, conferences convened, research papers product	al information such as the ed, etc.	Expenses
1 N/A		
2		
3		-
4		
Part IX-B Summary of Program-Related Investments		<u> </u>
Describe the two largest program-related investments made by the foundation during the tax year on line	es 1 and 2.	Amount
1 N/A		-
2		-
All other program related investments. Conjunctivistics		
All other program-related investments. See instructions.  3		
		-
Total. Add lines 1 through 3	<b>&gt;</b>	0.

0 . Form **990-PF** (2012)

Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.) Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes: 339,638. a Average monthly fair market value of securities 1a 37,321.1b b Average of monthly cash balances c Fair market value of all other assets 1c 376,959. 1d Total (add lines 1a, b, and c) e Reduction claimed for blockage or other factors reported on lines 1a and 0. 1c (attach detailed explanation) 1e Acquisition indebtedness applicable to line 1 assets 376 Subtract line 2 from line 1d 3 5,654. 4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) 371,305. Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V. line 4 5 Minimum investment return. Enter 5% of line 5 ADJUSTED FOR SHORT TAX PERIOD 6 13.377. Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain Part XI foreign organizations check here 
and do not complete this part.) 13,377. Minimum investment return from Part X, line 6 1 1 Tax on investment income for 2012 from Part VI, line 5 Income tax for 2012. (This does not include the tax from Part VI.) 2b Add lines 2a and 2b Distributable amount before adjustments. Subtract line 2c from line 1 3 Recoveries of amounts treated as qualifying distributions 4 5 Add lines 3 and 4 Deduction from distributable amount (see instructions) 6 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 Part XII Qualifying Distributions (see instructions) 1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes: 0. Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26 1a Program-related investments - total from Part IX-B 1b Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes 2 2 Amounts set aside for specific charitable projects that satisfy the: 3 Suitability test (prior IRS approval required) За Cash distribution test (attach the required schedule) 3b 0. Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 4 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income, Enter 1% of Part I, line 27b 6 Adjusted qualifying distributions. Subtract line 5 from line 4 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

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4940(e) reduction of tax in those years.

Page 9

Part XIII Undistributed Income (see instructions)

1 Destrobusible anomain for 2012 from Part XI, time? 2 Involestistated microm, if any, is or if he mit of 2012 at Enter amount for 2011 only 5 Total for from 2007 5 Excess distributions carryover, if any, to 2012: a From 2008 6 From 2008 6 From 2009 6 From 2010 7 Total of these Sal through the 4 Qualifying distributions for 2012 from Part XII, line 4: 1 ► 0  2 Applied to 2011, but not more than tine 2 a  5 Applied to unidistributed morne of prore years (Electron required - see instructions) 6 Treated as distributions out of corpus 7 Exercised as distributions out of corpus 8 Exercised admitshales amount of corpus 9 Exercised admitshales amount of corpus 9 Exercised admitshales amount of corpus 1 Exercised admitshales amount of profession of the corpus of		(a) Corpus	(b) Years prior to 2011	(c) 2011	( <b>d)</b> 2012
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a Enter amount for 2011 only b Total for pror years:  D. Secess distributions carryover, if any, to 2012: a From 2007 b From 2008 e From 2010 e From 2011  Total of Ines 3 at through 4 Qualifying distributions for 2012 from Part XII, line 4 & S _ 0. a Applied to 2011, but not more than line 2a b Applied to 10 distributions of of pror years (Election required - see instructions)  C Treated as distributions out of corpus (Election required - see instructions)  C Treated as distributions out of corpus (Election required - see instructions)  C Treated as distributions out of corpus (Election required - see instructions)  C Treated as distributions out of corpus (Election required - see instructions)  D. C Treated as distributions out of corpus (Election required - see instructions)  D. C Treated as distributions out of corpus (Election required - see instructions)  D. C Treated as distributions out of corpus (Election required - see instructions)  D. C Treated as distributions out of corpus (Election required - see instructions)  D. C Treated as distributions out of corpus (Election required - see instructions)  D. C Treated as distributions out of corpus  C Secsion Add lines 31, 45, and 45 subtest line 4  E Corpus And lines 31, 45, and 45 subtest line 5  D. C Treated as distributions out of corpus corpus distributed in a continual programs of common flow which a notice of detenour, plus been instructions  U Indistributed income for vinch an once of detenour, plus been insulated, or on which this section 4942(a) tax has been previously assessed  D. C Corpus And lines 31, 45, and 45 subtest line 4  Enter the amount of prory yeas': undistributed income for 2011. Subtract line 4  Enter the amount of prory yeas': undistributed income for 2011. Subtract line 4  Enter the amount of prory yeas': undistributed income for 2011. Subtract line 4  Enter the amount of prory yeas': undistributed income for 2011. Subtract line 4  Enter the amount of prory yeas': undistributed income for 2011. Subtract line 4  Enter the mount of pr	<u> </u>				13,3774
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corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)  8 Excess distributions carryover from 2007 not applied on line 5 or line 7  9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a  10 Analysis of line 9: a Excess from 2008 b Excess from 2009 c Excess from 2010 d Excess from 2011 e Excess from 2012					20707.0
section 170(b)(1)(F) or 4942(g)(3)  8					
8 Excess distributions carryover from 2007 not applied on line 5 or line 7  9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a  10 Analysis of line 9: a Excess from 2008 b Excess from 2009 c Excess from 2010 d Excess from 2011 e Excess from 2012	•	0.			
not applied on line 5 or line 7  9 Excess distributions carryover to 2013.  Subtract lines 7 and 8 from line 6a  10 Analysis of line 9:  a Excess from 2008  b Excess from 2010  d Excess from 2011  e Excess from 2012	, , , , , , , , , , , , , , , , , , ,			_	
Subtract lines 7 and 8 from line 6a  10 Analysis of line 9:  a Excess from 2008  b Excess from 2010  d Excess from 2011  e Excess from 2012	-	0.	:		
Subtract lines 7 and 8 from line 6a  10 Analysis of line 9:  a Excess from 2008 b Excess from 2010 d Excess from 2011 e Excess from 2012					
a Excess from 2008 b Excess from 2009 c Excess from 2010 d Excess from 2011 e Excess from 2012		0.		<u> </u>	
b Excess from 2009 c Excess from 2010 d Excess from 2011 e Excess from 2012	10 Analysis of line 9:		=		
c Excess from 2010 d Excess from 2011 e Excess from 2012	a Excess from 2008	٠.	-		
d Excess from 2011 e Excess from 2012	b Excess from 2009				
e Excess from 2012	c Excess from 2010	7-5 -			
			٠,	-	
	e Excess from 2012				5 000 DE

Form 990-P		. AND AUDRE	Y A. HINES	FOUNDATION	46-154	17756 Page 10
	V Private Operating F	<del></del>		-A, question 9)	N/A	
	oundation has received a ruling o					
	ation, and the ruling is effective for		=	. ▶└──	4040()(0)	
	box to indicate whether the found		ng foundation described i		4942(j)(3) or 494	12(j)(5)
	the lesser of the adjusted net	Tax year	(b) 0011	Prior 3 years	(4) 2000	(a) Tatal
	e from Part I or the minimum	(a) 2012	(b) 2011	(c) 2010	(d) 2009	(e) Total
ınvestı	ment return from Part X for					
•	ear listed					
<b>b</b> 85% o	of line 2a					
c Qualify	ring distributions from Part XII,					
line 4 t	for each year listed					
<b>d</b> Amoui	nts included in line 2c not				Ì	
used o	lirectly for active conduct of					
exemp	ot activities					
e Qualify	ring distributions made directly					
for act	ive conduct of exempt activities.					
Subtra	act line 2d from line 2c					
	lete 3a, b, or c for the					
	ative test relied upon; s" alternative test - enter;					
	alue of all assets					
(2) V	alue of assets qualifying					
	nder section 4942(j)(3)(B)(i)					
	wment" alternative test - enter minimum investment return					
shown	ın Part X, line 6 for each year					
listed						
• • •	ort" alternative test - enter:					
	otal support other than gross					
	vestment income (interest, vidends, rents, payments on					
	ecurities loans (section	:				
	12(a)(5)), or royalties)					
	upport from general public					
	nd 5 or more exempt rganizations as provided in					
Se	ection 4942(j)(3)(B)(iii)					
(3) Lá	argest amount of support from					
ar	n exempt organization					
(4) G	ross investment income					
Part XV	Supplementary Info	rmation (Comple	te this part only	if the foundation	had \$5,000 or mo	re in assets
	at any time during t	he year-see instr	uctions.)			
1 Inforr	nation Regarding Foundatio	n Managers:				
a List an	y managers of the foundation wh	o have contributed more	than 2% of the total cont	ributions received by the	foundation before the close	e of any tax
year (t	out only if they have contributed m	nore than \$5,000). (See s	ection 507(d)(2).)			
NONE						
<b>b</b> List an	y managers of the foundation wh	o own 10% or more of th	e stock of a corporation	or an equally large portion	n of the ownership of a pai	tnership or
	entity) of which the foundation has				, ,	•
NONE						
	mation Regarding Contributi	on, Grant, Gift, Loan,	Scholarship, etc., Pr	ograms:		
	here X if the foundation o				ot accept unsolicited reque	sts for funds. If
	undation makes gifts, grants, etc. (					
a The na	ime, address, and telephone numl	ber or e-mail of the perso	n to whom applications s	should be addressed:	<del>-</del> -	
•	,,		арричания			
<b>b</b> The fo	rm in which applications should b	e submitted and informat	ion and materials they st	nould include:		
c Any su	ibmission deadlines:					
<b>d</b> Any re	strictions or limitations on awards	s, such as by geographica	al areas, charitable fields,	kinds of institutions, or o	ther factors:	

Part XVI-A	Analysis of Income-Producing	Activities

Enter gross amounts unless otherwise indicated.	Unrelat	ed business income		ided by section 512, 513, or 514	(e)
	(a) Business	(b) Amount	(c) Exclu- sion	(d) Amount	Related or exempt function income
1 Program service revenue:	code	Amount	eboo	Amount	i idilettori income
a	<u></u>			<u> </u>	
b					
C					<del></del>
d					<del> </del>
e					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash					
investments			14	17.	
4 Dividends and interest from securities			14	3,179.	
5 Net rental income or (loss) from real estate:	-				
a Debt-financed property	_ <u></u>				
b Not debt-financed property			<u> </u>		
6 Net rental income or (loss) from personal					
property					
7 Other investment income					
8 Gain or (loss) from sales of assets other					
than inventory					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory	•		<u> </u>		
11 Other revenue:					
a					
b					
C	_				
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.			0.
13 Total. Add line 12, columns (b), (d), and (e)				13	3,196.
(See worksheet in line 13 instructions to verify calculations.)					
Part XVI-B Relationship of Activities to	the Acc	omplishment of Ex	emp	t Purposes	
Line No. Explain below how each activity for which incom			contrib	outed importantly to the accom	plishment of
the foundation's exempt purposes (other than by	y providing fu	nds for such purposes).			
			_	·	
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					-
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		<del></del>		<del></del>	<del></del>
		<del>-</del>			<del></del>
	<del></del>				
	-		_		
223621					Form <b>990-PF</b> (2012)

N/A Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge May the IRS discuss this 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 return with the preparer shown below (see instr )? Sign

	weer 1/14	es 1-20-13	PRESI	DENT.	LALIYes LINO
SMI	nature of officer or trustee	Date	Title		
	Print/Type preparer's name	Preparer's signature	Date	Check ıf	PTIN
			6 (0 10	self- employed	
Paid	JERRY ARENSDORF	JERRY ARENSDORF	9-19-1		P01367442
Preparer	Firm's name ► ARENSDORF A	Firm's EIN ► 20-3907519			
<b>Use Only</b>		,			
	Firm's address ▶ 1650 W. FO	URTH, P.O. BOX 426			
	COLBY, KS			Phone no. 7	85-462-3919
					Form 990-PF (2012)

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

Department of the Treasury Internal Revenue Service

#### **Schedule of Contributors**

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

OMB No 1545-0047

2012

Name of the organization **Employer identification number** LOUIS T. AND AUDREY A. HINES FOUNDATION 46-1547756 Organization type (check one) Filers of: Section: Form 990 or 990-EZ \_\_\_ 501(c)( ) (enter number) organization 4947(a)(1) nonexempt chantable trust not treated as a private foundation 527 political organization X 501(c)(3) exempt private foundation Form 990-PF 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundation Check if your organization is covered by the General Rule or a Special Rule. Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions General Rule For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor Complete Parts I and II. **Special Rules** 🔟 For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use exclusively for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts i, il, and ill. For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use exclusively for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an exclusively religious, charitable, etc., purpose. Do not complete any of the parts unless the General Rule applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

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

certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization

Employer identification number

### LOUIS T. AND AUDREY A. HINES FOUNDATION

46-1547756

Part I	Contributors (see instructions). Use duplicate copies of Part I if addition	onal space is needed	
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	LOUIS T. AND AUDREY A. HINES  9 COTTONWOOD DRIVE  COLBY, KS 67701	_ \$ <u>150,000.</u>	Person X Payroll
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
2	LOUIS T. AND AUDREY A. HINES  9 COTTONWOOD DRIVE  COLBY, KS 67701	- \$ 154,528.	Person Payroll Noncash X (Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		_	Person Payroll Noncash (Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
No.	Name, address, and zir + 4	-   \$	Person Payroll Noncash (Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		- - 	Person Payroll Noncash (Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		- _ \$	Person Payroll Noncash (Complete Part II if there is a noncash contribution)

Employer identification number

#### LOUIS T. AND AUDREY A. HINES FOUNDATION

46-1547756

Part II	Noncash Property (see instructions). Use duplicate copies of Part	II if additional space is needed	
(a) No. from Part I	(b)  Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
2	INVESTMENTS HELD BY INVESTMENT PROFESSIONALS, INC, EDWARD JONES, WADDELL & REED, AND PRUDENTIAL.	 \$\$	12/31/12
(a) No. from Part I	(b)  Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
(a) No. from Part I	(b)  Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b)  Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\ \$ \	
(a) No. rom	(b)  Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		   \$	····
(a) No. rom Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_			

Name of org	ganization		Employer identification number				
TOUTG	m and although a lithid	EOITHD A M T ON	AC 1547756				
Part III	T. AND AUDREY A. HINES  Exclusively religious, charitable, etc., indiverse complete columns (a) through (e) and the total of exclusively religious, charitable, etc.  Use duplicate copies of Part III if addition	vidual contributions to section 501(c) he following line entry. For organization c., contributions of \$1,000 or less for	(7), (8), or (10) organizations that total more than \$1,000 for the as completing Part III, enter the year. (Enter this information once)				
(a) No. from Part I	(b) Purpose of gift (c) Use of gif		(d) Description of how gift is held				
_		(e) Transfer of gift					
	Transferee's name, address, a	nd ZIP + 4	Relationship of transferor to transferee				
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held				
	(e) Transfer of gift						
F	Transferee's name, address, a	nd ZIP + 4	Relationship of transferor to transferee				
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held				
		(e) Transfer of gift					
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee				
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held				
		(e) Transfer of gift					
	Transferee's name, address, a	nd ZIP + 4	Relationship of transferor to transferee				
1							

FORM 990-PF INTEREST ON SAVI	NGS AND	TEMPORA	RY CASH I	INVESTMENTS	STATEMENT	1
SOURCE					TNUOMA	
FARMERS & MERCHANTS BANK INVESTMENT PROFESSIONALS						7. 10.
TOTAL TO FORM 990-PF, PART I,	LINE 3	COLUMN	I A			17.
FORM 990-PF DIVIDEND	S AND I	ITEREST	FROM SECU	JRITIES	STATEMENT	2
SOURCE	GI	ROSS AMO		PITAL GAINS DIVIDENDS	COLUMN (A AMOUNT	.)
EDWARD JONES INVESTMENT PROFESSIONALS WADDELL & REED		2,	595. 0. 2,520. 0. 64. 0.		595. 2,520. 64.	
TOTAL TO FM 990-PF, PART I, L	N 4	3 ,	179.	0.	3,1	79.
FORM 990-PF	ACCOU	JNTING E	EES		STATEMENT	3
DESCRIPTION	(A) EXPENSI PER BOO		(B) ! INVEST- IT INCOME	(C) ADJUSTED NET INCOM		
ACCOUNTING	2,8	373.	2,873.	,	-	0.
TO FORM 990-PF, PG 1, LN 16B	2,8	373.	2,873.	· · · · · · · · · · · · · · · · · · ·		0.
FORM 990-PF C	THER PRO	FESSION	IAL FEES		STATEMENT	4
DESCRIPTION	(A) EXPENSI PER BOO		(B) INVEST- IT INCOME	(C) ADJUSTED NET INCOM		
DBDCKII IION						
IRS APPLICATION FEE	8	350.	850.	,		0.

FORM 990-PF	TAX	ES		STATEMENT 5		
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVE MENT INC		(C) ADJUSTED NET INCOM		
FOREIGN TAX WITHHELD	82.		82.			0.
TO FORM 990-PF, PG 1, LN 18 =	82.		82.			0.
FORM 990-PF	OTHER EXPENSES			STATEMENT 6		
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVE MENT INC		(C) ADJUSTED NET INCOM		
PRINTED CHECKS	19.		19.			0.
TO FORM 990-PF, PG 1, LN 23	19.		19.			0.
FORM 990-PF	CORPORAT	E STOCK			STATEMENT	7
DESCRIPTION			вос	OK VALUE	FAIR MARKET VALUE	•
EDWARD JONES INVESTMENT PROFESSIONALS	,	30,645. 190,684.		52,848. 243,869.		
TOTAL TO FORM 990-PF, PART II, LINE 10B				221,329.	296,717.	
FORM 990-PF	OTHER INV	ESTMENTS	<del></del>		STATEMENT	8
DESCRIPTION		LUATION ETHOD	вос	OK VALUE	FAIR MARKET VALUE	,
DEDCRIT TION						_
WADDELL & REED PRUDENTIAL		FMV FMV		33,148. 41,330.	48,65 55,16	

FORM 990-PF

LIST OF SUBSTANTIAL CONTRIBUTORS PART VII-A, LINE 10

STATEMENT

NAME OF CONTRIBUTOR

**ADDRESS** 

LOUIS T. AND AUDREY A. HINES

9 COTTONWOOD DRIVE COLBY, KS 67701