efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491225003064

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 10-01-2012 , and ending 09-30-2013

Name of foundation
STAHELI FOUNDATION

A Employer identification number
31-1551307

Number and street (or P O box number if mail is not delivered to street address)
403 DEL MAR DRIVE

Room/suite

B Telephone number (see instructions)
(303) 694-2190

City or town, state, and ZIP code
ST GEORGE, UT 84790

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization ☑ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 2,098,023

J Accounting method ☑ Cash ☐ Accrual
☐ Other (specify)
(Part I, column (d) must be on cash basis.)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	10,460	10,460		
	4	Dividends and interest from securities	22,852	22,852		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	30,006			
	b	Gross sales price for all assets on line 6a 811,470				
	7	Capital gain net income (from Part IV, line 2)		30,006		
	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)	3,120	3,120		
	12	**Total.** Add lines 1 through 11	66,438	66,438		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0	0		0
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	6,100	3,050		3,050
	c	Other professional fees (attach schedule)	6,059	6,059		0
	17	Interest				
	18	Taxes (attach schedule) (see instructions)				
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	426	213		213
	24	**Total operating and administrative expenses.** Add lines 13 through 23	12,585	9,322		3,263
	25	Contributions, gifts, grants paid	110,000			110,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	122,585	9,322		113,263
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-56,147			
	b	**Net investment income** (if negative, enter -0-)		57,116		
	c	**Adjusted net income** (if negative, enter -0-)				

For Paperwork Reduction Act Notice, see instructions. Cat No 11289X Form **990-PF** (2012)

Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets				
1	Cash—non-interest-bearing			
2	Savings and temporary cash investments	280,893	314,966	314,966
3	Accounts receivable ▶ 2 Less allowance for doubtful accounts ▶	1,554	2	2
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) ▶ Less allowance for doubtful accounts ▶			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments—U S and state government obligations (attach schedule)			
b	Investments—corporate stock (attach schedule)	1,572,778	1,456,675	1,748,716
c	Investments—corporate bonds (attach schedule)			
11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)	49,819	46,254	34,339
14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)			
16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	1,905,044	1,817,897	2,098,023
Liabilities				
17	Accounts payable and accrued expenses	31,000		
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)	31,000	0	
Net Assets or Fund Balances				
	Foundations that follow SFAS 117, check here ▶ ☐ **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.**			
27	Capital stock, trust principal, or current funds	0	0	
28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
29	Retained earnings, accumulated income, endowment, or other funds	1,874,044	1,817,897	
30	**Total net assets or fund balances** (see page 17 of the instructions)	1,874,044	1,817,897	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	1,905,044	1,817,897	

Part III **Analysis of Changes in Net Assets or Fund Balances**

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,874,044
2	Enter amount from Part I, line 27a	2	-56,147
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	1,817,897
5	Decreases not included in line 2 (itemize) ▶	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,817,897

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			(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	
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	30,006
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 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	97,163	1,875,577	0 051804
2010	109,593	2,018,809	0 054286
2009	102,011	1,897,168	0 053770
2008	129,001	1,738,297	0 074211
2007	77,083	2,221,065	0 034705

2	**Total** of line 1, column (d)	2	0 268776
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 053755
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	1,984,681
5	Multiply line 4 by line 3	5	106,687
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	571
7	Add lines 5 and 6	7	107,258
8	Enter qualifying distributions from Part XII, line 4	8	113,263

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 page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ________ **(attach copy of letter if necessary–see instructions)**		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b	1	571
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0
3	Add lines 1 and 2	3	571
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	571
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012 — 6a — 2,529		
b	Exempt foreign organizations—tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	2,529
8	Enter any **penalty** for underpayment of estimated tax Check here ☑ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	1,958
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ 1,958 **Refunded** ▶	11	0

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		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)?	1b		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 ▶ $ 0 **(2)** On foundation managers ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
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? *If "Yes," attach the statement required by General Instruction T.*	5		No
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) ▶ DE			
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)*

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		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 ▶AMG NATIONAL TRUST BANK Telephone no ▶(303) 694-2190

Located at ▶6501 EAST BELLEVIEW AVE SUITE 400 ENGLEWOOD CO ZIP +4 ▶801116020

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here . . . ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year . . . ▶ | 15 |

		Line	Yes	No
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		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? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the 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		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** 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? ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2012 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		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 ▶ 0

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

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

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
NONE		
Total number of others receiving over $50,000 for professional services. . . . . ▶		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 information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NOT APPLICABLE	0
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NOT APPLICABLE	0
2	
All other program-related investments See page 24 of the instructions	
3	
Total. Add lines 1 through 3. . . . . ▶	0

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	1,770,437
b	Average of monthly cash balances	1b	244,468
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	2,014,905
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0		
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	2,014,905
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	30,224
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,984,681
6	**Minimum investment return.** Enter 5% of line 5	6	99,234

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	99,234
2a	Tax on investment income for 2012 from Part VI, line 5 — 2a: 571		
b	Income tax for 2012 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	571
3	Distributable amount before adjustments Subtract line 2c from line 1	3	98,663
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	98,663
6	Deduction from distributable amount (see instructions)	6	0
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	98,663

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	113,263
b	Program-related investments—total from Part IX-B	1b	0
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	113,263
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	571
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	112,692

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				98,663
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			42,807	
b Total for prior years 20___, 20___, 20___		0		
3 Excess distributions carryover, if any, to 2012				
a From 2007.				
b From 2008.				
c From 2009.				
d From 2010.				
e From 2011.				
f **Total** of lines 3a through e.	0			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 113,263				
a Applied to 2011, but not more than line 2a			42,807	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2012 distributable amount.				70,456
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	0			0
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
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.		0		
d Subtract line 6c from line 6b Taxable amount —see instructions		0		
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				28,207
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . .	0			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2008. . . .				
b Excess from 2009. . . .				
c Excess from 2010. . . .				
d Excess from 2011. . . .				
e Excess from 2012. . . .				

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)

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

Part XV Supplementary Information (Complete this part only if the 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))

AFTON STAHELI

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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
See Additional Data Table				
Total . . . . ▶ **3a**				110,000
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
1 Program service revenue	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	10,460	
4 Dividends and interest from securities			18	22,852	
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			15	3,120	
8 Gain or (loss) from sales of assets other than inventory			18	30,006	
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)		0		66,438	0

13 Total. Add line 12, columns (b), (d), and (e) 13 66,438

(See worksheet in line 13 instructions to verify calculations)

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

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

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
(1)	Cash	1a(1)		No
(2)	Other assets	1a(2)		No
b	Other transactions			
(1)	Sales of assets to a noncharitable exempt organization	1b(1)		No
(2)	Purchases of assets from a noncharitable exempt organization	1b(2)		No
(3)	Rental of facilities, equipment, or other assets	1b(3)		No
(4)	Reimbursement arrangements	1b(4)		No
(5)	Loans or loan guarantees	1b(5)		No
(6)	Performance of services or membership or fundraising solicitations	1b(6)		No
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		No

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

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

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 or fiduciary) is based on all information of which preparer has any knowledge

******	2014-08-13	******
Signature of officer or trustee	Date	Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
MARY KAYE JOHNSTON CPA	MARY KAYE JOHNSTON CPA			P00359771

Firm's name ▶ AMG NATIONAL TRUST BANK

Firm's EIN ▶ 84-1595367

Firm's address ▶ 6501 E BELLEVIEW AVE STE 400 ENGLEWOOD, CO 801116020

Phone no (303) 694-2190

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)
AMG 3780-108 SHS SPDR S&P 500 ETF TRUST	P	2012-04-23	2012-11-02
AMG 3780-649 SHS ISHARES COHEN & STEERS RLTY	P	2012-04-23	2012-11-02
AMG 3780-668 SHS ISHARES COHEN & STEERS RLTY	P	2012-06-25	2012-11-02
AMG 3780-36 372 SHS T ROWE PRICE INSTITUTIONAL FLOATING RATE	P	2012-03-31	2013-02-11
AMG 3780- 131 SHS T ROWE PRICE INSTITUTIONAL FLOATING RATE	P	2012-04-30	2013-02-11
AMG 3780- 147 SHS T ROWE PRICE INSTITUT'L FLOATING RATE	P	2012-05-31	2013-02-11
AMG 3780- 149 SHS T ROWE PRICE INSTITUTIONAL FLOATING RATE	P	2012-07-01	2013-02-11
AMG 3780- 145 SHS T ROWE PRICE INSTITUTIONAL FLOATING RATE	P	2012-08-01	2013-02-11
AMG 3780- 165 SHS T ROWE PRICE INSTITUTIONAL FLOATING RATE	P	2012-08-31	2013-02-11
AMG 3780- 132 SHS T ROWE PRICE INSTITUTIONAL FLOATING RATE	P	2012-09-30	2013-02-11
AMG 3780- 155 SHS T ROWE PRICE INSTITUTIONAL FLOATING RATE	P	2012-10-31	2013-02-11
AMG 3780- 153 SHS T ROWE PRICE INSTITUTIONAL FLOATING RATE	P	2012-11-30	2013-02-11
AMG 3780- 151 SHS T ROWE PRICE INSTITUTIONAL FLOATING RATE	P	2012-12-31	2013-02-11
AMG 3780- 139 SHS T ROWE PRICE INSTITUTIONAL FLOATING RATE	P	2013-02-01	2013-02-11
AMG 3780- 185 SHS VANGUARD HIGH-YIELD CORP INVESTOR SHARES #29	P	2012-03-01	2013-02-11
AMG 3780- 199 SHS VANGUARD HIGH-YIELD CORP INVESTOR SHARES #29	P	2012-04-02	2013-02-11
AMG 3780- 191 SHS VANGUARD HIGH-YIELD CORP INVESTOR SHARES #29	P	2012-05-01	2013-02-11
AMG 3780- 201 SHS VANGUARD HIGH-YIELD CORP INVESTOR SHARES #29	P	2012-06-01	2013-02-11
AMG 3780- 189 SHS VANGUARD HIGH-YIELD CORP INVESTOR SHARES #29	P	2012-07-02	2013-02-11
AMG 3780- 195 SHS VANGUARD HIGH-YIELD CORP INVESTOR SHARES #29	P	2012-08-01	2013-02-11
AMG 3780- 192 SHS VANGUARD HIGH-YIELD CORP INVESTOR SHARES #29	P	2012-09-04	2013-02-11
AMG 3780- 184 SHS VANGUARD HIGH-YIELD CORP INVESTOR SHARES #29	P	2012-10-01	2013-02-11
AMG 3780- 19 SHS VANGUARD HIGH-YIELD CORP INVESTOR SHARES #29	P	2012-11-01	2013-02-11
AMG 3780- 185 SHS VANGUARD HIGH-YIELD CORP INVESTOR SHARES #29	P	2012-12-03	2013-02-11
AMG 3780- 19 SHS VANGUARD HIGH-YIELD CORP INVESTOR SHARES #29	P	2013-01-02	2013-02-11
AMG 3780- 19 SHS VANGUARD HIGH-YIELD CORP INVESTOR SHARES #29	P	2013-02-01	2013-02-11
AMG 3780-16 59 SHS PIMCO LOW DURATION FUND #36	P	2012-03-31	2013-02-11
AMG 3780- 038 SHS PIMCO LOW DURATION FUND #36	P	2012-04-30	2013-02-11
AMG 3780- 042 SHS PIMCO LOW DURATION FUND #36	P	2012-05-31	2013-02-11
AMG 3780- 037 SHS PIMCO LOW DURATION FUND #36	P	2012-06-30	2013-02-11

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)
AMG 3780- 029 SHS PIMCO LOW DURATION FUND #36	P	2012-07-31	2013-02-11
AMG 3780- 029 SHS PIMCO LOW DURATION FUND #36	P	2012-08-31	2013-02-11
AMG 3780- 024 SHS PIMCO LOW DURATION FUND #36	P	2012-09-30	2013-02-11
AMG 3780- 039 SHS PIMCO LOW DURATION FUND #36	P	2012-10-31	2013-02-11
AMG 3780- 039 SHS PIMCO LOW DURATION FUND #36	P	2012-11-30	2013-02-11
AMG 3780- 139 SHS PIMCO LOW DURATION FUND #36	P	2012-12-12	2013-02-11
AMG 3780- 029 SHS PIMCO LOW DURATION FUND #36	P	2012-12-12	2013-02-11
AMG 3780- 056 SHS PIMCO LOW DURATION FUND #36	P	2012-12-27	2013-02-11
AMG 3780- 033 SHS PIMCO LOW DURATION FUND #36	P	2012-12-31	2013-02-11
AMG 3780- 027 SHS PIMCO LOW DURATION FUND #36	P	2013-01-31	2013-02-11
AMG 3780-5129 959 SHS AMER CENT INTL BOND FUND #992	P	2012-08-22	2013-02-12
AMG 3780-56 493 SHS AMER CENT INTL BOND FUND #992	P	2012-09-18	2013-02-12
AMG 3780-33 047 SHS AMER CENT INTL BOND FUND #992	P	2012-12-26	2013-02-12
AMG 3780-3728 561 SHS T ROWE PRICE EMERGING MARKETS BOND FUND #110	P	2012-03-23	2013-02-12
AMG 3780-3 984 SHS T ROWE PRICE EMERGING MARKETS BOND FUND #110	P	2012-03-31	2013-02-12
AMG 3780-18 717 SHS T ROWE PRICE EMERGING MARKETS BOND FUND #110	P	2012-04-30	2013-02-12
AMG 3780-20 102 SHS T ROWE PRICE EMERGING MARKETS BOND FUND #110	P	2012-05-31	2013-02-12
AMG 3780-19 846 SHS T ROWE PRICE EMERGING MARKETS BOND FUND #110	P	2012-06-30	2013-02-12
AMG 3780-1836 885 SHS T ROWE PRICE EMERGING MARKETS BOND FUND #110	P	2012-07-23	2013-02-12
AMG 3780-20 03 SHS T ROWE PRICE EMERGING MARKETS BOND FUND #110	P	2012-07-31	2013-02-12
AMG 3780-29 759 SHS T ROWE PRICE EMERGING MARKETS BOND FUND #110	P	2012-08-31	2013-02-12
AMG 3780-23 406 SHS T ROWE PRICE EMERGING MARKETS BOND FUND #110	P	2012-09-30	2013-02-12
AMG 3780-25 706 SHS T ROWE PRICE EMERGING MARKETS BOND FUND #110	P	2012-10-31	2013-02-12
AMG 3780-26 221 SHS T ROWE PRICE EMERGING MARKETS BOND FUND #110	P	2012-11-30	2013-02-12
AMG 3780-60 988 SHS T ROWE PRICE EMERGING MARKETS BOND FUND #110	P	2012-12-19	2013-02-12
AMG 3780-24 361 SHARES OF T ROWE PRICE EMERGING MARKETS BOND FUND #110	P	2012-12-31	2013-02-12
AMG 3780-25 204 SHARES OF T ROWE PRICE EMERGING MARKETS BOND FUND #110	P	2013-01-31	2013-02-12
AMG 3780- 107 SHARES OF PIMCO HIGH YIELD INST #108	P	2012-02-29	2013-02-12
AMG 3780-10764 263 SHARES OF PIMCO HIGH YIELD INST #108	P	2012-03-23	2013-02-12
AMG 3780-14 26 SHARES OF PIMCO HIGH YIELD INST #108	P	2012-03-31	2013-02-12

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)
AMG 3780-54 469 SHARES OF PIMCO HIGH YIELD INST #108	P	2012-04-30	2013-02-12
AMG 3780-4923 414 SHARES OF PIMCO HIGH YIELD INST #108	P	2012-05-23	2013-02-12
AMG 3780-64 888 SHARES OF PIMCO HIGH YIELD INST #108	P	2012-05-31	2013-02-12
AMG 3780-83 309 SHARES OF PIMCO HIGH YIELD INST #108	P	2012-06-30	2013-02-12
AMG 3780-76 545 SHARES OF PIMCO HIGH YIELD INST #108	P	2012-07-31	2013-02-12
AMG 3780-88 401 SHARES OF PIMCO HIGH YIELD INST #108	P	2012-08-31	2013-02-12
AMG 3780-68 803 SHARES OF PIMCO HIGH YIELD INST #108	P	2012-09-30	2013-02-12
AMG 3780-77 341 SHARES OF PIMCO HIGH YIELD INST #108	P	2012-10-31	2013-02-12
AMG 3780-88 967 SHARES OF PIMCO HIGH YIELD INST #108	P	2012-11-30	2013-02-12
AMG 3780-60 141 SHARES OF PIMCO HIGH YIELD INST #108	P	2012-12-27	2013-02-12
AMG 3780-81 918 SHARES OF PIMCO HIGH YIELD INST #108	P	2012-12-31	2013-02-12
AMG 3780-81 431 SHARES OF PIMCO HIGH YIELD INST #108	P	2013-01-31	2013-02-12
AMG 3780- 409 SHARES OF LEGG MASON CAPITAL MANAGEMENT VALUE TRUST	P	2012-12-12	2013-02-26
AMG 3780-6 697 SHARES OF RS GLOBAL NATURAL RESOURCE #1474	P	2012-12-14	2013-06-26
AMG 3780-2 847 SHARES OF RS GLOBAL NATURAL RESOURCE #1474	P	2012-12-14	2013-06-26
AMG 3780-630 SHARES OF SPDR S&P 500 ETF TRUST	P	2013-02-12	2013-06-26
AMG 3780-242 SHARES OF SPDR S&P 500 ETF TRUST	P	2011-05-25	2012-11-02
AMG 3780-33 221 SHARES OF VANGUARD HIGH-YIELD CORP INVESTOR SHARES #29	P	2011-02-01	2013-02-11
AMG 3780- 186 SHARES OF VANGUARD HIGH-YIELD CORP INVESTOR SHARES #29	P	2011-03-01	2013-02-11
AMG 3780- 19 SHARES OF VANGUARD HIGH-YIELD CORP INVESTOR SHARES #29	P	2011-04-01	2013-02-11
AMG 3780- 193 SHARES OF VANGUARD HIGH-YIELD CORP INVESTOR SHARES #29	P	2011-05-02	2013-02-11
AMG 3780- 198 SHARES OF VANGUARD HIGH-YIELD CORP INVESTOR SHARES #29	P	2011-06-01	2013-02-11
AMG 3780- 198 SHARES OF VANGUARD HIGH-YIELD CORP INVESTOR SHARES #29	P	2011-07-01	2013-02-11
AMG 3780- 201 SHARES OF VANGUARD HIGH-YIELD CORP INVESTOR SHARES #29	P	2011-08-01	2013-02-11
AMG 3780- 209 SHARES OF VANGUARD HIGH-YIELD CORP INVESTOR SHARES #29	P	2011-09-01	2013-02-11
AMG 3780- 209 SHARES OF VANGUARD HIGH-YIELD CORP INVESTOR SHARES #29	P	2011-10-03	2013-02-11
AMG 3780- 206 SHARES OF VANGUARD HIGH-YIELD CORP INVESTOR SHARES #29	P	2011-11-01	2013-02-11
AMG 3780- 205 SHARES OF VANGUARD HIGH-YIELD CORP INVESTOR SHARES #29	P	2011-12-01	2013-02-11
AMG 3780- 241 SHARES OF VANGUARD HIGH-YIELD CORP INVESTOR SHARES #29	P	2012-01-03	2013-02-11
AMG 3780- 203 SHARES OF VANGUARD HIGH-YIELD CORP INVESTOR SHARES #29	P	2012-02-01	2013-02-11

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)
AMG 3780-19 066 SHARES OF PIMCO HIGH YIELD INST #108	P	2011-01-31	2013-02-12
AMG 3780- 107 SHARES OF PIMCO HIGH YIELD INST #108	P	2011-02-28	2013-02-12
AMG 3780- 116 SHARES OF PIMCO HIGH YIELD INST #108	P	2011-03-31	2013-02-12
AMG 3780- 117 SHARES OF PIMCO HIGH YIELD INST #108	P	2011-04-30	2013-02-12
AMG 3780- 121 SHARES OF PIMCO HIGH YIELD INST #108	P	2011-05-31	2013-02-12
AMG 3780- 12 SHARES OF PIMCO HIGH YIELD INST #108	P	2011-06-30	2013-02-12
AMG 3780- 117 SHARES OF PIMCO HIGH YIELD INST #108	P	2011-07-31	2013-02-12
AMG 3780- 134 SHARES OF PIMCO HIGH YIELD INST #108	P	2011-08-31	2013-02-12
AMG 3780- 136 SHARES OF PIMCO HIGH YIELD INST #108	P	2011-09-30	2013-02-12
AMG 3780- 114 SHARES OF PIMCO HIGH YIELD INST #108	P	2011-10-31	2013-02-12
AMG 3780- 122 SHARES OF PIMCO HIGH YIELD INST #108	P	2011-11-30	2013-02-12
AMG 3780- 022 SHARES OF PIMCO HIGH YIELD INST #108	P	2011-12-07	2013-02-12
AMG 3780- 129 SHARES OF PIMCO HIGH YIELD INST #108	P	2011-12-31	2013-02-12
AMG 3780- 105 SHARES OF PIMCO HIGH YIELD INST #108	P	2012-01-31	2013-02-12
AMG 3780-245 SHARES OF ISHARES RUSSELL MIDCAP INDEX	P	2011-05-25	2013-02-12
AMG 3780-28 093 SHARES OF LEGG MASON CAPITAL MANAGEMENT VALUE TRUST	P	2011-12-28	2013-02-26
AMG 3780-690 029 SHARES OF RS GLOBAL NATURAL RESOURCE #1474	P	2011-01-24	2013-06-26
AMG 3780-1525 683 SHARES OF RS GLOBAL NATURAL RESOURCE #1474	P	2011-09-02	2013-06-26
AMG 3780-20 622 SHARES OF RS GLOBAL NATURAL RESOURCE #1474	P	2011-12-15	2013-06-26
AMG 3780-100000 UNITS OF NATIONAL RURAL UTILITIES 4 25% 08/15/2013	P	2008-02-11	2013-08-15
AMG 4903-14 SHARES OF DOMINION RESOURCES BLACK WARRIOR ROYALTY TRUST	P	2011-04-04	2013-01-02
AMG 4903-33 SHARES OF DOMINION RESOURCES BLACK WARRIOR ROYALTY TRUST	P	2011-04-04	2013-01-03
AMG 4903-4 SHARES OF DOMINION RESOURCES BLACK WARRIOR ROYALTY TRUST	P	2011-04-04	2013-01-04
AMG 4903-12 SHARES OF DOMINION RESOURCES BLACK WARRIOR ROYALTY TRUST	P	2011-09-22	2013-01-04
AMG 4903-9 SHARES OF DOMINION RESOURCES BLACK WARRIOR ROYALTY TRUST	P	2011-09-23	2013-01-04
AMG 4903-4 SHARES OF DOMINION RESOURCES BLACK WARRIOR ROYALTY TRUST	P	2011-09-26	2013-01-04
AMG 4903-108 SHARES OF WHITING USA TRUST I	P	2011-04-04	2013-06-12
AMG 4903-26 SHARES OF WHITING USA TRUST I	P	2011-04-04	2013-06-13
AMG 4903-2 SHARES OF SABINE ROYALTY TRUST-SBI	P	2011-04-04	2013-06-18
AMG 4903-19 SHARES OF HUGOTON ROYALTY TRUST TEXAS UNIT BEN INT	P	2011-04-04	2013-06-19

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)
AMG 4903-29 SHARES OF BP PRUDHOE BAY ROYALTY TRUST	P	2011-04-04	2013-06-19
AMG 4903-13 SHARES OF CROSS TIMBERS ROYALTY TRUST UNITS	P	2011-04-04	2013-06-19
AMG 4903-11 SHARES OF DORCHESTER MINERALS LP	P	2011-04-04	2013-06-19
AMG 4903-24 SHARES OF PERMIAN BASIN ROYALTY TRUST	P	2011-04-04	2013-06-19
AMG 4903-6 SHARES OF SAN JUAN BASIN ROYALTY TR-UBI	P	2011-04-04	2013-06-19
AMG 4903-3 SHARES OF WHITING USA TRUST I	P	2011-04-04	2013-06-19
AMG 4903-10 SHARES OF CROSS TIMBERS ROYALTY TRUST UNITS	P	2011-04-04	2013-06-20
AMG 4903-6 SHARES OF DORCHESTER MINERALS LP	P	2011-04-04	2013-06-20
AMG 4903-48 SHARES OF PERMIAN BASIN ROYALTY TRUST	P	2011-04-04	2013-06-20
AMG 4903-33 SHARES OF SAN JUAN BASIN ROYALTY TR-UBI	P	2011-04-04	2013-06-20
AMG 4903-32 SHARES OF WHITING USA TRUST I	P	2011-04-04	2013-06-20
AMG 4903-1 SHARES OF BP PRUHOE BAY ROYALTY TRUST	P	2011-04-04	2013-06-21
AMG 4903-1 SHARES OF MV OIL TRUST	P	2011-04-04	2013-06-21
AMG 4903-4 SHARES OF HUGOTON ROYALTY TRUST TEXAS UNIT BEN INT	P	2011-04-04	2013-06-21
AMG 4903-22 SHARES OF PERMIAN BASIN ROYALTY TRUST	P	2011-04-04	2013-06-21
AMG 4903-44 SHARES OF SAN JUAN BASIN ROYALTY TR-UBI	P	2011-04-04	2013-06-21
AMG 4903-38 SHARES OF WHITING USA TRUST I	P	2011-04-04	2013-06-21
AMG 4903-20 SHARES OF PERMIAN BASIN ROYALTY TRUST	P	2011-04-04	2013-06-24
AMG 4903-29 SHARES OF SAN JUAN BASIN ROYALTY TR-UBI	P	2011-04-04	2013-06-24
AMG 4903-15 SHARES OF WHITING USA TRUST I	P	2011-04-04	2013-06-24
AMG 4903-15 SHARES OF WHITING USA TRUST I	P	2011-04-04	2013-06-25
AMG 4903-7 SHARES OF PERMIAN BASIN ROYALTY TRUST	P	2011-04-04	2013-06-25
AMG 4903-15 SHARES OF SAN JUAN BASIN ROYALTY TR-UBI	P	2011-04-04	2013-06-25
AMG 4903-12 SHARES OF SAN JUAN BASIN ROYALTY TR-UBI	P	2011-04-04	2013-07-10
AMG 4903-13 SHARES OF PERMIAN BASIN ROYALTY TRUST	P	2011-04-04	2013-07-10
AMG 4903-15 SHARES OF SAN JUAN BASIN ROYALTY TR-UBI	P	2011-04-04	2013-07-11
AMG 4903-4 SHARES OF SAN JUAN BASIN ROYALTY TR-UBI	P	2011-09-26	2013-07-11
AMG 4903-23 SHARES OF PERMIAN BASIN ROYALTY TRUST	P	2011-04-04	2013-07-11
AMG 4903-7 SHARES OF PERMIAN BASIN ROYALTY TRUST	P	2011-04-04	2013-07-15
AMG 4903-5 SHARES OF SAN JUAN BASIN ROYALTY TR-UBI	P	2011-09-23	2013-07-15

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)
AMG 4903-1 SHARES OF SAN JUAN BASIN ROYALTY TR-UBI	P	2011-09-26	2013-07-15
AMG 4903-15 SHARES OF PERMIAN BASIN ROYALTY TRUST	P	2011-04-04	2013-07-16
AMG 4903-10 SHARES OF SAN JUAN BASIN ROYALTY TR-UBI	P	2011-09-23	2013-07-16
AMG 4903-3 SHARES OF PERMIAN BASIN ROYALTY TRUST	P	2011-04-04	2013-07-17
AMG 4903-4 SHARES OF SAN JUAN BASIN ROYALTY TR-UBI	P	2011-09-23	2013-07-17
AMG 4903-28 SHS SAN JUAN BASIN ROYALTY TR-UBI	P	2011-12-29	2013-07-17
CAPITAL GAINS DIVIDENDS	P		

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)
15,391		14,750	641
50,644		49,610	1,034
52,126		50,153	1,973
372		367	5
1		1	0
2		1	1
2		2	0
1		1	0
2		2	0
1		1	0
2		2	0
2		2	0
2		2	0
1		1	0
1		1	0
1		1	0
1		1	0
1		1	0
1		1	0
1		1	0
1		1	0
1		1	0
1		1	0
1		1	0
1		1	0
1		1	0
174		173	1
			0
			0
			0

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)
			0
			0
			0
			0
			0
1		1	0
			0
1		1	0
			0
			0
72,550		75,040	-2,490
799		832	-33
467		482	-15
52,174		50,040	2,134
56		53	3
262		252	10
281		260	21
278		264	14
25,704		25,040	664
280		275	5
416		413	3
328		328	0
360		363	-3
367		374	-7
853		863	-10
341		346	-5
353		354	-1
1		1	0
103,742		100,040	3,702
137		132	5

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)
525		508	17
47,450		45,040	2,410
625		592	33
803		773	30
738		719	19
852		835	17
663		655	8
745		739	6
857		853	4
580		580	0
789		790	-1
785		788	-3
21		20	1
237		241	-4
101		102	-1
100,779		95,662	5,117
34,488		32,002	2,486
202		192	10
1		1	0
1		1	0
1		1	0
1		1	0
1		1	0
1		1	0
1		1	0
1		1	0
1		1	0
1		1	0
1		1	0
1		1	0

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)
184		180	4
1		1	0
1		1	0
1		1	0
1		1	0
1		1	0
1		1	0
1		1	0
1		1	0
1		1	0
1		1	0
			0
1		1	0
1		1	0
30,044		26,706	3,338
1,434		1,186	248
24,415		25,493	-1,078
53,982		55,040	-1,058
730		690	40
100,000		99,875	125
46		202	-156
116		477	-361
14		58	-44
41		105	-64
31		80	-49
14		35	-21
472		1,795	-1,323
111		432	-321
102		122	-20
179		451	-272

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)
2,774		3,567	-793
353		620	-267
272		324	-52
315		533	-218
94		164	-70
12		50	-38
257		477	-220
142		177	-35
613		1,065	-452
504		904	-400
126		532	-406
94		123	-29
29		40	-11
36		95	-59
286		488	-202
678		1,206	-528
150		632	-482
257		444	-187
447		795	-348
58		249	-191
57		249	-192
91		155	-64
231		411	-180
193		329	-136
173		288	-115
239		411	-172
64		92	-28
303		510	-207
93		155	-62
80		115	-35

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)
16		23	-7
204		333	-129
160		230	-70
41		67	-26
64		92	-28
447		643	-196
19,852			19,852

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	
			641
			1,034
			1,973
			5
			0
			1
			0
			0
			0
			0
			0
			0
			0
			0
			0
			0
			0
			0
			0
			0
			0
			0
			0
			0
			0
			0
			1
			0
			0
			0

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	
			0
			0
			0
			0
			0
			0
			0
			0
			0
			0
			-2,490
			-33
			-15
			2,134
			3
			10
			21
			14
			664
			5
			3
			0
			-3
			-7
			-10
			-5
			-1
			0
			3,702
			5

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	
			17
			2,410
			33
			30
			19
			17
			8
			6
			4
			0
			-1
			-3
			1
			-4
			-1
			5,117
			2,486
			10
			0
			0
			0
			0
			0
			0
			0
			0
			0
			0
			0
			0

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	
			4
			0
			0
			0
			0
			0
			0
			0
			0
			0
			0
			0
			0
			0
			3,338
			248
			-1,078
			-1,058
			40
			125
			-156
			-361
			-44
			-64
			-49
			-21
			-1,323
			-321
			-20
			-272

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	
			-793
			-267
			-52
			-218
			-70
			-38
			-220
			-35
			-452
			-400
			-406
			-29
			-11
			-59
			-202
			-528
			-482
			-187
			-348
			-191
			-192
			-64
			-180
			-136
			-115
			-172
			-28
			-207
			-62
			-35

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	
			-7
			-129
			-70
			-26
			-28
			-196
			19,852

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
AFTON STAHELI 403 DEL MAR DRIVE ST GEORGE, UT 84790	DIRECTOR/PRESIDENT 1 00	0	0	0
GAYE PRICE 553 DEL MAR DRIVE ST GEORGE, UT 84790	DIRECTOR 0 00	0	0	0
TODD STAHELI 3473 SUGAR LEO ROAD ST GEORGE, UT 84790	DIRECTOR 0 00	0	0	0
SHARMAINE BARONE 17 SPOONWOOD ROAD WILTON, CT 06897	DIRECTOR 0 00	0	0	0
SHANNON WHITE 143 CHESTNUT HILL WILTON, CT 06897	DIRECTOR 0 00	0	0	0

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
BRIGHAM YOUNG UNIVERSITY - HAWAII 55-220 KULANUI ST 1879 LAIE,HI 967621294	NONE	EXEMPT	EDUCATION, GENERAL FUND	1,000
BRIGHAM YOUNG UNIVERSITY - IDAHO 525 SOUTH CENTER STREET REXBURG,ID 83460	NONE	EXEMPT	EDUCATION, GENERAL FUND	500
HUNTSMAN CANCER FOUNDATION 1950 CIRCLE OF HOPE DRIVE SALT LAKE CITY,UT 84112	NONE	EXEMPT	MEDICAL, GENERAL FUND	1,000
KBYU-ELEVEN BROADCASTING BRIGHAM YOUNG UNIVERSITY PROVO,UT 846026203	NONE	EXEMPT	COMMUNITY/EDUCATION	500
THE CHURCH OF JESUS CHRIST OF THE LATTER-DAY SAINTS 50 EAST NORTH TEMPLE STREET SALT LAKE CITY,UT 84150	NONE	EXEMPT	RELIGIOUS, HUMANITARIAN FUND, GENERAL FUND	106,000
UTAH FOOD BANK 3150 SOUTH 900 WEST SALT LAKE CITY,UT 84119	NONE	EXEMPT	COMMUNITY, GENERAL FUND	1,000
Total . . . . ▶ **3a**				110,000

TY 2012 Accounting Fees Schedule

Name: STAHELI FOUNDATION

EIN: 31-1551307

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION & ACCOUNTING FEES	6,100	3,050		3,050

TY 2012 Investments Corporate Stock Schedule

Name: STAHELI FOUNDATION

EIN: 31-1551307

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AMG 3780 - ASTON FAIRPOINT ASTON RIVER RD SMALL CAP	24,546	32,808
AMG 3780 - ASTON FAIRPOINT MID CAP FUND CL I	24,179	35,923
AMG 3780 - BUFFALO MID CAP FUND # 1446	79,612	92,232
AMG 3780 - BUFFALO SMALL CAP FUND #1444	20,250	30,606
AMG 3780 - DIAMOND HILL LARGE CAP FUND-A	28,836	39,473
AMG 3780 - DODGE & COX INTL STOCK FUND	41,083	57,882
AMG 3780 - DODGE & COX STOCK FUND #145	71,577	87,342
AMG 3780 - HARBOR MID CAP VALUE FUND #023	29,692	39,329
AMG 3780 - HARBOR SMALL CAP GROWTH INSTL #010	24,314	34,618
AMG 3780 - HARDING LOEVNER EMERG MKTS	32,161	31,342
AMG 3780 - ISHARES MSCI ACWI EX US INDEX FUND	176,032	183,762
AMG 3780 - ISHARES RUSSELL MIDCAP INDEX	116,688	150,057
AMG 3780 - JENSEN PORTFOLIO CL I	48,246	64,472
AMG 3780 - LONGLEAF PARTNERS INTERNATIONAL FUND	84,224	109,630
AMG 3780 - MARSICO FOCUS FUND #40	63,446	76,097
AMG 3780 - PIMCO HIGH YIELD	349	341
AMG 3780 - ROYCE PREMIER FUND (INV CL) #265	22,497	31,771
AMG 3780 - SCOUT INTERNATIONAL FUND	87,392	96,457
AMG 3780 - SPDR S&P 500 ETF TRUST	199,104	248,151
AMG 3780 - T ROWE PRICE EMERGING MARKETS BOND FUND #111	20,138	19,768
AMG 3780 - T ROWE PRICE EMERGING MARKETS BOND FUND #110	153	139
AMG 3780 - T ROWE PRICE NEW ERA FUND	70,080	73,126
AMG 3780 - T ROWE PINTERNATIONAL DISCOVERY FUND # 38	25,537	30,245
AMG 3780 - VANGUARD ENERGY FUND INVESTOR SHS #51	85,040	91,877
AMG 3780 - WELLS FARGO ADV C&B MC VAL-I	21,269	30,291
AMG 3780 - WILLIAM BLAIR INTL GROWTH-I	60,230	60,977

TY 2012 Investments - Other Schedule

Name: STAHELI FOUNDATION

EIN: 31-1551307

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
AMG 4903 - BP PRUDHOE BAY ROYALTY TRUST	AT COST	8,718	6,328
AMG 4903 - CHESAPEAKE GRANITE WASH TRUST	AT COST	1,906	1,682
AMG 4903 - CROSS TIMBERS ROYALTY TRUST UNITS	AT COST	805	499
AMG 4903 - DORCHESTER MINERALS LP	AT COST	1,357	1,099
AMG 4903 - ECA MARCELLUS TRUST I	AT COST	3,809	1,777
AMG 4903 - ENDURO ROYALTY TURST	AT COST	1,110	881
AMG 4903 - HUGOTON ROYALTY TRUST TEXAS UNIT BEN INT	AT COST	4,799	1,509
AMG 4903 - MV OIL TRUST	AT COST	2,307	1,815
AMG 4903 - PACIFIC COAST OIL TRUST	AT COST	1,285	1,142
AMG 4903 - PERMIAN BASIN ROYALTY TRUST	AT COST	4,536	3,178
AMG 4903 - SABINE ROYALTY TRUST-SBI	AT COST	1,278	1,068
AMG 4903 - SAN JUAN BASIN ROYALTY TR-UBI	AT COST	2,993	2,221
AMG 4903 - SANDRIDGE PERMIAN TRUST	AT COST	4,108	3,851
AMG 4903 - SANDRIDGE MISSISSIPIAN TUST I	AT COST	889	859
AMG 4903 - SANDRIDGE MISSISSIPIAN TUST II	AT COST	2,711	2,668
AMG 4903 - VOC ENERGY TRUST	AT COST	1,747	1,942
AMG 4903 - WHITING USA TRUST I	AT COST	1,896	1,820

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491225003064

TY 2012 Other Expenses Schedule

Name: STAHELI FOUNDATION

EIN: 31-1551307

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FILING FEES	426	213		213

TY 2012 Other Income Schedule

Name: STAHELI FOUNDATION

EIN: 31-1551307

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
ROYALTIES	3,120	3,120	3,120

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491225003064

TY 2012 Other Professional Fees Schedule

Name: STAHELI FOUNDATION

EIN: 31-1551307

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT EXPENSES	6,059	6,059		0