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Return of Private Foundation

OMB No. 1545-0052

Department of the Treasury
Internal Revenue Service

or Section 4947(a)(1) Trust Treated as Private Foundation

2013

► Do not enter Social Security numbers on this form as it may be made public.
► Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf

Open to Public Inspection

For calendar year 2013 or tax year beginning

, 2013, and ending

, 20

Name of foundation

RICE MEMORIAL HOSPITAL & WELFARE 310006010

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

Room/suite

A Employer identification number

35-6015582

PO BOX 207

City or town, state or province, country, and ZIP or foreign postal code

EVANSVILLE, IN 47702

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 1,027,495. J Accounting method: Cash Accrual
 Other (specify) _____ (Part I, column (d) must be on cash basis.)

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

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities				
5a Gross rents	28,298.	27,982.		
b Net rental income or (loss)	42,366.	42,366.		
6a Net gain or (loss) from sale of assets not on line 10				
b Gross sales price for all assets on line 6a	281,241.			
7 Capital gain net income (from Part IV, line 2)				
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	70,664.	70,348.		
13 Compensation of officers, directors, trustees, etc.	11,352.	10,217.		1,135.
14 Other employee salaries and wages		NONE	NONE	
15 Pension plans, employee benefits		NONE	NONE	
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule) STMT 1	825.	NONE	NONE	825.
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see instructions) STMT 2	288.	56.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings		NONE	NONE	
22 Printing and publications		NONE	NONE	
23 Other expenses (attach schedule)				
24 Total operating and administrative expenses.				
Add lines 13 through 23	12,465.	10,273.	NONE	1,960.
25 Contributions, gifts, grants paid	59,850.			59,850.
26 Total expenses and disbursements Add lines 24 and 25	72,315.	10,273.	NONE	61,810.
27 Subtract line 26 from line 12:	-1,651.			
a Excess of revenue over expenses and disbursements				
b Net investment income (if negative, enter -0-)		60,075.		
c Adjusted net income (if negative, enter -0-)				

	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)	Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets				
1	Cash - non-interest-bearing			
2	Savings and temporary cash investments			
3	Accounts receivable ►			
	Less: allowance for doubtful accounts ►			
4	Pledges receivable ►			
	Less allowance for doubtful accounts ►			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
7	Other notes and loans receivable (attach schedule) ►			
	Less: allowance for doubtful accounts ►	NONE		
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10 a	Investments - U.S. and state government obligations (attach schedule)			
b	Investments - corporate stock (attach schedule)			
c	Investments - corporate bonds (attach schedule)			
11	Investments - land, buildings, and equipment basis ►			
	Less accumulated depreciation ►			
12	Investments - mortgage loans			
13	Investments - other (attach schedule)	809,659.	812,203.	1,027,495.
14	Land, buildings, and equipment basis ►			
	Less accumulated depreciation ►			
15	Other assets (describe ►)			
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item II)	809,659.	812,203.	1,027,495.
Liabilities				
17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ►)			
23	Total liabilities (add lines 17 through 22)			NONE
Net Assets or Fund Balances				
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
27	Capital stock, trust principal, or current funds	809,659.	812,203.	
28	Paid-in or capital surplus, or land, bldg, and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds			
30	Total net assets or fund balances (see instructions)	809,659.	812,203.	
31	Total liabilities and net assets/fund balances (see instructions)	809,659.	812,203.	

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	809,659.
2	Enter amount from Part I, line 27a	2	-1,651.
3	Other increases not included in line 2 (itemize) ► RECOVERY OF FUNDS TREATED AS QUALIFYING DISTRIBUTION	3	4,211.
4	Add lines 1, 2, and 3	4	812,219.
5	Decreases not included in line 2 (itemize) ► SEE STATEMENT 3	5	16.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	812,203.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a PUBLICLY TRADED SECURITIES					
b					
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 281,241.		238,875.	42,366.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) F M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col (h) gain minus col. (k), but not less than -0-) or Losses (from col (h))		
a			42,366.		
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	42,366.	
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	{ If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 }		3		

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	77,390.	938,935.	0.082423
2011	56,436.	947,067.	0.059590
2010	30,409.	942,055.	0.032279
2009	34,517.	884,922.	0.039006
2008	27,825.	949,400.	0.029308
2 Total of line 1, column (d)			2 0.242606
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 0.048521
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 1,048,220.
5 Multiply line 4 by line 3			5 50,861.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 601.
7 Add lines 5 and 6			7 51,462.
8 Enter qualifying distributions from Part XII, line 4			8 61,810.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1 . . .	<div style="display: flex; align-items: center; justify-content: space-between;"> <div style="flex: 1;"> <p>Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)</p> <p>b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b</p> <p>c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col. (b).</p> </div> <div style="flex: 1; border-left: 1px solid black; padding-left: 10px;"> <p>1 601.</p> <p>2</p> <p>3 601.</p> <p>4 NONE</p> <p>5 601.</p> <p>7 336.</p> <p>8</p> <p>9 265.</p> <p>10</p> <p>11</p> </div> </div>	
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		
3	Add lines 1 and 2		
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		
6	Credits/Payments:		
a	2013 estimated tax payments and 2012 overpayment credited to 2013		6a 336.
b	Exempt foreign organizations - tax withheld at source		6b NONE
c	Tax paid with application for extension of time to file (Form 8868)		6c NONE
d	Backup withholding erroneously withheld		6d
7	Total credits and payments Add lines 6a through 6d	7 336.	
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9 265.	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be: Credited to 2014 estimated tax ► <input type="checkbox"/> NONE Refunded ► <input type="checkbox"/> 11	11	

Part VII-A Statements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
<i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		
1c	Did the foundation file Form 1120-POL for this year?	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:	
(1)	On the foundation ► \$ _____	(2) On foundation managers ► \$ _____
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____	
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
<i>If "Yes," attach a detailed description of the activities</i>		
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	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
b	If "Yes," has it filed a tax return on Form 990-T for this year?	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
<i>If "Yes," attach the statement required by General Instruction T.</i>		
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:	
<ul style="list-style-type: none"> ● 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? 		
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	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► IN	
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.	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
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 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV.	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>

Part VII-A Statements Regarding Activities (continued)

11		X
12		X
13	X	
Website address ► <u>N/A</u>		
14	Telephone no. ► <u>(812) 464-1399</u>	Located at ► <u>P.O. BOX 207, EVANSVILLE, IN</u>
15	ZIP+4 ► <u>47702</u>	
16	Yes	No X

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)

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)

13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?

14 The books are in care of ► OLD NATIONAL TRUST CO Telephone no. ► (812) 464-1399
Located at ► P.O. BOX 207, EVANSVILLE, IN ZIP+4 ► 47702

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

16 At any time during calendar year 2013, 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?
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b	X
Organizations relying on a current notice regarding disaster assistance check here ► <u> </u>		
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 2013?	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 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
If "Yes," list the years ► <u> </u>		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	2b	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► <u> </u>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If "Yes," did it have excess business holdings in 2013 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 2013)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

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

5a	During the year did the foundation pay or incur any amount to:	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?			5b	
	Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>				
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	<input type="checkbox"/> Yes <input type="checkbox"/> No			
	If "Yes," attach the statement required by Regulations section 53.4945-5(d)				
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		6b	
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?				X
	If "Yes" to 6b, file Form 8870.				
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		7b	
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?				

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
OLD NATIONAL TRUST COMPANY P.O. BOX 207, EVANSVILLE, IN 47702	TRUSTEE 1	11,352.	-0-	-0-

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE		-0-	-0-	-0-

Total number of other employees paid over \$50,000 ►

NONE

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1NONE	
2	
All other program-related investments. See instructions	
3NONE	
Total. Add lines 1 through 3 ►	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	1,064,183.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	1,064,183.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	1,064,183.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	15,963.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,048,220.
6	Minimum investment return. Enter 5% of line 5	6	52,411.

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	52,411.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	601.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	601.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	51,810.
4	Recoveries of amounts treated as qualifying distributions	4	4,211.
5	Add lines 3 and 4	5	56,021.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	56,021.

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	61,810.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	61,810.
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	601.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	61,209.

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 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				56,021.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only				3,682.
b Total for prior years: 20 11 ,20 ,20		NONE		
3 Excess distributions carryover, if any, to 2013:				
a From 2008	NONE			
b From 2009	NONE			
c From 2010	NONE			
d From 2011	NONE			
e From 2012	NONE			
f Total of lines 3a through e		NONE		
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ 61,810.				
a Applied to 2012, but not more than line 2a				3,682.
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)		NONE		
d Applied to 2013 distributable amount				56,021.
e Remaining amount distributed out of corpus		2,107.		
5 Excess distributions carryover applied to 2013 . (If an amount appears in column (d), the same amount must be shown in column (a).)		NONE		NONE
6 Enter the net total of each column as indicated below:		2,107.		
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)		NONE		
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)		NONE		
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a		2,107.		
10 Analysis of line 9:				
a Excess from 2009	NONE			
b Excess from 2010	NONE			
c Excess from 2011	NONE			
d Excess from 2012	NONE			
e Excess from 2013	2,107.			

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

NOT APPLICABLE

a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling ►

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Prior 3 years				(e) Total
		(a) 2013	(b) 2012	(c) 2011	(d) 2010	
b 85% of line 2a						
c Qualifying distributions from Part XII, line 4 for each year listed . .						
d Amounts included in line 2c not used directly for active conduct of exempt activities						
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c						
3 Complete 3a, b, or c for the alternative test relied upon						
a "Assets" alternative test - enter						
(1) Value of all assets						
(2) Value of assets qualifying under section 4942(j)(3)(B)(i).						
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed						
c "Support" alternative test - enter						
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).						
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)						
(3) Largest amount of support from an exempt organization.						
(4) Gross investment income .						

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

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

N/A

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

N/A

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

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

a The name, address, and telephone number or e-mail address 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				
INDIANA UNIVERSITY BURSAR OFFICE-FRANKLIN 601 E KIRKWOOD AVE BLOOMINGTON IN 47405-1223	NONE	PC	SCHOLARSHIP	22,050.
PURDUE UNIVERSITY BURSAR OFFICE-OUTSIDE AWA 1060 HOVDE HALL OF ADMIN W LAFAYETTE IN 4790	NONE	PC	SCHOLARSHIP	22,050.
IUPUI OFFICE OF THE BURSAR PO BOX 66144 INDIANAPOLIS IN 46266-6144	NONE	PC	SCHOLARSHIP	15,750.
Total			► 3a	59,850.
b Approved for future payment				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue						
a						
b						
c						
d						
e						
f						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments						
4 Dividends and interest from securities				14	28,298.	
5 Net rental income or (loss) from real estate						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property						
7 Other investment income						
8 Gain or (loss) from sales of assets other than inventory				18	42,366.	
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)					70,664.	
13 Total. Add line 12, columns (b), (d), and (e)				13		70,664.

Part VI B Relationship of Activities to the Accomplishment of Exempt Purposes

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

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

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

Sign
Here

► Jinder Thompson

| 05/06/2014

Date

► TRUSTEE

Title

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

OLD NATIONAL TRUST COMPANY

Paid Preparer Use Only	Print/Type preparer's name WESLEY HIRSCHBERG	Preparer's signature 	Date 05/06/2014	Check <input type="checkbox"/> if self-employed	PTIN P00162244
	Firm's name ► ERNST & YOUNG U.S. LLP	Firm's EIN ► 34-6565596			
	Firm's address ► 155 N. WACKER DRIVE CHICAGO, IL 60606	Phone no 312-879-2000			

FORM 990PF, PART I - ACCOUNTING FEES
=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC)	825.			825.
TOTALS	825.	NONE	NONE	825.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FEDERAL ESTIMATES - PRINCIPAL FOREIGN TAXES ON QUALIFIED FOR	232. 56.	56.
TOTALS	288.	56.

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
ACCRUED INTEREST PAID	13.
ROUNDING	3.
TOTAL	16.

REPORT PTR207 SM OLD NATIONAL TRUST COMPANY

AS OF ACCOUNT HOLDINGS

04/22/14

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31-0006-01-0 RICE MEMORIAL HOSPITAL & WELFARE

AS OF DATE: 12/31/13

CUSIP NUMBER	SECURITY DESCRIPTION	UNITS	CARRYING VALUE	PRICE	PRICE DATE	MARKET VALUE
G97822-10-3	PERRIGO CO PLC	108,000	16,438.14	153.460	12/31/2013	16,573.68
002824-10-0	ABBOTT LABS	197,000	5,217.93	38.330	12/31/2013	7,551.01
00287Y-10-9	ABBVIE INC	197,000	5,640.07	52.810	12/31/2013	10,403.57
012653-10-1	ALBEMARLE CORP	92,000	5,257.68	63.390	12/31/2013	5,831.88
018490-10-2	ALLERGAN INC COM	141,000	13,215.89	111.080	12/31/2013	15,662.28
037833-10-0	APPLE INC	40,000	9,679.65	561.020	12/31/2013	22,440.80
126650-10-0	CVS/CAREMARK CORP	89,000	5,283.75	71.570	12/31/2013	6,369.73
166764-10-0	CHEVRON CORP	110,000	12,115.62	124.910	12/31/2013	13,740.10
171340-10-2	CHURCH & DWIGHT INC	147,000	4,301.89	66.280	12/31/2013	9,743.16
172967-42-4	CITIGROUP INC	211,000	8,745.94	52.110	12/31/2013	10,995.21
20825C-10-4	CONOCOPHILLIPS	178,000	12,210.43	70.650	12/31/2013	12,575.70
22160K-10-5	COSTCO WHSL CORP NEW	77,000	5,296.90	119.020	12/31/2013	9,164.54
235851-10-2	DANAHER CORP	213,000	6,233.03	77.200	12/31/2013	16,443.60
25490A-30-9	DIRECTV	205,000	9,243.70	69.060	12/31/2013	14,157.30
262028-30-1	DRTEHAUS EMERGING MKTS GROWTH FD #3	938,027	25,489.84	32.530	12/31/2013	30,514.02
269858-30-4	EAGLE SMALL CAP GROWTH CL I FD #3933	271,458	11,225.52	58.150	12/31/2013	15,785.28
278642-10-3	EBAY INC	181,000	9,858.11	54.865	12/31/2013	9,930.57

31-0006-01-0 RICE MEMORIAL HOSPITAL & WELFARE

CUSIP NUMBER	SECURITY DESCRIPTION	AS OF DATE: 12/31/13	AS OF ACCOUNT HOLDINGS	AS OF DATE: 12/31/13	PRICE	MARKET VALUE
UNITS		CARRYING VALUE		PRICE DATE		
291011-10-4	EMERSON ELEC CO	172,000	7,729.92	70.180	12/31/2013	12,070.96
3133XD-TC-5	FED HOME LN BK 5% 12/11/2015	25,000.000	25,065.67	108.803	12/31/2013	27,200.75
3133X5-2U-1	FED HOME LN BK 4.5% 03/17/2014	25,000.000	24,251.22	100.915	12/31/2013	25,228.75
31331V-JS-6	FED FARM CR BK 4.95% 07/08/2016	25,000.000	24,958.50	110.762	12/31/2013	27,690.50
313371-U7-9	FED HOME LN BK 3.125% 12/11/2020	25,000.000	25,787.93	102.060	12/31/2013	25,515.00
313376-BR-5	FED HOME LN BK 1.75% 12/14/2018	25,000.000	25,020.25	99.328	12/31/2013	24,832.00
3134G4-QN-1	FED HOME LN MTG STEP CPN 2.5% 12/27/2023	25,000.000	24,954.69	99.805	12/31/2013	24,951.25
314172-26-3	FEDERATED CLOVER SMALL VALUE CL IS FD #659	536.286	10,865.29	25.970	12/31/2013	13,927.35
354613-10-1	FRANKLIN RES INC	169,000	5,404.64	57.730	12/31/2013	9,756.37
36962G-3H-5	GE CAP CORP 5.625% 09/15/2017	25,000.000	24,274.00	113.760	12/31/2013	28,440.00
38141G-10-4	GOLDMAN SACHS	52,000	6,310.59	177.260	12/31/2013	9,217.52
38141W-32-3	GOLDMAN SACHS FINANCIAL SQUARE TREASURY OBLIGATION #468 INSTL FD #864	54,887.800	54,887.80	1 ¹ .000	12/31/2013	54,887.80
38141W-39-8	GOLDMAN SACHS MID CAP VALUE	1,280.179	41,767.71	44.430	12/31/2013	56,878.35
38142Y-40-1	GOLDMAN SACHS GROWTH OPPORTUNITIES CL I FD #1132	1,283.758	27,482.47	30.450	12/31/2013	39,090.43
46625H-HW-3	JPMORGAN CHASE & CO 2.6% 01/15/2016	20,000.000	19,750.00	102.999	12/31/2013	20,599.80
46625H-10-0	JPMORGAN CHASE & CO	265,000	10,410.24	58.480	12/31/2013	15,497.20
548661-CS-4	LOWE'S COMPANIES INC 2.125% 04/15/2016-2016	20,000.000	19,990.00	102.568	12/31/2013	20,513.60

31-0006-01-0 RICE MEMORIAL HOSPITAL & WELFARE

AS OF DATE: 12/31/13

CUSIP NUMBER	SECURITY DESCRIPTION	UNITS	CARRYING VALUE	PRICE	MARKET VALUE
580135-10-1	MCDONALDS CORP	61,000	3,738.98	97.030 12/31/2013	5,918.83
59156R-10-8	METLIFE INC	220,000	7,142.15	53.920 12/31/2013	11,862.40
655044-10-5	NOBLE ENERGY INC	124,000	4,842.46	68.110 12/31/2013	8,445.64
68389X-10-5	ORACLE CORP	259,000	7,805.72	38.260 12/31/2013	9,909.34
717081-10-3	PFIZER INC	470,000	12,738.23	30.630 12/31/2013	14,396.10
72447X-AC-1	PRITNEY BOWES INC 5.75% 09/15/2017	20,000.000	20,281.80	110.199 12/31/2013	22,039.80
74005P-10-4	PRAXAIR INC	52,000	2,851.83	130.030 12/31/2013	6,761.56
747525-10-3	QUALCOMM INC	209,000	11,689.24	74.250 12/31/2013	15,518.25
74762E-10-2	QUANTA SVCS INC	204,000	5,413.46	31.560 12/31/2013	6,438.24
806857-10-8	SCHLUMBERGER LTD	133,000	9,507.09	90.110 12/31/2013	11,984.63
81369Y-30-8	SELECT SECTOR SPDR CONSUMER STAPLES	154,000	5,209.53	42.980 12/31/2013	6,618.92
81369Y-40-7	SELECT SECTOR SPDR CONSUMER DISCRETIONARY	176,000	6,908.88	66.830 12/31/2013	11,762.08
81369Y-70-4	SELECT SECTOR SPDR INDUSTRIAL ETF	336,000	15,487.85	52.260 12/31/2013	17,559.36
81369Y-88-6	SELECT SECTOR SPDR TR UTILS	145,000	5,249.84	37.970 12/31/2013	5,505.65
858912-10-8	STERICYCLE INC	66,000	3,593.69	116.170 12/31/2013	7,667.22
872540-10-9	TJX CO INC	166,000	4,685.01	63.730 12/31/2013	10,579.18
87612E-10-6	TARGET CORP	175,000	9,296.74	63.270 12/31/2013	11,072.25

31-0006-01-0 RICE MEMORIAL HOSPITAL & WELFARE

CUSIP NUMBER SECURITY DESCRIPTION

AS OF DATE: 12/31/13

CUSIP NUMBER	SECURITY DESCRIPTION	UNITS	CARRYING VALUE	PRICE	MARKET VALUE
883556-10-2	THERMO FISHER SCIENTIFIC INC	129,000	6,351.36	111.350 12/31/2013	14,364.15
885215-56-6	THORNBURG INTL VALUE CL I FD #209	1,004.541	25,815.45	32.060 12/31/2013	32,205.58
912828-GH-7	US TREASURY N/B 4.625% 02/15/2017	10,000.000	9,534.37	111.551 12/31/2013	11,155.10
922908-55-3	VANGUARD REIT ETF	302,000	15,351.27	64.560 12/31/2013	19,497.12
922908-74-4	VANGUARD VALUE ETF	166,000	11,713.24	76.390 12/31/2013	12,680.74
92826C-83-9	VISA INC CL A	83,000	6,392.77	222.680 12/31/2013	18,482.44
928563-40-2	VMMWARE INC CL A	123,000	10,932.22	89.710 12/31/2013	11,034.33
931142-10-3	WALMART STORES INC	106,000	6,132.85	78.690 12/31/2013	8,341.14
931422-AE-9	WALGREEN CO 5.25% 01/15/2019	25,000.000	25,207.00	111.795 12/31/2013	27,948.75
931422-10-9	WALGREEN CO	136,000	4,474.28	57.440 12/31/2013	7,811.84
949746-10-1	WELLS FARGO & CO NEW	347,000	9,490.30	45.400 12/31/2013	15,753.80
	TOTAL HOLDINGS	812,202.62			1,027,494.50
	TOTAL INCOME CASH		.00		.00
	TOTAL PRINCIPAL CASH		.00		.00
	TOTAL ACCOUNT	812,202.62			1,027,494.50