Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ 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.*

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning , and ending

Name of foundation: LUCILLE L. KELLER FOUNDATION

A Employer identification number: 35-6016638

Number and street (or P O box number if mail is not delivered to street address): PO BOX 929

Room/suite:

B Telephone number: 812-376-1795

City or town, state or province, country, and ZIP or foreign postal code: COLUMBUS, IN 47202-0929

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)* ▶$ 194,535.

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))

			(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			N/A	
	2	Check ▶ ☒ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	2.	2.		STATEMENT 1
	4	Dividends and interest from securities	2,549.	2,549.		STATEMENT 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	13,760.			
	b	Gross sales price for all assets on line 6a 142,691.				
	7	Capital gain net income (from Part IV, line 2)		13,760.		
	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)				
	11	Other income				
	12	**Total** Add lines 1 through 11	16,311.	16,311.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	2,160.	540.		1,620.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees				
	b	Accounting fees STMT 3	1,350.	0.		1,350.
	c	Other professional fees				
	17	Interest				
	18	Taxes STMT 4	153.	0.		153.
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications	50.	0.		50.
	23	Other expenses				
	24	**Total operating and administrative expenses.** Add lines 13 through 23	3,713.	540.		3,173.
	25	Contributions, gifts, grants paid	6,000.			6,000.
	26	**Total expenses and disbursements.** Add lines 24 and 25	9,713.	540.		9,173.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	6,598.			
	b	**Net investment income** (if negative, enter -0-)		15,771.		
	c	**Adjusted net income** (if negative, enter -0-)			N/A	

3

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

				Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing		191.	218.	218.
	2	Savings and temporary cash investments		6,959.	8,664.	8,664.
	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				
	7	Other notes and loans receivable ▶	36,919.			
		Less: allowance for doubtful accounts ▶	0.	41,709.	36,919.	36,919.
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations				
	b	Investments - corporate stock				
	c	Investments - corporate bonds				
	11	Investments - land, buildings, and equipment basis ▶				
		Less accumulated depreciation ▶				
	12	Investments - mortgage loans				
	13	Investments - other	STMT 6	121,882.	131,538.	148,734.
	14	Land, buildings, and equipment: basis ▶				
		Less accumulated depreciation ▶				
	15	Other assets (describe ▶)				
	16	**Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)		170,741.	177,339.	194,535.
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				
	22	Other liabilities (describe ▶)				
	23	**Total liabilities** (add lines 17 through 22)		0.	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		170,741.	177,339.	
	30	**Total net assets or fund balances**		170,741.	177,339.	
	31	**Total liabilities and net assets/fund balances**		170,741.	177,339.	

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	170,741.
2	Enter amount from Part I, line 27a	2	6,598.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	177,339.
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	177,339.

Form **990-PF** (2013)

323511
10-10-13

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	CAPITAL GAIN DIVIDEND	P		
b	SEE ATTACHED SCHEDULE	P		
c	SEE ATTACHED SCHEDULE	P		
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	2,183.			2,183.
b	52,466.		47,862.	4,604.
c	88,042.		81,069.	6,973.
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				2,183.
b				4,604.
c				6,973.
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 13,760.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 } 3 N/A

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	16,600.	175,911.	.094366
2011	16,461.	184,961.	.088997
2010	16,587.	188,617.	.087940
2009	19,001.	184,151.	.103182
2008	26,546.	214,758.	.123609

2	**Total** of line 1, column (d)	2	.498094
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	.099619
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	184,371.
5	Multiply line 4 by line 3	5	18,367.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	158.
7	Add lines 5 and 6	7	18,525.
8	Enter qualifying distributions from Part XII, line 4	8	9,173.

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 ▶ ☐ 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 c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			1	315.
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	315.
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	315.
6 Credits/Payments:				
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	160.		
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	160.
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	155.
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** ▶ | **Refunded** ▶			11	

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		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?	1b		X
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		X
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		X
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		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
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	X	
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	X	
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*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Form **990-PF** (2013)

Part VII-A Statements Regarding Activities *(continued)*

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

Website address ▶ N/A

14 The books are in care of ▶ FIRST FINANCIAL BANK, N.A. Telephone no. ▶ (812) 376-1795

Located at ▶ PO BOX 929, COLUMBUS, IN ZIP+4 ▶ 47202

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 N/A

			Yes	No
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?	16		X
	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
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.				
1a	During the year did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ 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 instructions)?	N/A	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 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?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ______, ______, ______, ______				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	N/A	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. ▶ ______, ______, ______, ______				
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 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.)*	N/A	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

Form **990-PF** (2013)

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

			Yes	No
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)?	☐ 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)?	N/A	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? N/A	☐ 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		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?	☐ Yes ☒ No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	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.

(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
FIRST FINANCIAL BANK, N.A. PO BOX 929 COLUMBUS, IN 47202	TRUSTEE 2.00	2,160.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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

Form **990-PF** (2013)

323551
10-10-13

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

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

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
NONE		

Total number of others receiving over $50,000 for professional services ▶ 0

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 AWARDS TO LOCAL AREA HIGH SCHOOLS TO BE USED FOR STUDENTS' SPECIAL NEEDS.	6,000.
2 ADMINISTRATION COSTS REGARDING STUDENT LOANS. NUMEROUS LOANS OUTSTANDING AT END OF YEAR AMOUNTING TO $36,919 IN TOTAL.	2,210.
3 AWARDS FOR SPECIAL HONORS PROG. EXAMPLES: BUSINESS PROFESSIONALS OF AMERICA, FOREIGN LANGUAGE, FOREIGN STUDIES, TECHNOLOGY FORUM	0.
4 LOANS TO STUDENTS	3,000.

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 NONE	0.
2	
All other program-related investments. See instructions. 3 NONE	0.
Total. Add lines 1 through 3 ▶	0.

Form **990-PF** (2013)

323561
10-10-13

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	143,695.
b	Average of monthly cash balances			1b	4,755.
c	Fair market value of all other assets			1c	38,729.
d	**Total** (add lines 1a, b, and c)			1d	187,179.
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	187,179.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)			4	2,808.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4			5	184,371.
6	**Minimum investment return.** Enter 5% of line 5			6	9,219.

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	9,219.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	315.		
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	315.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	8,904.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	8,904.
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	8,904.

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	9,173.
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	9,173.
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	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	9,173.

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					8,904.
2 Undistributed income, if any, as of the end of 2013					
a Enter amount for 2012 only				0.	
b Total for prior years: ______ , ______ , ______			0.		
3 Excess distributions carryover, if any, to 2013:					
a From 2008	15,862.				
b From 2009	10,073.				
c From 2010	7,202.				
d From 2011	7,337.				
e From 2012	7,957.				
f **Total** of lines 3a through e		48,431.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ $ 9,173.					
a Applied to 2012, but not more than line 2a				0.	
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 2013 distributable amount					8,904.
e Remaining amount distributed out of corpus		269.			
5 Excess distributions carryover applied to 2013 (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		48,700.			
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 2012. Subtract line 4a from line 2a. Taxable amount - see instr.				0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014					0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)		0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7		15,862.			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a		32,838.			
10 Analysis of line 9:					
a Excess from 2009	10,073.				
b Excess from 2010	7,202.				
c Excess from 2011	7,337.				
d Excess from 2012	7,957.				
e Excess from 2013	269.				

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

1 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)

	Tax year	Prior 3 years			
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	(e) Total
2 a 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 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).)

NONE

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.

NONE

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:

MELISSA FLEETWOOD, TRUST OFFICER, FIRST FINANCIAL BANK, N.A., 812-376-1795
PO BOX 929, COLUMBUS, IN 47202

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

SEE ATTACHED APPLICATION

c Any submission deadlines:

SEE ATTACHED APPLICATION

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

NO RESTRICTIONS

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 ATTACHED FOOTNOTE VARIOUS VARIOUS	N/A	UNRELATED	UNRESTRICTED	6,000.
Total			▶ 3a	6,000.
b *Approved for future payment* NONE				
Total			▶ 3b	0.

Form **990-PF** (2013)

323611
10-10-13

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
	(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			14	2.	
4 Dividends and interest from securities			14	2,549.	
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					13,760.
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.		2,551.	13,760.

13 **Total**. Add line 12, columns (b), (d), and (e) 13 16,311.

(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).
4	EARNINGS FROM INVESTMENTS USED FOR CHARITABLE PURPOSES.

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)		X
(2) Other assets	1a(2)		X
b Other transactions:			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3) Rental of facilities, equipment, or other assets	1b(3)		X
(4) Reimbursement arrangements	1b(4)		X
(5) Loans or loan guarantees	1b(5)		X
(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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
N/A		

Sign Here

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

First Financial Bank
Alleesa Fleetwood, TO | 5.2.14 | Trust officer
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 ANN NUNN, CPA	MARY ANN NUNN, CP	04/30/14		P00014296

Firm's name ▶ LARRY NUNN & ASSOCIATES, CPAS, L.L.C. Firm's EIN ▶ 35-1521239

Firm's address ▶ 2545 FOXPOINTE DRIVE, SUITE A
COLUMBUS, IN 47203-3299 Phone no. 812-376-3061

Form **990-PF** (2013)

323622
10-10-13

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
VARIOUS	2.	2.	
TOTAL TO PART I, LINE 3	2.	2.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
VARIOUS MUTUAL FUNDS	2,549.	0.	2,549.	2,549.	
TO PART I, LINE 4	2,549.	0.	2,549.	2,549.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	1,350.	0.		1,350.
TO FORM 990-PF, PG 1, LN 16B	1,350.	0.		1,350.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX	153.	0.		153.
TO FORM 990-PF, PG 1, LN 18	153.	0.		153.

FOOTNOTES STATEMENT 5

GRANTS PAID DURING YEAR

COLUMBUS NORTH HIGH SCHOOL - STUDENTS SPECIAL NEEDS	2,000.
COLUMBUS EAST HIGH SCHOOL - STUDENTS SPECIAL NEEDS	2,000.
HAUSER HIGH SCHOOL - STUDENTS SPECIAL NEEDS	2,000.
TOTALS	6,000.

FORM 990-PF OTHER INVESTMENTS STATEMENT 6

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
VARIOUS	FMV	131,538.	148,734.
TOTAL TO FORM 990-PF, PART II, LINE 13		131,538.	148,734.

Tax Worksheet

(01/01/2013 To 12/31/2013)

Tax ID 35-6016638	**Generation Skipping** N/A
Account Name Lucille L Keller Foundation CT	**Administrator** Melissa K Fleetwood
Account Number 319802	**Accountant** Larry E Nunn & Assoc
State of Domicile Indiana	C/O Larry E Nunn
	Columbus IN 47203

* * Schedule D * *

Shares/PV	Asset Sold	Date Acquired	How Acq	Date Sold	Holding Period	Sales Proceeds	Original Cost	Realized Gain/ Loss
185.910	Columbia Dividend Opportunity 19763P226	04/11/2013	P	07/29/2013	Short	1,886.96	1,823 76	63 20
48.200	Columbia Dividend Opportunity 19763P226	04/11/2013	P	09/03/2013	Short	474 24	472.79	1 45
9.310	Columbia Dividend Opportunity 19763P226	06/04/2013	P	07/29/2013	Short	94.54	92 21	2 33
41.090	Dodge & Cox Income Fund 256210105	04/11/2013	P	06/04/2013	Short	566 56	570.26	-3.70
20.170	Dodge & Cox Income Fund 256210105	04/11/2013	P	09/03/2013	Short	271.07	279 95	-8.88
5.920	Dreyfus International Bond I 261980668	04/11/2013	P	09/03/2013	Short	96.63	100.83	-4.20
136.540	Fidelity Contrafund 316071109	05/30/2012	P	04/11/2013	Short	11,585 16	10,000.00	1,585 16
5.790	Fidelity New Markets Income Fund 315910836	04/11/2013	P	09/03/2013	Short	90 35	101.48	-11 13
2.080	Fidelity Small Cap Discovery 315912600	04/11/2013	P	06/04/2013	Short	58 84	57 38	1.46
7.340	Fidelity Small Cap Discovery 315912600	04/11/2013	P	09/03/2013	Short	207.76	202 85	4.91
48.830	Fidelity Small Cap Discovery 315912600	04/11/2013	P	11/20/2013	Short	1,530 83	1,349.66	181.17
32.520	MFS Growth I 552985863	04/11/2013	P	07/29/2013	Short	1,939.54	1,829.31	110.23
8.280	MFS Growth I 552985863	04/11/2013	P	09/03/2013	Short	494 99	465.58	29.41
0.690	MFS Growth I 552985863	06/04/2013	P	07/29/2013	Short	41 03	39 28	1 75
0.830	Neuberger Berman Genesis Fund Inst CL 641233200	04/11/2013	P	06/04/2013	Short	45 94	44.77	1.17
3.760	Neuberger Berman Genesis Fund Inst CL 641233200	04/11/2013	P	09/03/2013	Short	217 11	202.53	14.58
25.070	Neuberger Berman Genesis Fund Inst CL 641233200	04/11/2013	P	11/20/2013	Short	1,592 94	1,350 77	242 17
13.380	Neuberger Berman Real Estate Fund 641224795	04/11/2013	P	09/03/2013	Short	172 60	198 02	-25 42
9 160	Oppenheimer Developing Mkt Y 683974505	04/11/2013	P	09/03/2013	Short	309 54	322 26	-12 72
40.840	Pimco All Assets All Authority Inst 72200Q182	04/11/2013	P	09/03/2013	Short	412.91	450.49	-37.58

Tax Worksheet

(01/01/2013 To 12/31/2013)

Tax ID 35-6016638
Account Name Lucille L Keller Foundation CT
Account Number 319802
State of Domicile Indiana

Generation Skipping N/A
Administrator Melissa K Fleetwood
Accountant Larry E Nunn & Assoc
C/O Larry E Nunn
Columbus IN 47203

568 000	Pimco All Assets All Authority Inst 722000182	04/11/2013	P	11/01/2013	Short	5,895.81	6,265 01	-369.20
16.930	Pimco Commodity Real Return Instl 722005667	04/11/2013	P	09/03/2013	Short	98.36	109 70	-11 34
471 480	Pimco Commodity Real Return Instl 722005667	04/11/2013	P	10/16/2013	Short	2,715 73	3,055.20	-339 47
0 230	Pimco Commodity Real Return Instl 722005667	06/04/2013	P	10/16/2013	Short	1 30	1.38	-0 08
50.660	Pimco Total Return Inst. 693390700	04/11/2013	P	06/04/2013	Short	559 79	571 95	-12 16
24 980	Pimco Total Return Inst. 693390700	04/11/2013	P	09/03/2013	Short	265 25	281.98	-16 73
16 410	Ridgeworth SEIX Floating - I 76628T678	04/11/2013	P	09/03/2013	Short	147.70	149 01	-1.31
132.280	Royce Premier Fd - INV 780905600	05/30/2012	P	04/11/2013	Short	2,681.21	2,500 00	181.21
321 960	Sound Shore Fund 836083105	05/30/2012	P	04/11/2013	Short	12,791.43	10,000 00	2,791 43
0.040	Vanguard 500 Index Signal Shares 922908496	04/11/2013	P	06/04/2013	Short	4.51	4.37	0 14
30 840	Vanguard 500 Index Signal Shares 922908496	04/11/2013	P	07/29/2013	Short	3,961.76	3,743.65	218.11
7 740	Vanguard 500 Index Signal Shares 922908496	04/11/2013	P	09/03/2013	Short	969.24	938 95	30 29
18.250	Vanguard S-T Bd Index Signal Shs #1349 921937850	04/11/2013	P	06/04/2013	Short	192.69	193 78	-1.09
8.780	Vanguard S-T Bd Index Signal Shs #1349 921937850	04/11/2013	P	09/03/2013	Short	91.93	93 24	-1.31
625.580	Baird Aggregate Bd Fd 057071854	04/22/2008	P	04/11/2013	Long	6,825.02	6,493 47	331 55
483.560	Baird Aggregate Bd Fd 057071854	12/14/2009	P	04/11/2013	Long	5,275.63	5,000 00	275.63
0.420	Baird Aggregate Bd Fd 057071854	12/28/2009	R	04/11/2013	Long	4.58	4 29	0.29
224.580	Fidelity Contrafund 316071109	02/13/2012	P	04/11/2013	Long	19,055.19	16,495.03	2,560 16
199.990	Harbor International Institutional Fund 411511306	04/22/2008	P	04/11/2013	Long	12,933.22	14,113 13	-1,179 91
2 040	Harbor International Institutional Fund 411511306	04/22/2008	P	06/04/2013	Long	134 29	144 24	-9 95
10.340	Harbor International Institutional Fund 411511306	04/22/2008	P	09/03/2013	Long	680 12	729.41	-49.29

Tax Worksheet

(01/01/2013 To 12/31/2013)

Tax ID	35-6016638	**Generation Skipping**	N/A
Account Name	Lucille L Keller Foundation CT	**Administrator**	Melissa K Fleetwood
Account Number	319802	**Accountant**	Larry E Nunn & Assoc
State of Domicile	Indiana		C/O Larry E Nunn Columbus IN 47203

225 730	Royce Premier Fd - INV 780905600	04/22/2008	P	04/11/2013	Long	4,575.63	4,000 00	575 63
3 840	Royce Premier Fd - INV 780905600	12/09/2008	R	04/11/2013	Long	77 92	44 02	33.90
220 050	Royce Premier Fd - INV 780905600	04/14/2010	P	04/11/2013	Long	4,460.35	4,046 67	413.68
564.940	Sound Shore Fund 836083105	04/22/2008	P	04/11/2013	Long	22,445.23	18,908 67	3,536.56
369.000	Vanguard Inflation-Protected Secs Inv 922031869	06/22/2011	P	04/11/2013	Long	5,346 87	5,000 00	346.87
576.130	Vanguard S/T Investment Grades-Adm #539 922031836	04/22/2008	F	04/11/2013	Long	6,227.94	6,089.67	138 27
						140,508.24		11,577.24
							128,931.00	

How Acquired: F - Free Receipt, B - Beginning Inventory, C - Call, G - Gift,
L - Payment Made (Liability), P - Purchase, R - Reinvestment, S - Spinoff, U - Undetermined

Gain/Loss Summary

	Short Term GL		Long Term GL
Gains From Sales :	5,460.17	Gains From Sales :	8,212 54
Losses From Sales :	-856.32	Losses From Sales :	-1,239 15
Common Funds :	0.00	Common Funds :	0 00
Short Term Gains :	5,460.17	Long Term Gain .	8,212.54
Short Term Losses :	-856 32	Long Term Losses ·	-1,239 15
Net Short Term G/L:	4,603 85	Net Long Term G/L	6,973 39
Capital Gain Dist	136.29	Capital Gain Dist :	2,183.31

LUCILLE KELLER FOUNDATION

C/O First Financial Bank, N.A
P.O Box 929
Columbus, IN 47202-0929

Student Name ______________________________

Home
Address ______________________________
Street # and name City State Zip

Phone #______________________________

Birthdate______________________________ Social Security #______________________________

Have you previously received a loan from the Keller Foundation?______________________________

Number of dependents & Ages (if any)______________________________

INFORMATION ON SPOUSE

Name ______________________________
first middle last

Occupation______________________________ Annual Gross Salary $______________________________

Birthdate______________________________ Social Security #______________________________

Is He/She Willing to Co-Sign?______________________________

INFORMATION ON PARENTS/GUARDIAN

Father's Name______________________________ Occupation______________________________

Mother's Name______________________________ Occupation______________________________

Father's Annual Income______________________________ Mother's Annual Income ______________________________

If Either Parent Does Not Live At Address Above, Please Indicate

____
(mother/father) street city state zip

Are Parents/Guardian Will To Co-Sign This Loan?______________________________

STUDENT INFORMATION

School You Plan to Attend____

Have You Been Accepted?____________ Expected Graduation Date__________________

Year in College During Upcoming Academic Year__________________

Major Course of Study____

Estimated Expenses for Upcoming Academic Year

Tuition	$____________
Housing	$____________
Books & Misc	$____________
TOTAL	$____________

FINANCIAL INFORMATION

Have You Applied for Any Other Scholarships or Grants?________ If Yes, list below:

____

____

Award(s) Received ____

____

Financial Assistance Your Family Can Provide this School Year $__________________

Savings and/or Earnings from Summer Work You Will Contribute $__________________

Have You/Spouse/Parents Ever Filed Bankruptcy?________ If Yes, Please Explain

____

____

____

OTHER INFORMATION

Activities While in School ____

____

Special Honors Received ____

____

What are your Goals in Choosing Your Course of Study ______________________

____

____

All of the Information on this Form is True and Complete to the Best of My Knowledge.

Signed: ______________________________ Date: ____________________

____
Printed Name

Note: You must submit a transcript of grades and copy of your parent's prior year tax return, along with a copy of your prior year return, if you filed. You must have a grade point of average of 2.0 or better to be considered for loan.

THE FOLLOWING IS TO BE COMPLETED ONLY BY PREVIOUS LOAN RECIPIENTS

How Many Loans Have You Received from the Keller Foundation? ____________________

Date Last Loan Received ____________________ Amount $____________________

Total Amount of Keller Loans Received $______________________