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Form **990-PF**

OMB No. 1545-0052

**2013**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](http://www.irs.gov/form990pf).

For calendar year 2013, or tax year beginning Dec 31, 2013, and ending Apr 30, 2014

Name of foundation <b>THE RAIL HERITAGE TRUST</b>		<b>A</b> Employer identification number 46-4327372
Number and street (or P.O. box number if mail is not delivered to street address) <b>PO BOX B</b>		<b>B</b> Telephone number (see the instructions) (913) 259-2110
City or town, state or province, country, and ZIP or foreign postal code <b>PAOLA KS 66071</b>		<b>C</b> If exemption application is pending, check here. <input type="checkbox"/>
<b>G</b> Check all that apply: <input checked="" type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial Return of a former public charity <input type="checkbox"/> Amended return <input checked="" type="checkbox"/> Name change		<b>D</b> 1 Foreign organizations, check here. . . . . <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation. . . . . <input type="checkbox"/>
<b>H</b> Check type of organization: <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Other taxable private foundation		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here. . . . . <input type="checkbox"/>
<b>I</b> Fair market value of all assets at end of year (from Part II, column (c), line 16) \$ 405,427.		<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here. . . . . <input type="checkbox"/>
<b>J</b> Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)		

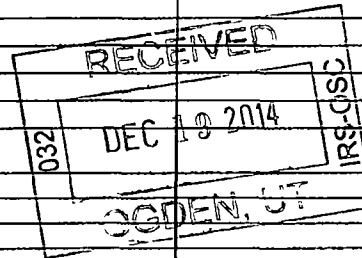
Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>REVENUE</b>	1 Contributions, gifts, grants, etc. received (att sch.)	384,863.			
	2 Ck <input type="checkbox"/> If the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities				
	5 a Gross rents				
	b Net rental income or (loss)				
	6 a Net gain/(loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit/(loss) (att sch)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	384,863.				
<b>ADMINISTRATIVE AND OPERATING EXPENSES</b>	13 Compensation of officers, directors, trustees, etc.	462.	115.		347.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)				
	b Accounting fees (attach sch)				
	c Other prof fees (attach sch)				
	17 Interest				
	18 Taxes (attach schedule) (see insts)				
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
23 Other expenses (attach schedule)					
24 Total operating and administrative expenses. Add lines 13 through 23	462.	115.		347.	
25 Contributions, gifts, grants paid					
26 Total expenses and disbursements. Add lines 24 and 25	462.	115.		347.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	384,401.				
b Net investment income (if negative, enter -0-)		0.			
c Adjusted net income (if negative, enter -0-)					

BAA For Paperwork Reduction Act Notice, see instructions.

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SCANNED DEC 29 2014

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Part III 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 (c) Fair Market Value		
ASSETS	1	Cash — non-interest-bearing . . . . .	0.	15,250.	15,250.
	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 sch) . . . . .			
		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) . . . . .			
	c	Investments — corporate bonds (attach schedule) . . . . .			
	LIABILITIES	11	Investments — land, buildings, and equipment: basis . . . . .		
		Less: accumulated depreciation (attach schedule) . . . . .			
12		Investments — mortgage loans . . . . .			
13		Investments — other (attach schedule) . . . . .			
14		Land, buildings, and equipment: basis . . . . .			
		Less: accumulated depreciation (attach schedule) . . . . .			
15		Other assets (describe: <u>UBS FINANCIAL IRA</u> ) . . . . .	0.	369,151.	390,177.
16		Total assets (to be completed by all filers — see the instructions. Also, see page 1, Item I) . . . . .	0.	384,401.	405,427.
17		Accounts payable and accrued expenses . . . . .			
18		Grants payable . . . . .			
NET ASSETS OR FUND BALANCES	19	Deferred revenue . . . . .			
	20	Loans from officers, directors, trustees, & other disqualified persons . . . . .			
	21	Mortgages and other notes payable (attach schedule) . . . . .			
	22	Other liabilities (describe: ) . . . . .			
	23	Total liabilities (add lines 17 through 22) . . . . .			
	24	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>			
	25	Unrestricted . . . . .			
	26	Temporarily restricted . . . . .			
	26	Permanently restricted . . . . .			
	26	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>			
27	Capital stock, trust principal, or current funds . . . . .		384,863.		
28	Paid-in or capital surplus, or land, building, and equipment fund . . . . .				
29	Retained earnings, accumulated income, endowment, or other funds . . . . .		-462.		
30	Total net assets or fund balances (see instructions) . . . . .		384,401.		
31	Total liabilities and net assets/fund balances (see instructions) . . . . .	0.	384,401.		

## 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	
2	Enter amount from Part I, line 27a . . . . .	2	384,401.
3	Other increases not included in line 2 (itemize) . . . . .	3	
4	Add lines 1, 2, and 3 . . . . .	4	384,401.
5	Decreases not included in line 2 (itemize) . . . . .	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30 . . . . .	6	384,401.

**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 shares MLC Company)

(b) How acquired  
P — Purchase  
D — Donation(c) Date acquired  
(month, day, year)(d) Date sold  
(month, day, year)

1 a			
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			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a			
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

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):

If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0-  
in Part I, line 8

3

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2012			
2011			
2010			
2009			
2008			

2 Total of line 1, column (d)

2

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

4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.

4

5 Multiply line 4 by line 3

5

6 Enter 1% of net investment income (1% of Part I, line 27b)

6

7 Add lines 5 and 6

7

8 Enter qualifying distributions from Part XII, line 4

8

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 VII Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 — see instructions)**

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1			
Date of ruling or determination letter _____ (attach copy of letter if necessary — see Instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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	0.
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	0.
6 Credits/Payments:			
a 2013 estimated tax pmts and 2012 overpayment credited to 2013	6 a		
b Exempt foreign organizations — tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c	0.	
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d		7	0.
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	0.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	0.
11 Enter the amount of line 10 to be credited to 2014 estimated tax		11	
			Refunded

**Part VIII Statements Regarding Activities**

	Yes	No
1 a 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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?		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?		X
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? If 'Yes,' attach a detailed description of the activities.		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		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If 'Yes,' attach the statement required by General Instruction T.		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?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV.	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions)		
KS - Kansas		
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	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		X
10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses	X	

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		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 <b>TRUST DEPT, FIRST OPTION BANK</b> Telephone no <b>(913) 259-2110</b> Located at <b>702 BAPTISTE DR PAOLA KS</b> ZIP + 4 <b>66071</b>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year . . . . . <b>15</b>			
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 VIII** 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
1 a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Organizations relying on a current notice regarding disaster assistance check here . . . . . <input type="checkbox"/>		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 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 . . . . . 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.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
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 __		
3 a 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.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 2013?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

**Part VIII** Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5 a 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 fall to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

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?

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6 a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870

7 a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

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
FIRST OPTION BANK PO BOX B PAOLA KS 66071	TRUSTEE 6.00	462.	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				

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

None





**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	1 a	0.
b	Average of monthly cash balances	1 b	5,171.
c	Fair market value of all other assets (see instructions)	1 c	125,901.
d	Total (add lines 1a, b, and c)	1 d	131,072.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	131,072.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	1,966.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	129,106.
6	Minimum investment return. Enter 5% of line 5.	6	2,140.

**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	2,140.
2 a	Tax on investment income for 2013 from Part VI, line 5	2 a	0.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2 b	0.
c	Add lines 2a and 2b	2 c	0.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,140.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	2,140.
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	2,140.

**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	1 a	347.
b	Program-related investments — total from Part IX-B.	1 b	
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)	3 a	
b	Cash distribution test (attach the required schedule)	3 b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	347.
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	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	347.

**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 . . . . .				2,140.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only . . . . .				
b Total for prior years 20 , 20 , 20 . . . . .				
3 Excess distributions carryover, if any, to 2013				
a From 2008 . . . . .				
b From 2009 . . . . .				
c From 2010 . . . . .				
d From 2011 . . . . .				
e From 2012 . . . . .				
f Total of lines 3a through e . . . . .				
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$ 347 .				
a Applied to 2012, but not more than line 2a . . . . .				
b Applied to undistributed income of prior years (Election required — see instructions) . . . . .				
c Treated as distributions out of corpus (Election required — see instructions) . . . . .				
d Applied to 2013 distributable amount . . . . .				347.
e Remaining amount distributed out of corpus . . . . .	0.			
5 Excess distributions carryover applied to 2013 . . . . . (If an amount appears in column (d), the same amount must be shown in column (a).)				
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 . . . . .				
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 instructions . . . . .			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014 . . . . .				1,793.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . . . .				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) . . . . .	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a . . . . .	0.			
10 Analysis of line 9:				
a Excess from 2009 . . . . .	0.			
b Excess from 2010 . . . . .	0.			
c Excess from 2011 . . . . .	0.			
d Excess from 2012 . . . . .	0.			
e Excess from 2013 . . . . .	0.			

BAA

Form 990-PF (2013)



**Part VII** 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
<b>a</b> Paid during the year				
<b>Total</b> . . . . .				<b>3 a</b>
<b>b</b> Approved for future payment				
<b>Total</b> . . . . .				<b>3 b</b>





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

Department of the Treasury  
Internal Revenue Service

**Schedule of Contributors**

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

► Information about Schedule B (Form 990, 990-EZ, 990-PF) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).

OMB No. 1545-0047

**2013**

Name of the organization

THE RAIL HERITAGE TRUST

Employer identification number

46-4327372

Organization type (check one):

Filers of:

Form 990 or 990-EZ

Section:

- ☐ 501(c)( ) (enter number) organization  
☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation  
☐ 527 political organization

Form 990-PF

- ☒ 501(c)(3) exempt private foundation  
☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation  
☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

**General Rule**

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. (Complete Parts I and II.)

**Special Rules**

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33-1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year . . . . . ► \$

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

**BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ,**  
**or 990-PF.**

**Schedule B (Form 990, 990-EZ, or 990-PF) (2013)**

Name of organization

Employer identification number

THE RAIL HERITAGE TRUST

46-4327372

**Part I Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	JOHN H EMERY IRREVOCABLE TRUST 702 BAPTISTE DR PAOLA KS 66071	\$ 15,712	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
2	JOHN H EMERY IRREVOCABLE TRUST 702 BAPTISTE DR PAOLA KS 66071	\$ 369,151	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)



Employer identification number

46-4327372

## Part II

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
2	UBS FINANCIAL SERVICES IRA BROKERAGE A/C # 78087 M3	\$ 369,151.	12/31/14
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
- - - -	- - - - - - - - - - - - -	\$ - - - -	- - - -
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
- - - -	- - - - - - - - - - - - -	\$ - - - -	- - - -
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
- - - -	- - - - - - - - - - - - -	\$ - - - -	- - - -
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
- - - -	- - - - - - - - - - - - -	\$ - - - -	- - - -
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
- - - -	- - - - - - - - - - - - -	\$ - - - -	- - - -
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
- - - -	- - - - - - - - - - - - -	\$ - - - -	- - - -

Schedule B (Form 990, 990-EZ, or 990-PF) (2013)

## Supporting Statement of:

Form 990-PF, pl/Line 1(a)

Description	Amount
JOHN H EMERY IRREVOCABLE TRUST	
FIRST OPTION BANK, TRUSTEE	
702 BAPTISTE DR	
PAOLA, KS 66071	384,863.
Total	<u>384,863.</u>

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**Additional Information**

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Part VII-A Line 10 SUBSTANTIAL CONTRIBUTOR

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JOHN H EMERY IRREVOCABLE TRUST

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FIRST OPTION BANK, TRUSTEE

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702 BAPTISTE DR

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PAOLA, KS 66071

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**Additional Information**

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Part XV, Line 2 d RESTRICTIONS ON AWARDS

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FUNDS WILL ONLY BE DISTRIBUTED TO SECTION 501(C) (3) CHARITABLE  
ORGANIZATIONS THAT PROVIDE TO THE PUBLIC THE ACTUAL EXPERIENCE OF  
TRAVEL BY RAIL DURING THE GOLDEN AGE. FUNDS WILL BE DISTRIBUTED  
TO SUPPORT THE RECREATION, RESTORATION AND PRESERVATION OF ACTUAL  
RAIL TRAVEL DURING THE "GOLDEN AGE" OF U.S. RAIL PASSENGER SERVICE  
- 1920 THROUGH 1960.

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# **THE JOHN H. EMERY RAIL HERITAGE TRUST**

JOHN H. EMERY: John Emery (1937 - 2012) was a native of Chicago and an ardent rail traveler and enthusiast, having traveled in over 125 countries. One of his ambitions was to help educate the public on the rail passenger experience that he loved and offer the public the chance to see and ride trains that connected the US before the advent of jet aircraft and the Interstate highway system. To accomplish this, he established a Rail Heritage Trust to provide funds for non-profit organizations that support these goals.

PURPOSE OF THE TRUST: The Rail Heritage Trust is an IRS approved 501(c)(3) charitable trust created for purposes specified by John. Certain principles are described by Mr. Emery in his Will which are binding on both the Trustee and the three person Advisory Committee selected by John prior to his death. These principles are set forth in the Trust and are as follows:

“1. To help re-create and preserve, to the extent possible, the rail passenger travel experience as it was in the U.S. from approximately 1920 through 1960.

2. To preserve and restore to working order rolling stock and other working artifacts from the “Golden Age” of U.S. rail passenger service.

3. The emphasis shall be on organizations that offer the general public an opportunity to ride historically significant equipment over historic rail lines. The Trust may, however, support organizations that would use modern equipment to restore passenger service over historic rails, or to build new rails on which to operate historic equipment in passenger service.

4. Trust funds may be used, if appropriate, to restore or rebuild ancillary facilities essential to the operation of, or extension of, a working passenger operation. Rebuilding a trestle or grade crossing or electrical facility would qualify. Restoring a historic depot to its original appearance should be considered only if it was to be used to support ticket sales, souvenir sales, or other functions directly related to passenger operations. I do not care to support cosmetic restoration of structures or equipment, no matter how historic, for static display only. Nor do I wish to donate toward

buildings or other structures unless they are to be part of, or used to support, a working demonstration passenger railroad.

5. I do not wish trust funds to be used in support of any organization whose principal function is lobbying for or promoting commercial or government-sponsored rail services.”

THE TRUST: The size of the trust is significant and intended to be perpetual. The amount of money to be distributed each year will depend on the return on investments held by the Trust; therefore it will vary each year. The amount to be disbursed each year will not be announced in advance; however, requests by any qualified applicant must not exceed \$50,000 for any given year. There will be multiple awards annually.

APPLICATION PROCEDURES: The Advisory Committee will accept applications annually starting 1 September, but not later than 31 October. Award of approved grants will be announced and disbursed not later than 15 February of the following year. Applications will be submitted online using the form included below and will be emailed to the following address: [emeryfundapplication@gmail.com](mailto:emeryfundapplication@gmail.com)

Online submissions are ***strongly encouraged***, but if an application must be submitted in hard copy format, forward FOUR complete copies to First Option Bank, Attention: Senior Trust Officer, 702 Baptiste Drive, Paola, KS. 66071. Applications must be typed and may include photographs that will assist the Advisory Committee members in evaluating the details and worthiness of the request. Please note that ALL requesting organizations must be not for profit and have approved IRS 501(c)(3) status, proof of which must be included in the application. Questions may be emailed to [questionsemeryfund@gmail.com](mailto:questionsemeryfund@gmail.com)

. . . or the Senior Trust Officer in writing at the above address. Transmission by FAX is not acceptable.

TERMS AND CONDITIONS:

1. Applications may be submitted for amounts up to \$50,000 for any given year. Grants will not necessarily be awarded for the full amount requested. Successive grant requests may be accepted for the same project based on the merit of the overall project as determined by the committee.

2. All grants require a 1:1 match on the part of the requesting organization. The match must be either in cash raised during the year in which the grant is awarded or in the form of volunteer labor at the rate of \$10 per hour. Documentation of money raised and/or volunteer labor is required. Exceptions to this requirement may be requested with good justification provided.

3. Grants are not expected to be repaid. A quarterly report (in letter or email format) of progress accomplished on the project for which the grant is awarded will be submitted to [questionsemeryfund@gmail.com](mailto:questionsemeryfund@gmail.com) or in FOUR copies to the Senior Trust Officer. It will include the following: description of progress made including photographs if appropriate, summarized accounting of funds (received and disbursed) for the project, accounting of volunteer labor and plans for the remainder of the year (and next year if the project will not be completed within one year of receipt of the grant.) Upon completion of the project, a final report will be submitted with a description of the work completed including photographs if appropriate and a complete accounting of funds received and disbursed. Videos showing the project would be appreciated with any of the above reports.

4. If the project is terminated for any reason, the unused grant funds shall be returned to the Trust along with a full accounting of the funds spent. If the item is destroyed by fire, flood, etc., or sold, full repayment of the grant amount may be requested.

5. Recipients will grant the trustee the right, if requested, to make on-site inspections of the work in progress and upon completion of the project.

6. A proposed budget will be submitted with the application, including estimates provided by contractors for work required to be done professionally. It is understood that exact details and expenses for a restoration project may not be known until the project has begun. Submit what you consider to be a realistic, not conservative, estimate of what the project will cost. NOTE: If the application is intended for only a portion of a larger project, provide more details of what the requested funds will be used for, but also include the projected cost and length of time expected to complete the entire project.

7. Failure of the recipient to use the grant funds for the purpose requested, or within a reasonable extension of the submitted schedule for project completion which is approved in writing by the trustee, shall constitute default. In such event, all unused grant funds shall be returned to the trustee and the recipient shall be ineligible for future grants within five years of the date of default.

8. Recipients will acknowledge financial support by the John H. Emery Rail Heritage Trust by conspicuously posting in exhibits, by mention in publications and/or by inclusion in promotional materials. Recipients further grant the Trust the right to publicize its support of the project and to use project photographs.



# THE JOHN H. EMERY RAIL HERITAGE TRUST GRANT APPLICATION FORM

*Applications will be accepted annually during the period 1 September – 31 October. Please read the Purposes of the Rail Heritage Trust, the outlined Application Procedures and the Terms and Conditions carefully before preparing applications.*

Name of Requesting Organization: \_\_\_\_\_

\_\_\_\_\_

Street Address: \_\_\_\_\_

\_\_\_\_\_

City: \_\_\_\_\_ State: \_\_\_\_\_

Zip Code: \_\_\_\_\_ Website: http:// \_\_\_\_\_

Employee Identification Number (EIN): \_\_\_\_\_

Is the Applying Organization Not for Profit? Yes \_\_\_\_\_ No \_\_\_\_\_

Is the Applying Organization Tax Exempt under IRS Section 501(c)(3)? Yes \_\_\_\_\_ No \_\_\_\_\_ Attach verifying documentation

Name/Title of Application Preparer: \_\_\_\_\_

\_\_\_\_\_

Mailing address: \_\_\_\_\_

\_\_\_\_\_

Phone number (day): \_\_\_\_\_

Phone number (evening): \_\_\_\_\_

Fax number: \_\_\_\_\_

Email address: \_\_\_\_\_

Printed name, signature and date: \_\_\_\_\_

\_\_\_\_\_

**\* \* \* Proposal Information \* \* \***

1. Amount requested: \_\_\_\_\_

2. Project description, to include a detailed history of the item or artifact. Specify the ownership of the item or artifact. If this is part of a larger project, briefly describe the larger project and the relationship of the "part" to the "whole." Use an attachment if necessary. Please limit to 400 words:

3. Brief description of how this project meets the principles of the Rail Heritage Trust. Use an attachment if necessary. Please limit to 200 words:

4. Planned project schedule and completion date. If this is part of a larger project, give dates for both. Use an attachment if necessary:

5. Project budget. Discuss amounts to be used for materials, hired labor and an estimate of volunteer hours. It is understood that exact numbers may not be available before a project is begun – identify estimates if used. Use an attachment if necessary:

6. Identify any other grants, to include source and amount that have been received for this project, and how much money (total) has already been raised:

7. Total number of members in the organization/number of members working on this project:

8. How many paid staff does your organization employ, and how much is paid in salaries/wages?

9. Discuss the success of previous fundraising efforts for this and other projects, and the success of your organization in meeting any previous matching grants. Please attach a Profit and Loss Statement and Balance Sheet for the previous calendar year (this is requested solely to determine your organization's ability to maintain restored assets in good condition and ability to raise money.) Use an attachment if necessary. Please limit to 300 words:

NOTE: If the requesting organization is new or a small relatively unknown group, additional information may be required. Contact the committee at [questionsemeryfund@gmail.com](mailto:questionsemeryfund@gmail.com) for the committee to evaluate if, and what, additional information is needed prior to the filing deadline.