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Form 990-PF

Department of the Treasury  
Internal Revenue Service

EXTENDED TO JULY 15, 2013  
**Return of Private Foundation**  
 or Section 4947(a)(1) Nonexempt Charitable Trust  
 Treated as a Private Foundation

OMB No 1545-0052

**2011**

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

For calendar year 2011 or tax year beginning **DEC 1, 2011**, and ending **NOV 30, 2012**

Name of foundation <b>THE DOMENICA FOUNDATION INC.</b>		A Employer identification number <b>20-3904706</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>14 SBAR BOULEVARD</b>		B Telephone number <b>856-234-8220</b>
City or town, state, and ZIP code <b>MOORESTOWN, NJ 08057</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 65% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) <b>\$ 6,096,970.</b>	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>		

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	321,245.			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	80,912.	80,912.	80,912.	STATEMENT 1
	5a Gross rents	125,580.	125,580.	125,580.	STATEMENT 2
	b Net rental income or (loss) 49,789.				STATEMENT 3
	6a Net gain or (loss) from sale of assets not on line 10	53,483.			
	b Gross sales price for all assets on line 6a 575,230.				
	7 Capital gain net income (from Part IV, line 2)		53,483.		
	8 Net short-term capital gain			N/A	
	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	581,220.	259,975.	206,492.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.	0.	0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 4	1,759.	0.	0.	0.
	b Accounting fees STMT 5	9,000.	0.	0.	0.
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 6	38,412.	34,190.	34,190.	0.
	19 Depreciation and depletion	33,607.	33,333.	34,566.	0.
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 7	15,204.	8,268.	8,268.	0.
	24 Total operating and administrative expenses. Add lines 13 through 23	97,982.	75,791.	77,024.	0.
	25 Contributions, gifts, grants paid	281,589.			281,589.
26 Total expenses and disbursements. Add lines 24 and 25	379,571.	75,791.	77,024.	281,589.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	201,649.				
b Net investment income (if negative, enter -0-)		184,184.			
c Adjusted net income (if negative, enter -0-)			129,468.		

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LHA For Paperwork Reduction Act Notice, see instructions

Form 990-PF (2011)

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			24,106.	291,890.	291,890.	
	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						
	7 Other notes and loans receivable ▶						
	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						
	b Investments - corporate stock	STMT 8		4,042,184.	4,009,656.	4,572,998.	
	c Investments - corporate bonds						
Liabilities	11 Investments - land, buildings, and equipment basis ▶	1,300,000.					
	Less: accumulated depreciation	STMT 9 ▶	68,055.	1,265,278.	1,231,945.	1,231,945.	
	12 Investments - mortgage loans						
	13 Investments - other						
	14 Land, buildings, and equipment: basis ▶	3,700.					
	Less: accumulated depreciation	STMT 10 ▶	3,563.	411.	137.	137.	
	15 Other assets (describe ▶)						
	16 Total assets (to be completed by all filers)			5,331,979.	5,533,628.	6,096,970.	
	17 Accounts payable and accrued expenses						
	18 Grants payable						
Net Assets or Fund Balances	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.			
Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>	24 Unrestricted			5,331,979.	5,533,628.		
	25 Temporarily restricted						
	26 Permanently restricted						
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/>	27 Capital stock, trust principal, or current funds					
		28 Paid-in or capital surplus, or land, bldg., and equipment fund					
		29 Retained earnings, accumulated income, endowment, or other funds					
		30 Total net assets or fund balances			5,331,979.	5,533,628.	
	31 Total liabilities and net assets/fund balances			5,331,979.	5,533,628.		

## 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	5,331,979.
2 Enter amount from Part I, line 27a	2	201,649.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	5,533,628.
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	5,533,628.

**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.)
<b>1a FIDELITY INVESTMENTS - SEE ATTACHED</b>	<b>P</b>	<b>VARIOUS</b>	<b>VARIOUS</b>
<b>b FIDELITY INVESTMENTS - SEE ATTACHED</b>	<b>P</b>	<b>VARIOUS</b>	<b>VARIOUS</b>
<b>c</b>			
<b>d</b>			
<b>e</b>			

  

(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)
<b>a 328,497.</b>		<b>302,466.</b>	<b>26,031.</b>
<b>b 246,733.</b>		<b>219,281.</b>	<b>27,452.</b>
<b>c</b>			
<b>d</b>			
<b>e</b>			

  

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
<b>a</b>			<b>26,031.</b>
<b>b</b>			<b>27,452.</b>
<b>c</b>			
<b>d</b>			
<b>e</b>			

  

<b>2 Capital gain net income or (net capital loss)</b>	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	<b>2</b>	<b>53,483.</b>
<b>3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):</b> If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		<b>3</b>	<b>26,031.</b>

**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 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))
2010	174,191.	5,725,966.	.030421
2009	103,159.	3,557,619.	.028997
2008	259,617.	2,882,865.	.090055
2007	128,402.	4,904,449.	.026181
2006	105,831.	4,976,873.	.021265
<b>2 Total of line 1, column (d)</b>			<b>2 .196919</b>
<b>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</b>			<b>3 .039384</b>
<b>4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5</b>			<b>4 5,948,132.</b>
<b>5 Multiply line 4 by line 3</b>			<b>5 234,261.</b>
<b>6 Enter 1% of net investment income (1% of Part I, line 27b)</b>			<b>6 1,842.</b>
<b>7 Add lines 5 and 6</b>			<b>7 236,103.</b>
<b>8 Enter qualifying distributions from Part XII, line 4</b>			<b>8 281,589.</b>

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	1,842.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	1,842.
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	1,842.
6 Credits/Payments:			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	2,320.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	2,320.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	2.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	476.	
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax <input checked="" type="checkbox"/> 476. Refunded <input checked="" type="checkbox"/> 0.	11	0.	

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? 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		X
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. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 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		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
4a 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, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> NJ		
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 2011 or the taxable year beginning in 2011 (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	

N/A

STMT 11

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		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? Website address ► WWW.DOMENICAFUNDATION.ORG	13	X	
14	The books are in care of ► AJ PIPERNO Telephone no. ► 856-234-8220 Located at ► 14 SBAR BOULEVARD, MOORESTOWN, NJ ZIP+4 ► 08057			
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			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<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)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/> N/A	1b	
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 2011?	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 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? If "Yes," list the years ► _____, _____, _____, _____	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2011 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 2011)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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 2011?	4b	X

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**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 4,422,156.
b	Average of monthly cash balances	1b 316,557.
c	Fair market value of all other assets	1c 1,300,000.
d	Total (add lines 1a, b, and c)	1d 6,038,713.
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 6,038,713.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4 90,581.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5 5,948,132.
6	Minimum investment return. Enter 5% of line 5	6 297,407.

**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	1 297,407.
2a	Tax on investment income for 2011 from Part VI, line 5	2a 1,842.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b
c	Add lines 2a and 2b	2c 1,842.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3 295,565.
4	Recoveries of amounts treated as qualifying distributions	4 0.
5	Add lines 3 and 4	5 295,565.
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	7 295,565.

**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 281,589.
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	4 281,589.
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 1,842.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6 279,747.

**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 2010	(c) 2010	(d) 2011
<b>1</b> Distributable amount for 2011 from Part XI, line 7				295,565.
<b>2</b> Undistributed income, if any, as of the end of 2011				
<b>a</b> Enter amount for 2010 only			276,982.	
<b>b</b> Total for prior years:		0.		
<b>3</b> Excess distributions carryover, if any, to 2011:				
<b>a</b> From 2006				
<b>b</b> From 2007				
<b>c</b> From 2008				
<b>d</b> From 2009				
<b>e</b> From 2010				
<b>f</b> Total of lines 3a through e	0.			
<b>4</b> Qualifying distributions for 2011 from Part XII, line 4: ▶ \$ 281,589.				
<b>a</b> Applied to 2010, but not more than line 2a			276,982.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.			
<b>d</b> Applied to 2011 distributable amount				4,607.
<b>e</b> Remaining amount distributed out of corpus	0.			
<b>5</b> Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b		0.		
<b>c</b> 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.		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
<b>f</b> Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				290,958.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
<b>8</b> Excess distributions carryover from 2006 not applied on line 5 or line 7	0.			
<b>9</b> Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	0.			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2007				
<b>b</b> Excess from 2008				
<b>c</b> Excess from 2009				
<b>d</b> Excess from 2010				
<b>e</b> Excess from 2011				



**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
<b>a Paid during the year</b>				
SAMARITAN HOSPICE 5 EVES DRIVE MARLTON, NJ 08053	NONE		GENERAL PURPOSES	2,500.
SHARED GROUND 215 HIGH STREET MOORESTOWN, NJ 08057	NONE		GENERAL PURPOSES	10,000.
CATHOLIC PARTNERSHIP SCHOOL 808 MARKET STREET CAMDEN, NJ 08102	NONE		GENERAL PURPOSES	100,000.
ST. JOSEPH'S CARPENTER SOCIETY 2907 FEDERAL STREET CAMDEN, NJ 08105	NONE		GENERAL PURPOSES	6,000.
LARC SCHOOL 1089 CREEK ROAD BELLMAWR, NJ 08031	NONE		GENERAL PURPOSES	3,000.
<b>Total</b>	<b>SEE CONTINUATION SHEET(S)</b>			<b>281,589.</b>
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>				<b>0.</b>



## Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- |          |  | Yes          | No       |
|----------|--|--------------|----------|
| <b>1</b> | 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?  |              |          |
| <b>a</b> | Transfers from the reporting foundation to a noncharitable exempt organization of:   |              |          |
|          | (1) Cash   | <b>1a(1)</b> | <b>X</b> |
|          | (2) Other assets   | <b>1a(2)</b> | <b>X</b> |
| <b>b</b> | Other transactions:  |              |          |
|          | (1) Sales of assets to a noncharitable exempt organization   | <b>1b(1)</b> | <b>X</b> |
|          | (2) Purchases of assets from a noncharitable exempt organization   | <b>1b(2)</b> | <b>X</b> |
|          | (3) Rental of facilities, equipment, or other assets   | <b>1b(3)</b> | <b>X</b> |
|          | (4) Reimbursement arrangements   | <b>1b(4)</b> | <b>X</b> |
|          | (5) Loans or loan guarantees   | <b>1b(5)</b> | <b>X</b> |
|          | (6) Performance of services or membership or fundraising solicitations   | <b>1b(6)</b> | <b>X</b> |
| <b>c</b> | Sharing of facilities, equipment, mailing lists, other assets, or paid employees   | <b>1c</b>    | <b>X</b> |
| <b>d</b> | 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. |              |          |

[illegible]

- 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.

May the IRS discuss this return with the preparer shown below (see instr. 1)?

Signature of officer or trustee

05-14-13  
Date

**PRESIDENT**

☒ Yes ☐ No

**Paid  
Preparer  
Use Only**

Print/Type preparer's name

Preparer's signature \_\_\_\_\_

Date

Check ☐ if  
self-employed

PTIN

REYNOLD P. CICALESE

Penob. Wales

5/13/13

P00028338

Firm's name ► **ALLOY SILVERSTEIN ET AL**

Firm's EIN ► 22-1942902

Firm's address ► 900 N. KINGS HIGHWAY  
CHERRY HILL, NJ 08034

Phone no. 856-667-4100

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

Department of the Treasury  
Internal Revenue Service

**Schedule of Contributors**

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

OMB No 1545-0047

**2011**

Name of the organization

Employer identification number

THE DOMENICA FOUNDATION INC.

20-3904706

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

☐ 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 Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2011)

Name of organization	Employer identification number
THE DOMENICA FOUNDATION INC.	20-3904706

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	SCHMID ELEVEN CORP (MARK & DENISE SCHMID) 138 HADDONFIELD BERLIN RD, STE 1 GIBBSBORO, NJ 08026	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2	JAMES COYLE 75 BROADACRE DR. MT.LAUREL, NJ 08054	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
3	CANTANEARITE FAMILY FOUNDATION II 20484 SCDH DRIVE STRONGSVILLE, OH 44149	\$ 10,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
4	CATAN FAMILY FOUNDATION II 13330 WEBSTER ROAD STRONGSVILLE, OH 44136	\$ 10,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
5	FIDELITY CHARITABLE GIFT FUND PO BOX 77001 CINCINNATI, OH 45277	\$ 250,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)



Employer identification number

20-3904706

[illegible]

Name of organization

Employer identification number

**THE DOMENICA FOUNDATION INC.****20-3904706**

**Part III** Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once) ▶ \$ \_\_\_\_\_

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

**Part XV Supplementary Information****3 Grants and Contributions Paid During the Year (Continuation)**

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
YMCA CAMP OCKANKIKON INC 1303 STOKES ROAD MEDFORD, NJ 08055	NONE		GENERAL PURPOSES	5,000.
CATANEARITE FAMILY FOUNDATION 2 DARICE CHARITY STRONGSVILLE, OH 44149	NONE		GENERAL PURPOSES	10,000.
GOLF FOR LIFE 1115 YARDLEY ROAD CHERRY HILL, NJ 08034	NONE		GENERAL PURPOSES	3,000.
PAUL IV HIGH SCHOOL 901 HOPKINS ROAD HADDONFIELD, NJ 08033	NONE		GENERAL PURPOSES	20,000.
SYMPHONY INC ONE MARKET ST SUITE C CAMDEN, NJ 08102	NONE		GENERAL PURPOSES	23,000.
PERKINS CENTER OF THE ART 395 KINGS HIGHWAY MOORESTOWN, NJ 08057	NONE		GENERAL PURPOSES	15,000.
STARTING POINT 215 HIGHLAND AVE HADDON TWP, NJ 08108	NONE		GENERAL PURPOSES	5,000.
CATHEDRAL KITCHEN 1514 FEDERAL STREET CAMDEN, NJ 08105	NONE		GENERAL PURPOSES	5,000.
GUADALUPE FAMILY SERVICE 509 STATE ST CAMDEN, NJ 08102	NONE		GENERAL PURPOSES	10,000.
OUR LADY OF LOURDES HEALTH FOUNDATION 1600 HADDON AVE CAMDEN, NJ 08103	NONE		GENERAL PURPOSES	5,000.
Total from continuation sheets				160,089.

**3 Grants and Contributions Paid During the Year (Continuation)****Total from continuation sheets**

## 2011 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
2	COMPUTER SOFTWARE	08/04/10	200DB	3.00	17	3,700.		1,850.	1,850.	1,439.		274.
	* TOTAL 990-PF PG 1 DEPR					3,700.		1,850.	1,850.	1,439.	0.	274.

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FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
FIDELITY INVESTMENTS	80,912.	0.	80,912.
TOTAL TO FM 990-PF, PART I, LN 4	80,912.	0.	80,912.

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FORM 990-PF	RENTAL INCOME	STATEMENT	2
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KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
COMMERICAL BUILDING 215-217 HIGHLAND AVE, HADDON TWP, NJ	1	125,580.
TOTAL TO FORM 990-PF, PART I, LINE 5A		125,580.

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FORM 990-PF	RENTAL EXPENSES	STATEMENT	3
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DESCRIPTION	ACTIVITY NUMBER	AMOUNT	TOTAL
DEPRECIATION		33,333.	
REPAIRS AND MAINTENANCE		865.	
UTILITIES		7,403.	
REAL ESTATE TAXES		34,190.	
- SUBTOTAL -	1		75,791.
TOTAL RENTAL EXPENSES			75,791.
NET RENTAL INCOME TO FORM 990-PF, PART I, LINE 5B			49,789.

## FORM 990-PF

## LEGAL FEES

## STATEMENT

4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEE	1,759.	0.	0.	0.
TO FM 990-PF, PG 1, LN 16A	1,759.	0.	0.	0.

## FORM 990-PF

## ACCOUNTING FEES

## STATEMENT

5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	9,000.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 16B	9,000.	0.	0.	0.

## FORM 990-PF

## TAXES

## STATEMENT

6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	1,905.	0.	0.	0.
EXCISE TAXES	2,317.	0.	0.	0.
REAL ESTATE TAXES	34,190.	34,190.	34,190.	0.
TO FORM 990-PF, PG 1, LN 18	38,412.	34,190.	34,190.	0.

## FORM 990-PF

## OTHER EXPENSES

## STATEMENT

7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK CHARGES	127.	0.	0.	0.
WEBSITE MAINTENANCE	235.	0.	0.	0.
INSURANCE	4,570.	0.	0.	0.
OFFICE EXPENSE	2,004.	0.	0.	0.
REPAIRS AND MAINTENANCE	865.	865.	865.	0.

UTILITIES	7,403.	7,403.	7,403.	0.
TO FORM 990-PF, PG 1, LN 23	15,204.	8,268.	8,268.	0.

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
FIDELITY INVESTMENTS	4,009,656.	4,572,998.
TOTAL TO FORM 990-PF, PART II, LINE 10B	4,009,656.	4,572,998.

FORM 990-PF	DEPRECIATION OF ASSETS HELD FOR INVESTMENT	STATEMENT	9
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DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
BUILDING -215-217 HIGHLAND AVE, HADDON TWP, NJ	1,300,000.	68,055.	1,231,945.
TOTAL TO FM 990-PF, PART II, LN 11	1,300,000.	68,055.	1,231,945.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT	10
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DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
COMPUTER SOFTWARE	3,700.	3,563.	137.
TOTAL TO FM 990-PF, PART II, LN 14	3,700.	3,563.	137.



FORM 990-PF

LIST OF SUBSTANTIAL CONTRIBUTORS  
PART VII-A, LINE 10

STATEMENT 11

NAME OF CONTRIBUTOR	ADDRESS
SCHMID ELEVEN CORPORATION C/O MARK AND DENISE SCHMID	138 HADDONFIELD BERLIN ROAD SUITE 1 GIBBSBORO, NJ 08026
FIDELITY CHARITABLE GIFT FUND	P.O. BOX 77001 CINCINNATI , OH 45277
CATAN FAMILY FOUNDATION II C/O MICHAEL CATANZARITE	13330 WEBSTER ROAD STRONGVILLE, OH 44136
CATAN FAMILY FOUNDATION IV C/O DAVID CATANZARITE	13330 WEBSTER ROAD STRONGVILLE, OH 44136
JAMES COYLE	75 BROADACRE DRIVE MT LAUREL , NJ 08054

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS  
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 12

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
ADOLPH PIPERNO 122 HART ROAD CHERRY HILL, NJ 08034	PRESIDENT 2.00	0.	0.	0.
DOMINIC PIPERNO 122 HART ROAD CHERRY HILL, NJ 08034	TREASURER 2.00	0.	0.	0.
ANTHONY PIPERNO 122 HART ROAD CHERRY HILL, NJ 08034	SECRETARY 2.00	0.	0.	0.
MARGARETE PIPERNO 122 HART ROAD CHERRY HILL, NJ 08034	VICE PRESIDENT 2.00	0.	0.	0.
ELENA PIPERNO 122 HART ROAD CHERRY HILL, NJ 08034	VICE PRESIDENT 2.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

**THE DOMENICA FOUNDATION, INC.**  
**YEARS ENDED NOVEMBER 30, 2012 AND 2011**



**ALLOY, SILVERSTEIN, SHAPIRO, ADAMS,  
MULFORD, CICALESE, WILSON & CO.**  
A PROFESSIONAL CORPORATION, CERTIFIED PUBLIC ACCOUNTANTS

**THE DOMENICA FOUNDATION, INC.**  
**YEARS ENDED NOVEMBER 30, 2012 AND 2011**

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Independent Auditors' Report on Supplemental Data	10
Schedules of Program Service Expenses	11
Schedules of Management and General Expenses	11



Joseph F. Adams, CPA (NJ, PA)  
John M. Adams, CPA (NJ), PFS, CFP®  
Marvin D. Alloy, CPA (PA) \*  
Reynold P. Cicalese, CPA (NJ, PA), PFS, CGMA  
Anne D'Amico, CPA (NJ, PA), PFS  
Michael L. Engleman, CPA (NJ, PA)  
Robert W. Gargone, CPA (NJ)  
Richard A. Middleton, CPA (NJ, PA)  
Bruce R. Mulford, CPA (NJ, PA), ABV, CFF  
Kelly A. Raso, CPA (NJ, PA)  
Steven L. Shapiro, CPA (NJ, PA), PFS  
Kim Sheehan, CPA (NJ, PA), PFS  
Raymond Silverstein, CPA (NJ, PA) \*  
R. Dennis Vogt, CPA (NJ, PA)  
Harry W. Wilson, CPA (NJ, PA)



**ALLOY, SILVERSTEIN, SHAPIRO, ADAMS,  
MULFORD, CICALESSE, WILSON & CO.**

A PROFESSIONAL CORPORATION, CERTIFIED PUBLIC ACCOUNTANTS

Duane R. Miller, CPA (NJ, PA)

Reynold P. Cicalese III, CPA (NJ), MST  
Joyce A. Cinousis, CPA (NJ)  
David R. DeSorte, CPA (NJ)  
Amy L. DeYoung, CPA (NJ)  
Lucy L. Lee, CPA (NJ)  
Jason K. Motoshige, CPA (CA)  
Sunny Mountcastle, CPA (NJ)  
Sharon H. Putscher, CPA (NJ)  
Julie M. Stroheim, CPA (NJ)  
Michael C. Weber, CPA (PA)

\* Retired/Inactive

**INDEPENDENT AUDITORS' REPORT**

To the Board of Trustees  
The Domenica Foundation, Inc.  
14 Sbar Boulevard  
Moorestown, NJ 08057

We have audited the accompanying statements of financial position of The Domenica Foundation, Inc. (A Non-Profit Private Foundation) as of November 30, 2012 and 2011, and the related statements of activities and changes in net assets, and cash flows for the years then ended. These financial statements are the responsibility of the Foundation's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of The Domenica Foundation, Inc. (A Non-Profit Private Foundation) as of November 30, 2012 and 2011, and the results of its operations and its cash flows for the years then ended in conformity with accounting principles generally accepted in the United States of America.

*Alloy, Silverstein, Shapiro, Adams, Mulford, Cicalese, Wilson & Co.*

**ALLOY, SILVERSTEIN, SHAPIRO, ADAMS, MULFORD, CICALESSE, WILSON & CO.**

Cherry Hill, New Jersey  
March 26, 2013

**THE DOMENICA FOUNDATION, INC.**  
**STATEMENTS OF FINANCIAL POSITION**

	<b><u>November 30</u></b>	
	<b><u>2012</u></b>	<b><u>2011</u></b>
<b><u>ASSETS</u></b>		
<b><u>CURRENT ASSETS - UNRESTRICTED</u></b>		
Cash and Cash Equivalents	\$ 291,890	\$ 162,911
Prepaid Excise Tax	2,320	-
Investments	4,572,998	4,071,055
<b><u>TOTAL CURRENT ASSETS - UNRESTRICTED</u></b>	<b><u>4,867,208</u></b>	<b><u>4,233,966</u></b>
<b><u>PROPERTY AND EQUIPMENT - UNRESTRICTED</u></b>		
Building	1,300,000	1,300,000
Computer Software	3,700	3,700
	<u>1,303,700</u>	<u>1,303,700</u>
Less. Accumulated Depreciation	69,578	35,013
<b><u>NET PROPERTY AND EQUIPMENT - UNRESTRICTED</u></b>	<b><u>1,234,122</u></b>	<b><u>1,268,687</u></b>
<b><u>TOTAL ASSETS - UNRESTRICTED</u></b>	<b><u>\$ 6,101,330</u></b>	<b><u>\$ 5,502,653</u></b>
<b><u>LIABILITIES AND NET ASSETS</u></b>		
<b><u>CURRENT LIABILITIES - UNRESTRICTED</u></b>		
Accrued Expenses	\$ 12,976	\$ 9,376
<b><u>TOTAL LIABILITIES - UNRESTRICTED</u></b>	<b><u>12,976</u></b>	<b><u>9,376</u></b>
<b><u>NET ASSETS - UNRESTRICTED</u></b>	<b><u>6,088,354</u></b>	<b><u>5,493,277</u></b>
<b><u>TOTAL LIABILITIES AND NET ASSETS - UNRESTRICTED</u></b>	<b><u>\$ 6,101,330</u></b>	<b><u>\$ 5,502,653</u></b>

The accompanying notes are an integral part of these statements.

Page 2

**THE DOMENICA FOUNDATION, INC.**  
**STATEMENTS OF ACTIVITIES AND CHANGES IN NET ASSETS**

	<b><u>Year Ended November 30</u></b>	
	<b><u>2012</u></b>	<b><u>2011</u></b>
<b><u>REVENUE AND SUPPORT - UNRESTRICTED</u></b>		
Contributions Received	\$ 321,245	\$ 39,810
Dividend Income	80,912	70,715
Rental Income	125,580	122,400
Realized Gain (Loss) on Investments	53,484	(59,876)
Unrealized Gain on Investments	394,317	215,432
<b><u>TOTAL REVENUE AND SUPPORT - UNRESTRICTED</u></b>	<b><u>975,538</u></b>	<b><u>388,481</u></b>
<b><u>EXPENSES - UNRESTRICTED</u></b>		
Program Service Expenses	281,589	173,591
Management and General Expenses	98,872	92,343
<b><u>TOTAL EXPENSES - UNRESTRICTED</u></b>	<b><u>380,461</u></b>	<b><u>265,934</u></b>
<b><u>INCREASE IN UNRESTRICTED NET ASSETS</u></b>	<b><u>595,077</u></b>	<b><u>122,547</u></b>
<b><u>NET ASSETS - UNRESTRICTED - BEGINNING OF YEAR</u></b>	<b><u>5,493,277</u></b>	<b><u>5,370,730</u></b>
<b><u>NET ASSETS - UNRESTRICTED - END OF YEAR</u></b>	<b><u>\$ 6,088,354</u></b>	<b><u>\$ 5,493,277</u></b>

The accompanying notes are an integral part of these statements.

Page 3



**ALLOY, SILVERSTEIN, SHAPIRO, ADAMS,  
MULFORD, CICALESSE, WILSON & CO.**  
A PROFESSIONAL CORPORATION, CERTIFIED PUBLIC ACCOUNTANTS

**THE DOMENICA FOUNDATION, INC.**  
**STATEMENTS OF CASH FLOWS**

**Year Ended November 30**  
**2012**                      **2011**

**INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS**

**CASH FLOWS FROM OPERATING ACTIVITIES:**

Cash Received from Contributions	\$ 321,245	\$ 39,810
Cash Paid for Program Service Expenses	(281,589)	(173,591)
Cash Paid for Management and General Expenses	(63,026)	(61,218)
Dividend Income Received	80,912	70,715
Rental Income Received	125,580	122,400
<b><u>NET CASH PROVIDED BY (USED IN) OPERATING ACTIVITIES</u></b>	<u>183,122</u>	<u>(1,884)</u>

**CASH FLOW FROM INVESTING ACTIVITIES:**

Proceeds from Sales of Investments	575,230	1,967,261
Payments on Purchases of Investments	(630,783)	(2,025,476)
Proceeds from Return on Capital on Investments	1,410	1,836
<b><u>NET CASH (USED IN) INVESTING ACTIVITIES</u></b>	<u>(54,143)</u>	<u>(56,379)</u>

<b><u>NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS</u></b>	128,979	(58,263)
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<b><u>CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR</u></b>	<u>162,911</u>	<u>221,174</u>
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<b><u>CASH AND CASH EQUIVALENTS AT END OF YEAR</u></b>	<u>\$ 291,890</u>	<u>\$ 162,911</u>
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The accompanying notes are an integral part of these statements.

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**THE DOMENICA FOUNDATION, INC.**  
**STATEMENTS OF CASH FLOWS**  
(Continued)

**Year Ended November 30**  
**2012**                      **2011**

**RECONCILIATION OF INCREASE IN NET ASSETS - UNRESTRICTED**  
**TO NET CASH PROVIDED BY (USED IN) OPERATING ACTIVITIES**

<b><u>INCREASE IN NET ASSETS - UNRESTRICTED</u></b>	<b><u>\$ 595,077</u></b>	<b><u>\$ 122,547</u></b>
<b><u>ADJUSTMENTS TO RECONCILE INCREASE</u></b>		
<b><u>IN NET ASSETS - UNRESTRICTED TO NET CASH</u></b>		
<b><u>PROVIDED BY (USED IN) OPERATING ACTIVITIES:</u></b>		
Depreciation	34,565	34,602
(Increase) in Prepaid Excise Tax	(2,320)	-
Realized (Gain) Loss on Investments	(53,484)	59,876
Unrealized (Gain) on Investments	(394,316)	(215,432)
Increase (Decrease) in Accrued Expenses	3,600	(3,477)
<b><u>TOTAL ADJUSTMENTS</u></b>	<b><u>(411,955)</u></b>	<b><u>(124,431)</u></b>
<b><u>NET CASH PROVIDED BY (USED IN) OPERATING ACTIVITIES</u></b>	<b><u>\$ 183,122</u></b>	<b><u>\$ (1,884)</u></b>

The accompanying notes are an integral part of these statements.

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**THE DOMENICA FOUNDATION, INC.**  
**NOTES TO FINANCIAL STATEMENTS**  
**YEARS ENDED NOVEMBER 30, 2012 AND 2011**

1. **Nature of Activities**

The Domenica Foundation, Inc. (the "Foundation") is a non-profit organization formed as a private foundation on December 1, 2005. Their mission is to make a positive difference in the neighborhoods of Camden, New Jersey. The Foundation's support comes primarily from individual and business donor contributions.

2. **Summary of Significant Accounting Policies**

**Method of Accounting**

The financial statements of the Foundation have been prepared on the accrual basis of accounting in which revenues and gains are recognized when earned and expenses and losses are recognized when incurred.

**Basis of Presentation**

The Domenica Foundation, Inc. is a non-profit entity and as such, follows the specialized accounting and reporting principles for not-for-profit organizations. Financial statement presentation follows the recommendations of FASB ASC 958, *Financial Statements of Not-For-Profit Organizations*. Under FASB ASC 958, the Foundation is required to report information regarding its financial position and activities according to three classes of net assets: unrestricted net assets, temporarily restricted net assets, and permanently restricted net assets. As of November 30, 2012 and 2011, the net assets of the organization were classified as unrestricted.

**Use of Estimates**

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

**Cash and Cash Equivalents**

For purposes of the statements of cash flows, the Foundation considers all cash accounts, money market and highly liquid debt instruments with original maturities of three months or less to be cash equivalents.

**Investments**

The Foundation classifies its marketable debt and equity securities as "available for sale". Securities classified as "available for sale" are carried in the financial statements at fair value. Realized and unrealized gains and losses are included in the change in net assets.

**Property and Equipment**

Property and Equipment are recorded at cost or fair value at the date of donation. Depreciation for financial reporting purposes is provided using a combination of straight-line and declining balance methods and ranges of estimated useful lives as follows:

	<u>Years</u>
Building	39
Computer Software	3



**THE DOMENICA FOUNDATION, INC.**  
**NOTES TO FINANCIAL STATEMENTS**  
**YEARS ENDED NOVEMBER 30, 2012 AND 2012**  
(Continued)

2. **Summary of Significant Accounting Policies** (continued)

**Donated Services**

No amounts have been included in the statements for donated services because they did not meet the criteria for recognition under FASB ASC 958-605 *Not-For-Profit Entities - Revenue Recognition*.

**Contributions**

In accordance with FASB ASC 958-605 *Not-For-Profit Entities - Revenue Recognition*, contributions received are recorded as unrestricted, temporarily restricted, or permanently restricted support depending on the existence and/or nature of any donor restrictions. All donor-restricted support is reported as an increase in temporarily or permanently restricted net assets, depending on the nature of the restriction. When a restriction expires (that is, when a stipulated time restriction ends or purpose restriction is accomplished), temporarily restricted net assets are reclassified to unrestricted net assets and reported in the Statement of Activities as net assets released from satisfactions of program restrictions. All of the Foundation's contributions are unrestricted.

**Fair Value of Financial Instruments**

The carrying amounts of cash and cash equivalents approximate fair value because of the short maturity of those financial instruments. The carrying amount of investments (which is fair value) is based upon quoted market values.

The Foundation's financial instruments at November 30, 2012 are as follows:

	<u>Carrying Amount</u>	<u>Fair Value</u>
Cash and Cash Equivalents	\$ 291,890	\$ 291,890
Investments	4,572,998	4,572,998

The Foundation's financial instruments at November 30, 2011 are as follows:

	<u>Carrying Amount</u>	<u>Fair Value</u>
Cash and Cash Equivalents	\$ 162,911	\$ 162,911
Investments	4,071,055	4,071,055

**Income Taxes**

The Foundation follows the provisions of ASC 740-10 (formerly FIN 48), "Accounting for Uncertainty in Income Taxes". This addresses the determination of whether tax benefits claimed, or expected to be claimed, on a tax return should be recorded in the financial statements. The Foundation recognizes the tax benefit from an uncertain tax position when, based on technical merits, it is more likely than not the position will be sustained on examination by the taxing authorities. The Foundation recognizes accrued interest and penalties associated with uncertain tax positions as part of the provision for income taxes.

The Domenica Foundation, Inc. is exempt from federal and state income taxes under Internal Revenue Code Section 501(c)(3) and New Jersey Revenue Code Section 54:10A-3.



**THE DOMENICA FOUNDATION, INC.**  
**NOTES TO FINANCIAL STATEMENTS**  
**YEARS ENDED NOVEMBER 30, 2012 AND 2011**  
(Continued)

2. **Summary of Significant Accounting Policies** (continued)

**Advertising**

The Foundation expenses advertising costs as incurred. Advertising costs were \$0 and \$600 for the years ended November 30, 2012 and 2011, respectively.

3. **Marketable Securities**

The Foundation invests in domestic and international equity securities. Fair values for equity securities are determined by reference to quoted market prices and other relevant information generated by market transactions (Level 1 Measurements).

The cost and fair market values of investments at November 30 are as follows:

	<u>2012</u>		<u>2011</u>	
	Cost	Fair Value	Cost	Fair Value
Marketable Equity Securities	\$ 4,012,414	\$ 4,572,998	\$ 3,906,876	\$ 4,071,055

The Foundation has unrealized gains of \$394,317 and \$215,432 for the years ended November 30, 2012 and 2011, respectively.

4. **Accrued Expenses**

Accrued expenses at November 30 consisted of:

	<u>2012</u>	<u>2011</u>
Professional Fees	\$ 9,000	\$ 9,000
Federal Excise Taxes	3,975	376
	<u>\$ 12,975</u>	<u>\$ 9,376</u>

5. **Excise Taxes**

The Foundation is exempt from federal income taxes and classified as a private foundation under Section 501 of the Internal Revenue Code. It is subject to a 2 percent (1 percent if certain criteria are met) federal excise tax on net investment income, including realized gain, as defined by the Internal Revenue Code. Excise tax expense was \$3,597 and \$2,096 for the years ended November 30, 2012 and 2011, respectively.

6. **Concentration of Credit Risk Arising from Cash Deposits in Excess of Insured Limits**

The Foundation maintains an account with Fidelity Investments. The account contains cash and securities. Balances are insured up to \$500,000 (with limit of \$250,000 for cash) by the Securities Investors Protection Corporation.

7. **Income Tax Uncertainties**

The Foundation files income tax returns in the U.S. federal jurisdiction. The Foundation's U S federal income tax returns prior to fiscal year 2009 are closed.



**THE DOMENICA FOUNDATION, INC.**  
**NOTES TO FINANCIAL STATEMENTS**  
**YEARS ENDED NOVEMBER 30, 2012 AND 2011**  
(Continued)

8. **Operating Leases**

The Foundation leases commercial space to tenants under noncancelable long-term operating lease agreements expiring in June 2015. Revenue collected from these leases totaled \$125,580 and \$122,400 for the years ended November 30, 2012 and 2011, respectively. Future minimum rental payments for the fiscal years ending November 30 are:

2013	\$	103,032
2014		103,032
2015		51,516

9. **Subsequent Events**

Management has evaluated subsequent events through March 26, 2013 the date the financial statements were available to be issued.



Joseph F. Adams, CPA (NJ, PA)  
John M. Adams, CPA (NJ), PFS, CFP®  
Marvin D. Alloy, CPA (PA)\*  
Reynold P. Cicalese, CPA (NJ, PA), PFS, CGMA  
Anne D'Amico, CPA (NJ, PA), PFS  
Michael L. Engleman, CPA (NJ, PA)  
Robert W. Gargone, CPA (NJ)  
Richard A. Middleton, CPA (NJ, PA)  
Bruce R. Mulford, CPA (NJ, PA), ABV, CFF  
Kelly A. Raso, CPA (NJ, PA)  
Steven L. Shapiro, CPA (NJ, PA), PFS  
Kim Sheehan, CPA (NJ, PA), PFS  
Raymond Silverstein, CPA (NJ, PA)\*  
R. Dennis Vogt, CPA (NJ, PA)  
Harry W. Wilson, CPA (NJ, PA)



**ALLOY, SILVERSTEIN, SHAPIRO, ADAMS,  
MULFORD, CICALESSE, WILSON & CO.**

A PROFESSIONAL CORPORATION, CERTIFIED PUBLIC ACCOUNTANTS

Duane R. Miller, CPA (NJ, PA)

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Joyce A. Cinousis, CPA (NJ)  
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Lucy L. Lee, CPA (NJ)  
Jason K. Motoshige, CPA (CA)  
Sunny Mountcastle, CPA (NJ)  
Sharon H. Putscher, CPA (NJ)  
Julie M. Stroblein, CPA (NJ)  
Michael C. Weber, CPA (PA)

\* Retired/Inactive

**INDEPENDENT AUDITORS' REPORT ON SUPPLEMENTAL DATA**

To the Board of Trustees  
The Domenica Foundation, Inc.  
14 Sbar Boulevard  
Moorestown, New Jersey 08057

We have audited the financial statements of The Domenica Foundation (A Non-Profit Private Foundation) for the years ended November 30, 2012 and 2011, and our report thereon dated March 26, 2013 which expressed an unqualified opinion on those financial statements, appears on page 1. Our audits were conducted for the purpose of forming an opinion on the financial statements taken as a whole. The schedules of program service expenses, and management and general expenses are presented for purposes of additional analysis and are not a required part of the financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audits of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole.

*Alloy, Silverstein, Shapiro, Adams, Mulford, Cicalese, Wilson & Co.*

**ALLOY, SILVERSTEIN, SHAPIRO, ADAMS, MULFORD, CICALESSE, WILSON & CO.**

Cherry Hill, New Jersey  
March 26, 2013

**THE DOMENICA FOUNDATION, INC.**  
**SUPPLEMENTAL DATA**

	<b><u>Year Ended November 30</u></b>	
	<b><u>2012</u></b>	<b><u>2011</u></b>
<b><u>SCHEDULES OF PROGRAM SERVICE EXPENSES</u></b>		
Contributions	\$ 281,589	\$ 171,000
Fundraising	-	2,591
<b><u>TOTAL PROGRAM SERVICE EXPENSES</u></b>	<b><u>\$ 281,589</u></b>	<b><u>\$ 173,591</u></b>
<b><u>SCHEDULES OF MANAGEMENT AND GENERAL EXPENSES</u></b>		
Advertising	\$ -	\$ 600
Bank Charges	127	49
Depreciation	34,566	34,602
Insurance	4,570	3,808
Miscellaneous Expense	1,520	-
Professional Fees	10,759	9,033
Taxes - Federal Excise	3,597	2,096
Taxes - Other	1,905	399
Taxes - Real Estate	34,190	32,923
Utilities	7,403	8,598
Website Maintenance	235	235
<b><u>TOTAL MANAGEMENT AND GENERAL EXPENSES</u></b>	<b><u>\$ 98,872</u></b>	<b><u>\$ 92,343</u></b>

See Independent Auditors' Report on Supplemental Data

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**ALLOY, SILVERSTEIN, SHAPIRO, ADAMS,  
MULFORD, CICALESSE, WILSON & CO.**  
A PROFESSIONAL CORPORATION, CERTIFIED PUBLIC ACCOUNTANTS

**THE DOMENICA FOUNDATION**  
**INVESTMENT SALES**  
**11/30/2012**

<u>Date</u>	<u>Desc</u>	<u># SHRS</u>	<u>Cost</u>	<u>Proceeds</u>	<u>Gain (Loss)</u>	<u>Holding Period</u>
12/6/2011	NATIONAL OIL WELL	500 000	20,846 80	36,209.35	15,362 55	LT
12/7/2011	CONOCOPHILLIPS	500.000	25,388 00	36,138 15	10,750 15	LT
10/24/2012	BOEING CO	1,500.000	100,313.45	110,989.56	10,676.11	LT
11/23/2012	GOLSMAN SACHS	300.000	48,838.12	35,586 97	(13,251.15)	LT
11/23/2012	MCKESSON	300 000	23,894 65	27,809 34	3,914.69	LT
			<u>219,281.02</u>	<u>246,733.37</u>	<u>27,452.35</u>	Long Term Gain
1/18/2012	BOEING CO	1,000 000	73,987.95	75,543.09	1,555.14	ST
2/7/2012	COVANCE	2,500 000	118,351.70	112,861.04	(5,490.66)	ST
3/2/2012	TRANSOCEAN	1,000 000	50,278 18	54,703.03	4,424.85	ST
3/21/2012	TRANSOCEAN	500 000	25,139.09	29,013 70	3,874.61	ST
9/19/2012	CF INDS HLDS	250 00	34,709 05	56,376 27	21,667.22	ST
			<u>302,465.97</u>	<u>328,497.13</u>	<u>26,031.16</u>	Short Term Gain
Grand Total			<u>521,746.99</u>	<u>575,230.50</u>	<u>53,483.51</u>	



# Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

► **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

**Do not complete Part II unless** you have already been granted an automatic 3-month extension on a previously filed Form 8868

**Electronic filing (e-file).** You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit [www.irs.gov/efile](http://www.irs.gov/efile) and click on *e-file for Charities & Nonprofits*.

## **Part I Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only ☐

*All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.*

<b>Type or print</b>  File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions <b>THE DOMENICA FOUNDATION INC.</b>	Employer identification number (EIN) or <input checked="" type="checkbox"/> <b>20-3904706</b>
	Number, street, and room or suite no. If a P.O. box, see instructions <b>14 SBAR BOULEVARD</b>	Social security number (SSN) <input type="checkbox"/>
	City, town or post office, state, and ZIP code. For a foreign address, see instructions <b>MOORESTOWN, NJ 08057</b>	

Enter the Return code for the return that this application is for (file a separate application for each return)

**04**

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

**AJ PIPERNO**

- The books are in the care of ► **14 SBAR BOULEVARD - MOORESTOWN, NJ 08057**

Telephone No ► **856-234-8220**

FAX No ►

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) \_\_\_\_\_. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **JULY 15, 2013**, to file the exempt organization return for the organization named above. The extension is for the organization's return for.

► ☐ calendar year \_\_\_\_\_ or

► ☒ tax year beginning **DEC 1, 2011**, and ending **NOV 30, 2012**.

- 2 If the tax year entered in line 1 is for less than 12 months, check reason ☐ Initial return ☐ Final return  
☐ Change in accounting period

<b>3a</b> If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	<b>3a</b>	\$	<b>2,254.</b>
<b>b</b> If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	<b>3b</b>	\$	<b>2,320.</b>
<b>c Balance due.</b> Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	<b>3c</b>	\$	<b>0.</b>

**Caution.** If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

LHA For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form **8868** (Rev. 1-2012)