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Form **990-PF** Department of the Treasury Internal Revenue Service

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SCANNEY IAN O SOU

# Return of Private Foundation or Section 4947(a)(1) Nonexempt Charitable Trust Treated as a Private Foundation Note The foundation may be able to use a copy of this return to satisfy state reporting requirements.

OMB No 1545-0052 2012 Open to public Inspection

For (	caten	dar year 2012 or tax year deginning		, and end	iing		
Nar	ne of	foundation				A Employer identificatio	n number
т	ян	ZOE FOUNDATION			ı	20-7552474	1
		ad street (or PO box number if mail is not delivered to street	address)	T <sub>F</sub>	Room/suite	B Telephone number	<u>.                                    </u>
		STEARNS CT				413-586-61	126
		own, state, and ZIP code				C If exemption application is	
		THAMPTON, MA 01060				exemplies, application to	
		all that apply: Initial return	Initial return of a fo	rmer public ch	arıty	D 1. Foreign organization	s, check here
		Final return	X Amended return	•	-		
		Address change	Name change			Poreign organizations m check here and attach c	eeting the 85% test, omputation
H C	heck	type of organization. X Section 501(c)(3) ex	empt private foundation			E If private foundation st	atus was terminated
	Se	ction 4947(a)(1) nonexempt charitable trust	Other taxable private founda	tion		under section 507(b)(1	
I Fa	ur ma	irket value of all assets at end of year   J   Accountii	ng method: X Cash	Accrua	al	F If the foundation is in a	60-month termination
(fr	om I		her (specify)			under section 507(b)(1	
<u> </u>	\$_	601,229. (Part I, colui	mn (d) must be on cash b	oasis.)			
Pa	<u>ırt l</u>	Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not	(a) Revenue and	(b) Net inve		(c) Adjusted net	(d) Disbursements for charitable purposes
		necessarily equal the amounts in column (a) )	expenses per books	incon	ne 	income	(cash basis only)
	1	Contributions, gifts, grants, etc., received	258,055.			<u>N/A</u>	<u> </u>
	2	Check If the foundation is not required to attach Sch. B					<u> </u>
	3	Interest on savings and temporary cash investments					
	4	Dividends and interest from securities	6,752.	6	,752.		<u> </u>
	5a	Gross rents					A CONTRACTOR OF THE PARTY OF TH
	b	Net rental income or (loss)				S	TATUTE UNIT
ē	6a	Net gain or (loss) from sale of assets not on line 10 Gross sales price for all	<7,180.	>			HECEIVED
ē	b	assets on line 6a450, 215.					her 0.7 2016
Revenue	7	Capital gain net income (from Part IV, line 2)			<u> </u>		DEC 0 7 2010
_	8	Net short-term capital gain				<del></del>	PR BRANCH
	9	Income modifications Gross sales less returns					OGDEN
		and allowances					00.5
		Less Cost of goods sold  Gross profit or (loss)					<del> </del>
	11	Other income					
	12	Total. Add lines 1 through 11	257,627.		,752.		<del> </del>
	13	Compensation of officers, directors, trustees, etc	0.		0.		0.
	14	Other employee salaries and wages					<del> </del>
	15	Pension plans, employee benefits					
ses		Legal fees			··		
ens		-	2,000.		100.		0.
Ϋ́	c	Accounting fees STMT 1 Other professional fees STMT 2	500.		500.		0.
Ş	72	Interest (Ø)					
and Administrative Expen	8	TaxeDEC 0 6 2016 STMT 3	8,420.	8	3,365.		0.
nist	[9]	Depreciation and depletion [C.					
<u>=</u>	20	Occupancy The Art					
ΙΔα	21-	Travel, conferences, and meetings					
and	22	Printing and publications					
g	23	Other expenses STMT 4	7,255.	7	,255.		0.
Operating	24	Total operating and administrative	_	ı			
be		expenses. Add lines 13 through 23	18,175.	16	<u>,220.</u>		0,
J	25	Contributions, gifts, grants paid	119,750.			ļ	119,750
	26	Total expenses and disbursements.				}	
_	<u> </u>	Add lines 24 and 25	137,925.	16	<u>,220.</u>		119,750.
	27	Subtract line 26 from line 12:	110 700				
	Ι.	Excess of revenue over expenses and disbursements	119,702.	<u> </u>		<del></del>	<del> </del>
	ı	Net investment income (if negative, enter -0-)			0.	37 / 3	<del> </del>
2235		Adjusted net income (if negative, enter -0-)	<u> </u>			N/A	
12-0	5-12	LHA For Paperwork Reduction Act Notice, see	INSTRUCTIONS				Form <b>990-PF</b> (2012

Form **990-PF** (2012) 697

Part II   Balance Sheets   Segment player   (b) Book Value   (c) Fair Market Value   (c) Fair Market Value   (c) Fair Market Value   (d) Book Value   (d) Book Value   (d) Fair Market Value   (d) Fair Market Value   (d) Book Value   (d) Fair Market Value   (d) Fair Mar	For	m 99	00-PF (2012) THE ZOE FOUNDATION			7552474 Page 2
Cash - non-inturest-bearing   1.36 , 437 . 1.36 , 437 .	ГР	art	HI   Dalatice Stiects			
2 Savings and temporary cells investments  3 Accounts receivable  Less allowance for doubtful accounts  4 Pledges receivable  1 Less, sallowance for doubtful accounts  5 Barris receivable  8 Receivable due from officers, directors, trustues, and other disqualified persons  7 Benetiates intratementale Less and state mentale Less allowance for doubtful accounts  8 Inventiones for sals or use  1 Investments - Componite bonds  11 Lead, further Componite bonds  11 Lead, further Componite bonds  12 Investments - Componite bonds  13 Investments - Componite bonds  14 Lead, further Componite bonds  15 Unit assets (departice)  16 Total assets (to be composited by all fields)  17 Accounts payable and account despenses  18 Grants payable and account despenses  19 Componity restricted  19 Total deal and total total process of the Componite bonds  20 Leans than index, exercise, furthers, and other docudefied persons  21 Investments - Componite bonds  22 Total flabilities (deaf fines 17 though 22)  23 Total flabilities (deaf fines 17 though 22)  24 Tomponity restricted  25 Permanents (deaf sines 17 though 23)  26 Total net assets or fund balances  1 Total net assets or fund balances and beginning of year - Part II, column (a), line 30  (must appeal with end-of-year figure reported to purity year's reterring  1 Total net assets or fund balances and beginning of year - Part II, column (a), line 30  (must appeal with end-of-year figure reported to purity year's reterring  1 Total net assets or fund balances and of year films of more year's reterring  2 Part III Janahysis of Changes in Net Assets or Fund Balances  1 Total net assets or fund balances and of year films of more year's reterring  2 Total net assets or fund balances and of year films of more year's reterring  3 Column (a), line 30  4 481, 527, 601, 229.  2 199, 702.  3 Cher more season or included in		art	column snould be for end-of-year amounts only	(a) Book Value	_ `	
a Accounts receivable    Less allowance for doubtful accounts		1			136,437.	136,437.
Less allowance for doubtful accounts ▶  4. Prefuge screwable  5. Grants receivable  6. Requesteds but from officers, directors, trustees, and other disquarited persons  7. One race data transmiss  8. Inventioners Cus and distance charges  10. Investments - Cus and distance charges  10. Investments - Cus and distance charges  11. Investments - Cus porcale stock  12. Investments - Cus porcale stock  13. Investments - Cus porcale stock  14. Investments - Cus porcale stock  15. Investments - Cus porcale stock  16. Investments - Cus porcale stock  17. Investments - Cus porcale stock  18. Investments - Cus porcale stock  19. Investments - Cus porcale  19. Investments - Cus porcale stock  10. Investments - Cus		Į.		<del></del> +		<del></del>
Pedges recovable   Less discoverse for doubtful accounts   S Gratts receivable		3				
East allowance for country accounts ►  6 Racewables due from officers, directors, trustees, and other disqualified persons 7 One return training to train recently  1 East, allowance for dubtiful accounts ►  8 Inventioner's Cross for sale or use 1 Investments - U.S. and state poverment obligations STMT 6  9 Prepard expenses and deferred charges 10 Investments - Corporate bonds 11 Investments - Corporate bonds 12 Investments - Corporate bonds 13 Investments - Corporate bonds 13 Investments - mortrage loans 14 Land, buildings, and equipment basis ►  15 Grafts appeable 16 Total assets (to be composited by all idless) 17 Automatic poyable and accorporate depenses 18 Grafts papeable 19 Deferred revenue 19 Deferred revenue 19 Deferred revenue 10 Deferred revenue 11 Deferred revenue 12 Deferred revenue 12 Deferred revenue 13 Total liabilities (add lines 17 through 22) 10 Deferred revenue 13 Total liabilities (add lines 17 through 22) 14 Total liabilities (describe ► 15 Total liabilities (add lines 17 through 22) 15 Temporarily restricted 16 Permanently restricted 17 Total cases the found balances 18 Pad-in-or capital surplus, or land, bidg, and equipment find 28 Pad-in-or capital surplus, or land, bidg, and equipment find 29 Temporarily restricted 17 Total liabilities and net assets/fund balances 17 Total cases for fund balances a beginning of year - Part II, column (a), line 30 17 Capital resteets or fund balances 17 Total net assets or fund balances 17 Total net assets or fund balances a beginning of year - Part II, column (a), line 30 17 Capital resteets or fund balances and or year lines 2 (termize) ► 18 Cell net assets or fund balances and or year lines 2 (termize) ► 19 Cell net assets or fund balances and or year		ĺ				
6 Receivables due from officers, directors, trustees, and other osspatified persons 7 This erce set law rewalte Less a flowance for deutral accounts ▶ 18 Bit inventiones for sale or use 9 Prepared accentes an directive charges 19 Prepared accentes and delivered charges 10 Prepared accentes and delivered charges 10 Investments - componet stork c Investments - componet c Investments c Investments c Investments - componet c Investments		4	Pledges receivable ►			
Receasables due from officers, directors, trustees, and other disqualified persons 7 One return treasure treas		}	Less: allowance for doubtful accounts			
decigualified persons 7 the rotal trains resemble 1 these allowance for doubtful accounts > 1 10 the rotal developed to the property of the pr		5	Grants receivable			
Prepara oxpenses and deterror charges  B inventions for sale or use of the preparation of		6	Receivables due from officers, directors, trustees, and other	ľ		
Best			disqualified persons			
inventions for sale or use 9 Prepand operanes and deterred charges 10a Investments - Corporate Stock c Investments - Corporate Stock c Investments - Corporate bonds 11 westments - Corporate bonds 11 investments - other 12 investments - other 13 investments - other 14 Land, buildings, and equipment basis 15 investments - other 16 Cother assets (to be completed by all tidars) 17 Accounts payable and accrued expenses 18 Grants payable and accrued expenses 19 Deferred revenue 20 Loans from officers, directors, busides, and other disqualified persons 21 Univestments - other 22 Investments - other 23 Total faselfs (to be completed by all tidars) 24 Univestments - other 25 Temporary vestmicked 26 Permanestrable vestmicked 27 Emporaryly vestmicked 28 Permanestry vestmicked 29 Paul-in or capital surplus, or land, bidgs, and equipment fund 29 Restaued garings, accumplated income, andowment, or other funds 21 Total fasels for fund balances 21 Total fasels for fund balances 21 Total fasels or fund balances 21 Total fasels or fund balances 21 Total fasels or fund balances at beginning of year - Part II, column (e), line 30 20 Chief increases on tincibuded in line 2 (temze) \( \) 21 Total final bilities and net assets or fund balances at each or year resturn) 22 Enter amount from Part I, line 27a 23 Other increases not incibuded in line 2 (temze) \( \) 24 Add lines 1, 2, and 3 3 Collections of the funds balances at each of year (time 4 minus line 5) - Part III, column (b), line 30 4 6 601, 229 .		7	Other notes and loans receivable			
Prepare expenses and deferred charges			Less: allowance for doubtful accounts ▶			
Description	ţ	8	Inventories for sale or use			
Description	SSe	9	Prepaid expenses and deferred charges			
c Investments - corporate bonds  11 investments und sudiesp, and equipment basis  12 Investments - mortgage loans  13 investments - cother  14 Land, buildings, and equipment basis ▶  15 Other assets (describe ▶  16 Total assets (to be completed by all fillers)  17 Accounts payable and accrued expenses  18 Grants payable  19 Deferred revenue  20 Loans flow flow flow flow flow flow flow flow	⋖	10a	Investments - U.S. and state government obligations STMT 6	481,527.	256,792.	<u>256,792.</u>
11   Investments und buildings, and requirement busis		b	Investments - corporate stock			
12   Investments - mortgage loans   13   Investments - other   14   Land, buildings, and equipment basis   15   Other assets (describe   15   Other assets (foescribe   16   Total assets (foescribe   17   Accounts payable and accrued expenses   16   Grants payable and accrued expenses   16   Grants payable and accrued expenses   17   Accounts payable and accrued expenses   18   Grants payable   19   Deferred revenue   19   Deferred revenue   19   Deferred revenue   10   Loans from officers, circectors, trustees, and other disqualified persons   12   Mortgages and other notes payable   12   Other labilities (describe   12   Mortgages and other notes payable   12   Other labilities (describe   12   Mortgages and other notes payable   12   Other labilities (describe   12   Mortgages and other notes payable   12   Other labilities (describe   12   Mortgages and other notes payable   12   Other labilities (describe   12   Mortgages and other notes payable   12   Other labilities (describe   12   Mortgages and other notes payable   12   Mortgages and other notes payable   13   Mortgages and other notes payable   13   Mortgages and other notes payable   14   Mortgages and		C				
12   Investments - mortgage loans   13   Investments - other		11	Investments land, buildings, and equipment basis			
13 Investments - other  14 Land, buildings, and equipment: basis ▶  Less ascanded equipment: basis ▶  15 Other assets (describe ▶  16 Total assets (to be completed by all filers)  17 Accounts payable and accrued expenses  18 Grants payable  19 Deferred evenue  20 Loans from officers, directors, trustees, and other disqualified persons  21 Mortgages and other notes payable  22 Other liabilities (add lines 17 through 22)  23 Total liabilities (add lines 17 through 26 and fines 30 and 31  24 Unrestricted  25 Temporarity restricted  26 Permanently restricted  27 Capital stock, trust principal, or current lunds  28 Perd-in or capital surplus, or land, bligh, and equipment fund  29 Retained earnings, accumulated income, endowment, or other funds  29 Retained earnings, accumulated mocine, endowment, or other funds  29 Retained earnings, accumulated mocine, endowment, or other funds  20 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)  2 Enter amount from Part I, line 27a  2 Total net assets or fund balances at beginning of year - Part II, column (a), line 30  Other increases not included in line 2 (temize) ▶  3 Oction let assets or fund balances at end of year (fine 4 minus line 5) - Part III, column (b), line 30  6 Oction let assets or fund balances and of year (fine 4 minus line 5) - Part III, column (b), line 30  6 Oction let assets or fund balances and of year (fine 4 minus line 5) - Part III, column (b), line 30  6 Oction let assets or fund balances and of year (fine 4 minus line 5) - Part III, column (b), line 30  6 Oction let assets or fund balances and of year (fine 4 minus line 5) - Part III, column (b), line 30  6 Oction let asset sor fund balances and of year (fine 4 minus line 5) - Part III, column (b), line 30  6 Oction let asset sor fund balances and of year (fine 4 minus line 5) - Part III, column (b), line 30  6 Oction let asset sor fund balances and of year (fine 4 minus line 5) - Part III, colu			Less accumulated depreciation		208,000.	208,000.
Land, buildings, and equipment: basis		12	Investments - mortgage loans			
Less accumulated despirection  15 Other assets (to be completed by all filers)  16 Total assets (to be completed by all filers)  17 Accounts payable and accrued expenses 18 Grants payable 19 Deferred revenue 20 Cleans from officers, directors, frustoes, and other disqualified persons 21 Mortgages and other notes payable 22 Other liabilities (describe ►  23 Total liabilities (describe ►  23 Total liabilities (add lines 17 through 22)  25 Temporanty restricted 26 Permanently restricted 27 Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31  28 Permanently restricted 29 Foundations that ont follow SFAS 117, check here and complete lines 27 through 31  29 Paid-in or capital surplus, or land, bidg., and equipment fund 29 Relained earnings, accumulated income, endowment, or other funds 21 Total inet assets or fund balances 21 Total inet 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) 20 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) 20 Cher increases not included in line 2 (itemize) ► 3 Other increases not included in line 2 (itemize) ► 3 Occreases not included in line 2 (itemize) ► 5 Occreases not included in line 2 (itemize) ► 5 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 5 Occreases not included in line 2 (itemize) ► 5 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 6 6 Total ret assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 6 6 Total ret assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 6 6 Total ret assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 6 6 Total ret assets or fund balances at end of year (line 4 minus line 5) - P		13	Investments - other			
15 Other assets (describe		14	Land, buildings, and equipment: basis ►			
16 Total assets (to be completed by all filers)  17 Accounts payable and accrued expenses  18 Grants payable  20 Lears from officers, dectors, fusitiess, and other disqualified persons  21 Mortgages and other notes payable  22 Other liabilities (describe ▶  23 Total liabilities (add lines 17 through 22)  24 Unrestricted  25 Temporarily restricted  26 Permanently restricted  27 Capital stock, fust principal, or current funds  28 Parid-nor capital surplus, or land, bldg, and equipment fund  29 Retained earnings, accumulated income, endowment, or other funds  30 Total 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)  2 Enter amount from Part I, line 27a  3 Other increases not included in line 2 (itemize) ▶  3 Decreases not included in line 2 (itemize) ▶  5 Decreases not included in line 2 (itemize) ▶  5 Cotal ret assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30  6 6 601, 229 .  6 01, 229 .  6 01, 229 .  6 01, 229 .  6 01, 229 .  6 01, 229 .  6 01, 229 .  6 01, 229 .  6 01, 229 .  6 01, 229 .  6 01, 229 .  6 01, 229 .  6 01, 229 .  6 01, 229 .  7 1 481, 527 .  8 1 481, 527 .  8 1 481, 527 .  9 1 481, 527 .  9 1 481, 527 .  9 1 481, 527 .  9 1 481, 527 .  9 1 481, 527 .  9 1 1 481, 527 .  9 1 1 481, 527 .  9 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1			Less accumulated depreciation			
17 Accounts payable and accrued expenses 18 Grants payable 19 Deferred revenue 20 Loans tem officers, directors, trustees, and other disqualified persons 21 Mortgages and other notes payable 22 Other liabilities (add lines 17 through 22) 23 Total liabilities (add lines 17 through 22) 24 Urrestricted 25 Temporarity restricted 26 Permanently restricted 27 Tomail studies of fund balances at pendium of year - Part III, column (a), line 30 (must agree with end-of-year figure reported on prior year's return) 28 Part III Analysis of Changes in Net Assets or Fund Balances 29 Tenter amount from Part I, line 27a 30 Other increases not included in line 2 (tlemize) ▶ 31 Decreases not included in line 2 (tlemize) ▶ 53 Decreases not included in line 2 (tlemize) ▶ 54 Decreases not included in line 2 (tlemize) ▶ 55 Decreases not included in line 2 (tlemize) ▶ 56 Total ret assets or fund balances at end of year (line 4 minus line 5) - Part III, column (b), line 30 66 6 501, 229 • 67 Total ret assets or fund balances at end of year (line 4 minus line 5) - Part III, column (b), line 30 68 Total ret assets or fund balances at end of year (line 4 minus line 5) - Part III, column (b), line 30 69 Total ret assets or fund balances at end of year (line 4 minus line 5) - Part III, column (b), line 30 60 Total ret assets or fund balances at end of year (line 4 minus line 5) - Part III, column (b), line 30 60 Total ret assets or fund balances at end of year (line 4 minus line 5) - Part III, column (b), line 30 61 Total ret assets or fund balances at end of year (line 4 minus line 5) - Part III, column (b), line 30 62 Total ret assets or fund balances at end of year (line 4 minus line 5) - Part III, column (b), line 30 63 Total ret assets or fund balances at end of year (line 4 minus line 5) - Part III, column (b), line 30 64 Total ret assets or fund balances at end of year (line 4 minus line 5) - Part III, column (b), line 30 65 Total ret assets or fund balances at end of year (line 4 minus line 5) - Part III, column (b), line 30		15	Other assets (describe ►)			
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18   Grants payable		16	Total assets (to be completed by all filers)	481,527.	601,229.	601,229.
19 Deferred revenue 20 Loans hom officers, directors, trustees, and other disqualified persons 21 Mortgages and other notes payable 22 Other liabilities (add lines 17 through 22) 23 Total liabilities (add lines 17 through 22) 30 Total liabilities (add lines 17 through 26 and lines 30 and 31 24 Unrestricted 25 Temporarily restricted 26 Permanently restricted 27 Toundations that do not follow SFAS 117, check here and complete lines 27 through 31 28 Pard-in or capital stock, trust principal, or current lunds 29 Retained earnings, accumulated income, endowment, or other funds 30 Total net assets or fund balances 30 Total net assets or fund balances at end of year Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return) 20 Total reases not included in line 2 (itemize)  3 0. 4 Add lines 1, 2, and 3 4 601, 229. 5 Total reases so or uncluded in line 2 (itemize)  5 0. 5 Total reases so or uncluded in line 2 (itemize)  5 0. 6 Total reases so or uncluded in line 2 (itemize)  5 0. 6 Total reases so or uncluded in line 2 (itemize)  5 0. 6 Total reases so or uncluded in line 2 (itemize)  5 0. 6 Total reases or fund balances at end of year (line 4 minus line 5) - Part III, column (b), line 30 6 6 001, 229.		17	Accounts payable and accrued expenses			
20 Loans from officers, directors, trustees, and other disqualified persons 21 Mortgages and other notes payable 22 Other labilities (describe ► )  23 Total liabilities (add lines 17 through 22)		18	Grants payable			
23 Total liabilities (add lines 17 through 22)  Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31  24 Unrestricted 25 Temporarily restricted 26 Permanently restricted Foundations that do not follow SFAS 117, check here and complete lines 27 through 31  27 Capital stock, trust principal, or current lunds 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  481,527. 601,229.  Part III Analysis of Changes in Net Assets or Fund Balances  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)  2 Enter amount from Part I, line 27a  3 Other increases not included in line 2 (itemize)  3 0.4  Add lines 1, 2, and 3  4 601,229.  Found III and balances at leginning of year - Part II, column (b), line 30  6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30  6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30  6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30  6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	Ŋ	19	Deferred revenue			
23 Total liabilities (add lines 17 through 22)  Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31  24 Unrestricted 25 Temporarily restricted 26 Permanently restricted Foundations that do not follow SFAS 117, check here and complete lines 27 through 31  27 Capital stock, trust principal, or current lunds 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  481,527. 601,229.  Part III Analysis of Changes in Net Assets or Fund Balances  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)  2 Enter amount from Part I, line 27a  3 Other increases not included in line 2 (itemize)  3 0.4  Add lines 1, 2, and 3  4 601,229.  Found III and balances at leginning of year - Part II, column (b), line 30  6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30  6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30  6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30  6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	iţie	20	Loans from officers, directors, trustees, and other disqualified persons			
23 Total liabilities (add lines 17 through 22)  Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31  24 Unrestricted 25 Temporarily restricted 26 Permanently restricted Foundations that do not follow SFAS 117, check here and complete lines 27 through 31  27 Capital stock, trust principal, or current lunds 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  481,527. 601,229.  Part III Analysis of Changes in Net Assets or Fund Balances  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)  2 Enter amount from Part I, line 27a  3 Other increases not included in line 2 (itemize)  3 0.4  Add lines 1, 2, and 3  4 601,229.  Found III and balances at leginning of year - Part II, column (b), line 30  6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30  6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30  6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30  6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	apil	21	· · · · · · · · · · · · · · · · · · ·			
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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   481,527.   601,229.	auc		<u> </u>		<u> </u>	
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   481,527.   601,229.	3ak	1	· · ·	·		
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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   481,527.   601,229.	5					
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Total net assets or fund balances  31 Total liabilities and net assets/fund balances  481,527. 601,229.  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)  2 Enter amount from Part I, line 27a  3 Other increases not included in line 2 (itemize) ▶  4 Add lines 1, 2, and 3  5 Decreases not included in line 2 (itemize) ▶  6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30  6 601,229.	ets	1		·		
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Total liabilities and net assets/fund balances   481,527.   601,229.	et	1	_ · ·	181 527	601 229	
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)  2 Enter amount from Part I, line 27a  3 Other increases not included in line 2 (itemize) ▶  4 Add lines 1, 2, and 3  5 Decreases not included in line 2 (itemize) ▶  5 O.  6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30  6 601,229.	Z	30	Total liet assets of fully balances	401,327.	001,225.	
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)  2 Enter amount from Part I, line 27a  3 Other increases not included in line 2 (itemize) ▶  4 Add lines 1, 2, and 3  5 Decreases not included in line 2 (itemize) ▶  5 O.  6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30  6 601,229.		21	Total liabilities and not accete/fund balances	481 527	601 229	
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(must agree with end-of-year figure reported on prior year's return)  2 Enter amount from Part I, line 27a  3 Other increases not included in line 2 (itemize) ▶  4 Add lines 1, 2, and 3  5 Decreases not included in line 2 (itemize) ▶  5 Oc.  6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30  1 481,527.  2 119,702.  3 0.  6 601,229.	1	Tota	I get assets or fund halances at beginning of year - Part II column (a) line:	 30		
2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize) ► 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) ► 5 Oc. 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30				••		<b>4</b> 81 527
3 0. 4 Add lines 1, 2, and 3 4 601, 229. 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 6 601, 229.	2	-			<del> </del>	119 702
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	-		· · · ·	dumn (h) line 30		
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THE ZOE FOUNDATION 20-7552474 Page 3 Capital Gains and Losses for Tax on Investment Income Part IV (b) How acquired P - Purchase D - Donation (d) Date sold (a) List and describe the kind(s) of property sold (e.g., real estate, (c) Date acquired 2-story brick warehouse; or common stock, 200 shs. MLC Co.) (mo., day, yr.) (mo., day, yr ) 250000 FNMA 1.25% P 03/30/11 06/22/12 ь 50000 FNMA 1.25% P 03/30/11 02/13/12 25000 FHLB 1.75% P 12/28/11 11/21/12 d 125000 FHLB 1.75% 12/28/11 P 12/14/12 e FHLB MKT VALUE ADJ **VARIOUS** 12/31/12 P (g) Cost or other basis (f) Depreciation allowed (h) Gain or (loss) (e) Gross sales price plus expense of sale (e) plus (f) minus (g) (or allowable) 250,000. 252,329 <2,329.> 50,197. 50,466. <269.> 25,016. 25,137. <121.> 125,000. 125,682 <682.> <3,779.> 3,779. Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 (I) Gains (Col. (h) gain minus col. (k), but not less than -0-) or (j) Adjusted basis (k) Excess of col. (i) (i) F M.V. as of 12/31/69 Losses (from col. (h)) as of 12/31/69 over col. (1), if any <2,329.> <269.> b <121.> <682.> <3,779.> е If gain, also enter in Part I, line 7 <7,180.> 2 Capital gain net income or (net capital loss) 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) N/A If (loss), enter -0- in Part I, line 8 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. Yes X No Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part. Enter the appropriate amount in each column for each year; see the instructions before making any entries (d)
Distribution ratio
(col. (b) divided by col. (c)) (a)
Base period years
Calendar year (or tax year beginning in) (b)
Adjusted qualifying distributions Net value of noncharitable-use assets 242,087. 18,574 .076724 2011 106,968. 37,466. 2010 2.855069 116,970. 112,602. 1.038791 2009 0 44,826 .000000 2008 2007 Total of line 1, column (d) 2 3.970584 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 .992646 619,232. Enter the net value of noncharitable-use assets for 2012 from Part X, line 5 614,678. Multiply line 4 by line 3 5 Enter 1% of net investment income (1% of Part I, line 27b) 6 0. Add lines 5 and 6 <u>614,678.</u> 119,750. 8 Enter qualifying distributions from Part XII, line 4

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.

$\overline{}$	1990-PF (2012) THE ZOE FOUNDATION		<u> 7552</u>			Page 4
	irt VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or	4948	- see ir	nstru	ctio	<u>าร)</u>
1a	Exempt operating foundations described in section 4940(d)(2), check here   and enter "N/A" on line 1.	- [				
	Date of ruling or determination letter: (attach copy of letter if necessary-see instructions)		i			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here   and enter 1%	1				0.
	of Part I, line 27b		İ		_	
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				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.					
а	2012 estimated tax payments and 2011 overpayment credited to 2012 6a 29					
	Exempt foreign organizations - tax withheld at source 6b	7	1			
	Tax paid with application for extension of time to file (Form 8868)  6c		Ì			
	Backup withholding erroneously withheld 6d	┪	1			
	Total credits and payments. Add lines 6a through 6d	7				29.
8	Enter any <b>penalty</b> for underpayment of estimated tax. Check here if Form 2220 is attached	8	+			<u> </u>
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	<del> </del>			
10	Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	<del> </del> -			29.
11			<del> </del> -			0.
_	rt VII-A Statements Regarding Activities	111	<del></del>			<u> </u>
	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or interve				Yes	No
10	any political campaign?	116 111	l	1a		X
	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)	9		1b		X
Ų				טו		
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials public distributed by the foundation in connection with the activities	snea or				
_	•		ļ	4.		v
	Did the foundation file Form 1120-POL for this year?			1c		X
Ü	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year <sup>2</sup> (1) On the foundation. ► \$ 0 . (2) On foundation managers. ► \$					
_		<u>'•</u>				1
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation					
	managers. ► \$			ا م ا		7.7
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?			2		_X_
•	If "Yes," attach a detailed description of the activities					
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation	i, or		` `		7.7
	bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		i	3		X
	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	3.	T / 3	4a		_X_
	If "Yes," has it filed a tax return on Form 990-T for this year?	L	I/A	4b		37
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?			_5_		X
	If "Yes," attach the statement required by General Instruction T					ĺ
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:					1
	By language in the governing instrument, or					i
	By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the s	ate law				**
_	remain in the governing instrument?			6	<del></del> _	<u> X</u>
7				7_	<u>X</u>	
_	If "Yes," complete Part II, col (c), and Part XV					1
88	Enter the states to which the foundation reports or with which it is registered (see instructions)			-		[
	MA					
t	off the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate)					1
	of each state as required by General Instruction G? If "No," attach explanation			8b	X	<del> </del>
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for (	alendar		1		
	year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV			9_		<u>X</u>
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses			10	<u> </u>	X

	990-PF (2012) THE ZOE FOUNDATION 20-7552	<u> 4/4</u>		Page <b>5</b>
Pa	rt 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		Х
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 ► SILAS KOPF Telephone no. ► 413 – 58	16-6	126	
14	Located at ► 20 STEARNS CT, NORTHAMPTON, MA ZIP+4 ►01		120	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here	.000		$\overline{}$
10	· · · · · · · · · · · · · · · · · · ·	NT	/A	
40	and enter the amount of tax-exempt interest received or accrued during the year		Yes	No
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank,	1 1	165	
	securities, or other financial account in a foreign country?	16		<u>X</u>
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign	1	1	
<u> </u>	country	Щ		
Pa	art VII-B Statements Regarding Activities for Which Form 4720 May Be Required	T 1		
	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 1		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)			
	a disqualified person?			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	1 1		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?			
	(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)?			
	(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.)			
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations			
-	section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?  N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	"		
r	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected			
•	before the first day of the tax year beginning in 2012?	1c		Х
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation	16		
_	defined in section 4942(j)(3) or 4942(j)(5)):			
	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning			
đ	before 2012? Let une foundation have any undistributed income (lines od and de, rait XIII) for tax year(s) beginning  Yes X No			
	<u> </u>			
	If "Yes," list the years \( \bigs_{			
Ū				
	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 <b>any</b> of the years listed in 2a, list the years here.			
_	<u> </u>			
За	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time			
	during the year?	1 1		
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after			
	May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose			
	of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C,			}
	Form 4720, to determine if the foundation had excess business holdings in 2012)  N/A	3b		
48	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	_4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that			[
	had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		_X_

orm 990-PF (2012) THE ZOE FOUNDATION			<u> 20-75524</u>	<b>74</b> Page	<u> 6</u>
Part VII-B Statements Regarding Activities for Which F	Form 4720 May Be F	Required (contin	ued)		
5a During the year did the foundation pay or incur any amount to:			ļ	1 1	
(1) Carry on propaganda, or otherwise attempt to influence legislation (section	n 4945(e))?	Ye	s X No	} }	
(2) Influence the outcome of any specific public election (see section 4955); o	r to carry on, directly or indire	ectly,			
any voter registration drive?		Ye	s X No	1 1	
(3) Provide a grant to an individual for travel, study, or other similar purposes	?	Ye	es X No		
(4) Provide a grant to an organization other than a charitable, etc., organization	n described in section			1 1	
509(a)(1), (2), or (3), or section 4940(d)(2)?		Y6	s X No		
(5) Provide for any purpose other than religious, charitable, scientific, literary,	or educational purposes, or f	or		1 1	
the prevention of cruelty to children or animals?		Ye	es X No		
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify und	der the exceptions described i	n Regulations		{	
section 53.4945 or in a current notice regarding disaster assistance (see instru	ctions)?		N/A	5b	
Organizations relying on a current notice regarding disaster assistance check h	ere				
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption fi	rom the tax because it maintai	ined			
expenditure responsibility for the grant?	N	[/A	es No		
If "Yes," attach the statement required by Regulations section 53 494	5-5(d)				
${\bf 6a}$ Did the foundation, during the year, receive any funds, directly or indirectly, to	pay premiums on				
a personal benefit contract?		Ye	es X No		
<b>b</b> Did the foundation, during the year, pay premiums, directly or indirectly, on a p	ersonal benefit contract?		<u> </u>	6b X	<u>.                                    </u>
If "Yes" to 6b, file Form 8870					
7a At any time during the tax year, was the foundation a party to a prohibited tax s		Ye	es X No		
b If "Yes," did the foundation receive any proceeds or have any net income attribu		<del></del>		7b	
Part VIII Information About Officers, Directors, Trust Paid Employees, and Contractors	<del></del>	inagers, Highly	y 		
List all officers, directors, trustees, foundation managers and their	<del></del>		L Casa	r	
(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, oth allowances	e ier S
SILAS W_KOPF	TRUSTEE				_
20 STEARNS CT			ľ		
NORTHAMPTON, MA 01060	0.00	0.	0.	0	<u>) .</u>
<del></del>	GRANT COMMITT	EE			
20 STEARNS CT				ĺ	
NORTHAMPTON, MA 01060	0.00	0.	0.	0	<u>.</u>
	GRANT COMMITT	EE	)		
20 STEARNS CT					
ORTHAMPTON, MA 01060	0.00	0.	0.	0	<u>.</u>
<del></del>		ĺ			
		1	)	Ì	
Common at the part and and a section to the section of	ludad as the sale of		l	L	
Compensation of five highest-paid employees (other than those inc	(b) Title, and average	enter "NONE."	(d) Contributions to	(e) Expense	
(a) Name and address of each employee paid more than \$50,000	hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	account, oth allowances	ner
NONE		1			
		ļ			
	-				
		-			
	-				
		<del> </del>			_
	-				
		<del> </del>	<del>                                     </del>		—
	-				
Fahal number of other employees paid ever \$50,000	<u> </u>	I	<del></del>	<u> </u>	_

Form 990-PF (2012) THE ZOE FOUNDATION		<u> 552474                                  </u>	Page 7
Part VIII Information About Officers, Directors, Trustees, Foundation Man Paid Employees, and Contractors (continued)	agers, Highly		
3 Five highest-paid independent contractors for professional services. If none, enter "NONE."			
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compe	ensation
NONE			
		1	
		1	
	<del></del>		
		[	
		}	
		1	
Total number of others receiving over \$50,000 for professional services		<b>&gt;</b>	0
Part IX-A Summary of Direct Charitable Activities			
List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical informati number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	on such as the	Expenses	
1 N/A			
1 11/11			
2			
3			
4			
Part IX-B Summary of Program-Related Investments	<del></del>		
Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2		Amount	
1 <u>N/A</u>			
2			
All other program-related investments See instructions.			
3			
Total, Add lines 1 through 3	<b></b>		0.

·. ·.

Par	Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations	ındatıons, se	e instructions )
1 F:	air market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a A	overage monthly fair market value of securities	1a	313,030.
b A	werage of monthly cash balances	1b	107,632.
¢ F	air market value of all other assets	1c	208,000.
d T	otal (add lines 1a, b, and c)	1d	628,662.
e R	Reduction claimed for blockage or other factors reported on lines 1a and		
1	c (attach detailed explanation)	.	
2 A	Acquisition indebtedness applicable to line 1 assets	2	0.
<b>3</b> S	Subtract line 2 from line 1d	3	628,662.
<b>4</b> C	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	9,430.
5 N	let value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	619,232.
6 N	Minimum investment return Enter 5% of line 5	6	30,962.
Par	Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations a foreign organizations check here   and do not complete this part.)	nd certain	
1 M	Ainimum investment return from Part X, line 6	1	30,962.
2a T	ax on investment income for 2012 from Part VI, line 5	<u> </u>	
b lr	ncome tax for 2012. (This does not include the tax from Part VI.)	<u> </u>	
c A	Add lines 2a and 2b	2c	0.
<b>3</b> D	Distributable amount before adjustments Subtract line 2c from line 1	3	30,962.
<b>4</b> R	Recoveries of amounts treated as qualifying distributions	4	0.
5 A	Add lines 3 and 4	5	30,962.
<b>6</b> D	Deduction from distributable amount (see instructions)	6	0.
7 D	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	30,962.
	Qualifying Distributions (see instructions)  Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:	<del>  </del> -	
	Expenses, contributions, gifts, etc total from Part I, column (d), line 26	1a	119,750.
	Program-related investments - total from Part IX-B	1b	0.
	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
	Amounts set aside for specific charitable projects that satisfy the.	-	
	Suitability test (prior IRS approval required)	3a	
	Cash distribution test (attach the required schedule)	3b	
	Qualifying distributions Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	119,750.
	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment	-	115,750.
	ncome. Enter 1% of Part I, line 27b	5	0
	Adjusted qualifying distributions Subtract line 5 from line 4	6	119,750.
	Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation		
_	4940(e) reduction of tax in those years.		

Form **990-PF** (2012)

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	( <b>d)</b> 2012
1 Distributable amount for 2012 from Part XI,				
line 7				30,962.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only	ļ			
<b>b</b> Total for prior years:				
, ,		0.		
3 Excess distributions carryover, if any, to 2012:				
<b>a</b> From 2007				
<b>b</b> From 2008				
c From 2009 109,161.	Ì			
d From 2010 107,000.				
e From 2011 18,600.				
f Total of lines 3a through e	234,761.			:
4 Qualifying distributions for 2012 from				
Part XII, line 4: ►\$ 119,750.		(		
a Applied to 2011, but not more than line 2a			0.	
<b>b</b> Applied to undistributed income of prior				<del> </del>
years (Election required - see instructions)		0.		
c Treated as distributions out of corpus				<del></del>
(Election required - see instructions)	0.			
d Applied to 2012 distributable amount				30,962.
e Remaining amount distributed out of corpus	88,788.			
5 Excess distributions carryover applied to 2012	0.			0.
(If an amount appears in column (d), the same amount must be shown in column (a))	0.			<u>.</u>
6 Enter the net total of each column as indicated below:				
& Corpus Add lines 3f, 4c, and 4e Subtract line 5	323,549.	•		
<b>b</b> Prior years' undistributed income. Subtract			·	
line 4b from line 2b		0.		
c Enter the amount of prior years'				
undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously				
assessed		0.		
d Subtract line 6c from line 6b. Taxable				
amount - see instructions		0.		
e Undistributed income for 2011. Subtract line				
4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract				
lines 4d and 5 from line 1. This amount must				
be distributed in 2013				0.
7 Amounts treated as distributions out of				
corpus to satisfy requirements imposed by				
section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007				
not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2013				
Subtract lines 7 and 8 from line 6a	323,549.			
10 Analysis of line 9.				
a Excess from 2008		ı		
b Excess from 2009 109,161.				
c Excess from 2010 107,000.		ı		
d Excess from 2011 18,600.		,		
e Excess from 2012 88,788.	}			
		<del></del>	<del></del>	F 000 DE (0040)

		FOUNDATION				52474 Page 10	
Part	XIV Private Operating Fo	oundations (see ins	structions and Part VII	A, question 9)	N/A		
1 a If	the foundation has received a ruling or	determination letter that	it is a private operating	ľ			
fo	undation, and the ruling is effective for	2012, enter the date of t	he ruling	<b>▶</b>			
<b>b</b> Cl	heck box to indicate whether the found	ation is a private operatin	g foundation described i	n section	4942(j)(3) or 4	942(j)(5)	
2 a Er	nter the lesser of the adjusted net	Tax year		Prior 3 years			
ın	come from Part I or the minimum	(a) 2012	<b>(b)</b> 2011	(c) 2010	(d) 2009	(e) Total	
ın	vestment return from Part X for						
ea	ach year listed						
<b>b</b> 8	5% of line 2a						
c Q	ualifying distributions from Part XII,						
tır	ne 4 for each year listed				}		
d A	mounts included in line 2c not						
us	sed directly for active conduct of						
ex	kempt activities			}			
e Q	ualifying distributions made directly						
	r active conduct of exempt activities.						
	ubtract line 2d from line 2c			İ			
	omplete 3a, b, or c for the						
	ternative test relied upon: issets" alternative test - enter.				ļ		
	) Value of all assets						
,	Value of assets qualifying						
(2	under section 4942(j)(3)(B)(i)						
<b>b</b> "E	ndowment" alternative test - enter						
	3 of minimum investment return						
	nown in Part X, line 6 for each year				İ		
	Support" alternative test - enter:				<del></del>	<del> </del>	
	) Total support other than gross						
١.	investment income (interest,						
	dividends, rents, payments on						
	securities loans (section 512(a)(5)), or royalties)						
12	2) Support from general public		<del></del>				
'-	and 5 or more exempt	1		)			
	organizations as provided in section 4942(j)(3)(B)(iii)						
15	3) Largest amount of support from		<u> </u>	<u> </u>			
,,	an exempt organization			ļ			
14	Gross investment income					<del> </del>	
	XV Supplementary Info	rmation (Comple	te this part only	if the foundati	on had \$5,000 or m	ore in assets	
	at any time during t				. ,		
1 lr	nformation Regarding Foundatio	n Managers:					
	ist any managers of the foundation wh		than 2% of the total cont	ributions received by	the foundation before the cl	ose of any tax	
	ear (but only if they have contributed m			•		•	
NON	E						
	ist any managers of the foundation wh	o own 10% or more of th	e stock of a corporation (	or an equally large p	ortion of the ownership of a	partnership or	
0	ther entity) of which the foundation has	s a 10% or greater interes	st.				
NON	E						
	nformation Regarding Contributi	on, Grant, Gift, Loan,	Scholarship, etc., Pr	ograms:	<del>-</del>		
С	heck here 🕨 🔲 if the foundation o	nly makes contributions	to preselected charitable	organizations and do	es not accept unsolicited req	uests for funds. If	
th	ne foundation makes gifts, grants, etc.	(see instructions) to indiv	viduals or organizations u	nder other condition	s, complete items 2a, b, c, ar	nd d	
a T	a The name, address, and telephone number or e-mail of the person to whom applications should be addressed:						
SEE	SEE STATEMENT 7						
b T	b The form in which applications should be submitted and information and materials they should include:						
c A	c Any submission deadlines:						
d A	ny restrictions or limitations on awards	s, such as by geographic	al areas, charitable fields.	kınds of institutions.	or other factors:		

3 Grants and Contributions Paid During the Y		Payment		
Recipient	If recipient is an individual, show any relationship to			
Name and address (home or business)	show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year	Of Substantial Contributor	Toopiciit		
a raid ddinig the year				
HE WILLISTON NORTHAMPTON SCHOOL		501(C)(3)	PROGRAM SERVICES	
9 PAYSON AVE				8 500
ASTHAMPTON, MA 01027				8,500
		1		
IVERSIDE INDUSTRIES		501(C)(3)	PROGRAM SERVICES	
OTTAGE ST			1	
ASTHAMPTON, MA 01027		<del> </del>		50,000
ORTHAMPTON SURVIVAL CENTER		501(C)(3)	PROGRAM SERVICES	
65 PROSPECT STREET				
ORTHAMPTON, MA 01060				5,000
APESTRY HEALTH		501(C)(3)	PROGRAM SERVICES	
96 NONOTUCK ST 2ND FL				
LORENCE, MA 01062				5,000
AYDENVILLE CONGREGATIONAL CHURCH		501(C)(3)	PROGRAM SUPPORT	
43 MAIN STREET				
AYDENVILLE MA 01039				10,000
	NTINUATION SHE	ET(S)	<u>▶ 3a</u>	119,750
b Approved for future payment				
NONE				
	}			
		<u> </u>		
				=
Total			<b>▶</b> 3b	0

ter gross amounts unless otherwise indicated.	Unrelated t	ousiness income		y section 512, 513, or 514	(e)
·	(a) Business	(b) Amount	(C) Exclu- sion	(d) Amount	Related or exemp function income
rogram service revenue:	code		code	Amount	
	_	<del></del>		<del></del>	<del> </del>
			_		
			<del>-  -  -</del>		
Fees and contracts from government agencies	_		+ +		
lembership dues and assessments	<del></del>	<del></del>			<del></del>
terest on savings and temporary cash	<u> </u>	<u> </u>			<del></del>
vestments			1 (		
ividends and interest from securities			14	6,752.	
et rental income or (loss) from real estate:				0,132.	
Debt-financed property	-				
Not debt-financed property					
et rental income or (loss) from personal			+		
roperty				į	
ther investment income					· · · · · · · · · · · · · · · · · · ·
ain or (loss) from sales of assets other	<u> </u>				
an inventory	1		18	<7,180.	
et income or (loss) from special events	-		10		
ross profit or (loss) from sales of inventory			-		
ther revenue:			+++		
	1 1				
	1 1				<del></del>
ubtotal. Add columns (b), (d), and (e)		(	).	<428.	 >
otal Add line 12, columns (b), (d), and (e)	<u> </u>		<u></u>		<4
worksheet in line 13 instructions to verify calculations	c)				
rt XVI-B Relationship of Activitie		nplishment of	Exempt P	urposes	
No Explain below how each activity for which i	income is reported in a	column (e) of Part XV	I-A contributed	I importantly to the accom	nlishment of
the foundation's exempt purposes (other t					
N/A				<del></del>	<del></del>
				<del></del>	
		<del></del>	<del></del>	<del>_</del> _	<del></del>
				<del></del>	<del></del>
				<del>_</del>	
				<del></del>	<del></del>
			<del></del>		
					<del></del>

Here PRESID X Yes No Signature of officer or trustee Print/Type preparer's name Preparer's signature Date Check īf PTIN self- employed **Paid** LAURA K. BAROOSHIAN P00284431 Preparer Firm's name ▶ DICICCO, GULMAN & COMPANY, LLP Firm's EIN ► 04-3296226 **Use Only** Firm's address ▶ 150 PRESIDENTIAL WAY, SUITE 510 781-937-5300 WOBURN, MA 01801 Phone no.

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

Employer identification number

Name of the organization	Employer identification number								
ТН	20-7552474								
Organization type (check or	THE ZOE FOUNDATION 20-7552474  Organization type (check one)								
Filers of:	Section:								
Form 990 or 990-EZ 501(c)( ) (enter number) organization									
	4947(a)(1) nonexempt charitable trust <b>not</b> treated as a private foundation								
	527 political organization								
Form 990-PF	X 501(c)(3) exempt private foundation								
	4947(a)(1) nonexempt charitable trust treated as a private foundation								
	501(c)(3) taxable private foundation								
, ,	s covered by the <b>General Rule</b> or a <b>Special Rule.</b> (7), (8), or (10) organization can check boxes for both the General Rule and a Special Ru	ile See instructions							
	n filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in m lete Parts I and II	oney or property) from any one							
Special Rules									
509(a)(1) and 170(l	c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regolo)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the 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 lf 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) (2012)

Name of organization

Employer identification number

### THE ZOE FOUNDATION

20-7552474

Part I	Contributors (see instructions). Use duplicate copies of Part I if addition	nal space is needed	
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	JANE W. KOPF REVOCABLE TRUST, SMITHFIELD TRUST COMPANY TRUSTEE  20 STANWIX STREET, SUITE 650 PITTSBURGH, PA 15222-4801	\$ <u>208,000</u> .	Person Payroll Noncash X (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
2	ESTATE OF JANE W. KOPF SMITHFIELD TRUST COMPANY 20 STANWIX STREET, SUITE 650 PITTSBURGH, PA 15222-4801	\$ 50,000.	Person X Payroll Noncash (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		- \$	Person Payroll Noncash (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		- _ \$	Person Payroll Oncash (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		- _ \$	Person Payroll Noncash (Complete Part II if there is a noncash contribution)

Name of organization

Employer identification number

## THE ZOE FOUNDATION

20-7552474

(a)			
No.	(h)	(c)	(d)
from	(b)  Description of noncash property given	FMV (or estimate)	
Part I	Description of horicash property given	(see instructions)	Date received
	DING		
_ 1	101110		
			(d) Date received  (d) Date received  (d) Date received  (d) Date received  (d) Date received
		\$ 208,000.	12/31/12
(a)			
No.	(b)	(c)	(d)
from	Description of noncash property given	FMV (or estimate)	
Part I	, ,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	(see instructions)	
		\$	<del></del>
(a)		(c)	
No.	(b)	FMV (or estimate)	
from	Description of noncash property given	(see instructions)	Date received
Part I		(See man denoma)	
ĺ <u> </u>			
		\$	
(a)			
(a) No.	/b)	(c)	(4)
from	(b) Description of noncash property given	FMV (or estimate)	
Part I	bescription of noncastr property given	(see instructions)	Date received
ļ ———			
(a)		/->	
No.	(b)	(c) FMV (or estimate)	(d)
from	Description of noncash property given	(see instructions)	
Part I		(see instructions)	
			(d) Date received
		\$	
(a)			
(a) No.	/63	(c)	الدا
from	(b)	FMV (or estimate)	
Part I	Description of noncash property given	(see instructions)	Date received
	<del>_</del>		
		1	

Schedule B (Form 990, 990-EZ, or 990-PF) (2012) Page 4 Employer identification number Name of organization FOUNDATION 20-7552474 THE ZOE 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) Part III 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 (a) No. from (b) Purpose of gift (c) Use of gift (d) Description of how gift is held Part I (e) Transfer of gift Transferee's name, address, and ZIP + 4 Relationship of transferor to transferee (a) No. (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 (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

FORM 990-PF	ACCOUNTING FEES		STATEMENT 1		
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME		(D) CHARITABLE PURPOSES	
ACCOUNTING FEES	2,000.	100.		0.	
TO FORM 990-PF, PG 1, LN 16B	2,000.	100.		0.	
FORM 990-PF	THER PROFES	SIONAL FEES	S	FATEMENT 2	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME		(D) CHARITABLE PURPOSES	
OTHER PROFESSIONAL FEES	500.	500.	- "	0.	
TO FORM 990-PF, PG 1, LN 16C =	500.	500.		0.	
FORM 990-PF	TAXES		STATEMENT 3		
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME		(D) CHARITABLE PURPOSES	
FEDERAL TAX REAL ESTATE TAX	55. 8,365.	0. 8,365.		0.	
TO FORM 990-PF, PG 1, LN 18 =	8,420.	8,365.		0.	
FORM 990-PF	OTHER E	XPENSES	S	FATEMENT 4	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
CONDO MANAGEMENT FEES INSURANCE - CONDOMINIUM MA ANNUAL REPORT	7,000. 130. 125.	7,000. 130. 125.		0. 0. 0.	
TO FORM 990-PF, PG 1, LN 23	7,255.	7,255.		0.	
			<del></del>	<del></del>	

#### FOOTNOTES

STATEMENT

5

THE ZOE FOUNDATION IS AMENDING ITS 2012 FORM 990-PF TO REFLECT THE FOLLOWING CHANGES:

COMPLETION OF PART V COMPLETION OF PART X COMPLETION OF PART XI

THE COMPLETION OF THE ABOVE PARTS WAS INADVERTENTLY OMITTED FROM THE ORIGINAL FILING.

IN COMPLETING THE ABOVE PARTS, THE FOUNDATION IS ALSO ADJUSTING PART XIII. THIS ADJUSTMENT CHANGES THE EXCESS DISTRIBUTION CARRYOVER TO 2013 FROM \$354,511 TO \$323,549 AS REFLECTED ON LINE 9 COLUMN A.

THE FOUNDATION IS CORRECTING PAGE 1, ITEM I FAIR MARKET VALUE OF ALL ASSETS AT END OF YEAR TO REFLECT THE AMOUNT PREVIOUSLY AND CURRENTLY REPORTED ON THE BALANCE SHEET.

THE FOUNDATION IS CORRECTING PART I, COLUMN C, WHICH IS NOT APPLICABLE TO THE FOUNDATION.

THE FOUNDATION IS CORRECTING PART I, COLUMN A&B, LINE 23 TO INCLUDE \$125 FILING FEE PREVIOUSLY OMITTED.

THE FOUNDATION IS CORRECTING PART II TO SHOW THE BREAKOUT BETWEEN CASH (LINE 1) AND INVESTMENTS (LINE 10A).

THE FOUNDATION IS ADJUSTING PART XVI-A, LINE 8 TO REFLECT GAIN OR (LOSS) FROM SALES OF ASSETS OTHER THAN INVENTORY AS EXCLUDED BY SECTION 512, 513 OR 514. THIS ALSO RESULTS IN AN ADJUSTMENT TO PART IV, LINE 3.

THE FOUNDATION IS INCLUDING SCHEDULE B IN THE AMENDED RETURN THE SCHEDULE B WAS INADVERTENTLY OMITTED FROM THE FILING. ORIGINAL FILING.

ORM 990-PF	U.S. AND	STATE/CITY	GOV	ERNMENT	OBLIGATIONS	STATEMENT	6
DESCRIPTION		•	S. V'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET	Г
THLB 3.625% MAT	10/18/13	Σ	ζ		256,792.	256,79	92.
COTAL U.S. GOVE	RNMENT OBLIGA	ATIONS		-	256,792.	256,79	92.
COTAL STATE AND	MUNICIPAL GO	OVERNMENT OF	BLIG	ATIONS			
FOTAL TO FORM 9	90-PF, PART I	II, LINE 10A	Ą	-	256,792.	256,79	92.
				=			

ORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION PART XV, LINES 2A THROUGH 2D

STATEMENT

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

**SILAS KOPF 20 STEARNS CT** JORTHAMPTON, MA 01060

CELEPHONE NUMBER

413-586-6126

FORM AND CONTENT OF APPLICATIONS

FRANT REQUEST INCLUDING A BUDGET AND NARRATIVE OF GRANT GOALS - COPY OF MOST RECENTLY FILED FORM 990 AND PC

ANY SUBMISSION DEADLINES

DECEMBER 31

RESTRICTIONS AND LIMITATIONS ON AWARDS

501(C)(3) ORGANIZATIONS LOCATED PRIMARILY IN HAMPSHIRE, FRANKLIN AND HAMPDEN COUNTIES, MASSACHUSETTS, SUCH GRANTS TO FOCUS ON THE FOLLOWING FOUR AREAS:

PROTECTION OF THE ENVIRONMENT

AID TO THE ECONOMICALLY DISADVANTAGED AND THE REDUCTION OF VIOLENCE

ADVANCE OF CULTURAL INSTITUTIONS

ANIMAL RIGHTS AND WELFARE