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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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 calendar year 2012, or tax year beginning 01-01-2012 , and ending 12-31-2012

Name of foundation GOODING GROUP FOUNDATION		A Employer identification number 23-2516754	
Number and street (or P O box number if mail is not delivered to street address) 345 SOUTH READING ROAD		B Telephone number (see instructions) (717) 733-1247	
City or town, state, and ZIP code EPHRATA, PA 17522		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <div><input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change</div>		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% 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"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 475,520		J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) <u> </u> (Part I, column (d) must be on cash basis.)	

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</small>		(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 (attach schedule)	52,211			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	39	39		
	4 Dividends and interest from securities.	5,102	5,102		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	1,153			
	b Gross sales price for all assets on line 6a _____ 13,249				
	7 Capital gain net income (from Part IV , line 2)		1,153		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	19,554	4,664		
	12 Total. Add lines 1 through 11	78,059	10,958		
	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	2,160	1,080		0
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	863	0		0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy	390	0		0
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	3,966	3,089		0
	24 Total operating and administrative expenses. Add lines 13 through 23	7,379	4,169		0
	25 Contributions, gifts, grants paid	49,689			49,689
	26 Total expenses and disbursements. Add lines 24 and 25	57,068	4,169		49,689
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	20,991			
	b Net investment income (if negative, enter -0-)		6,789		
	c Adjusted net income (if negative, enter -0-)				

Part II

Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash—non-interest-bearing	17,358	44,981	44,981
	2	Savings and temporary cash investments	978	1,303	1,303
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule).			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	424,787	415,926	427,999
	14	Land, buildings, and equipment basis ▶ _____ 2,334 Less accumulated depreciation (attach schedule) ▶ _____ 2,334			
15	Other assets (describe ▶ _____)	0	1,237	1,237	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	443,123	463,447	475,520	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)	667	0	
	23	Total liabilities (add lines 17 through 22)	667	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> 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 ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	442,456	463,447	
	30	Total net assets or fund balances (see page 17 of the instructions)	442,456	463,447	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	443,123	463,447		

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	442,456
2	Enter amount from Part I, line 27a	2	20,991
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	463,447
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	463,447

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)
1 a	DFA INTERM GOVT FIXED INCOME	P	2010-04-20	2012-05-09
b	VANGUARD SHORT TERM TRSY FUND	P	2010-04-20	2012-05-09
c	CAPITAL GAINS DIVIDENDS	P		
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 8,000		7,485	515
b 4,600		4,611	-11
c 649			649
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			515
b			-11
c			649
d			
e			

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	1,153
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

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

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

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	41,045	450,629	0 091084
2010	40,605	506,921	0 080101
2009	50,313	560,366	0 089786
2008	63,270	616,905	0 102560
2007	58,281	599,414	0 097230

2	Total of line 1, column (d).	2	0 460761
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 092152
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	484,099
5	Multiply line 4 by line 3.	5	44,611
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	68
7	Add lines 5 and 6.	7	44,679
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	8	49,689

Part VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the 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)			
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		1	68
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	68
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	68
6		Credits/Payments			
a		2012 estimated tax payments and 2011 overpayment credited to 2012	6a	660	
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	660
8		Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		8	
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	592
11		Enter the amount of line 10 to be Credited to 2013 estimated tax 80	Refunded	11	512

Part VII-AStatements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		Yes	No
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?			No
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file Form 1120-POL for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ 0 (2) On foundation managers \$ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	Yes	
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b	Yes	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) PA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	8b	Yes	
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 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	Yes	

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ▶N/A				
14	The books are in care of ▶JOHN S GOODING Telephone no ▶(717) 733-1247 Located at ▶345 SOUTH READING ROAD EPHRATA PA ZIP +4 ▶17522			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ▶	15		
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country ▶				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

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 page 20 of the instructions)?. . . Organizations relying on a current notice regarding disaster assistance check here. ▶ <input type="checkbox"/>	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 2012?.	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	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 ▶ 20____, 20____, 20____, 20____			
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 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.</i>).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		No

Part VII-B

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

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

Part VIII

Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JOHN S GOODING	PRESIDENT	0	0	0
345 SOUTH READING ROAD EPHRATA, PA 17601	0 50			
JAMES K TOWERS III	VICE PRESIDENT	0	0	0
345 SOUTH READING ROAD EPHRATA, PA 17601	0 00			
WILLIAM H GOODING	SECRETARY/TREASURER	0	0	0
345 SOUTH READING ROAD EPHRATA, PA 17601	0 00			
NANCY C MILLER	ADMINISTRATOR	0	0	0
345 SOUTH READING ROAD EPHRATA, PA 17601	1 50			
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				0

Part VIII

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		0

Part IX-A

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3.	0

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	436,347
b	Average of monthly cash balances.	1b	55,124
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	491,471
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	491,471
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	7,372
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	484,099
6	Minimum investment return. Enter 5% of line 5.	6	24,205

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	24,205
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	68
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	795
c	Add lines 2a and 2b.	2c	863
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	23,342
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	23,342
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	23,342

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	49,689
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	49,689
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	68
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	49,621
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 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				23,342
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			0	
b Total for prior years 20__, 20__, 20__		0		
3 Excess distributions carryover, if any, to 2012				
a From 2007.	36,312			
b From 2008.	34,311			
c From 2009.	22,749			
d From 2010.	16,600			
e From 2011.	20,408			
f Total of lines 3a through e.	130,380			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 49,689				
a Applied to 2011, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2012 distributable amount.				23,342
e Remaining amount distributed out of corpus	26,347			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	156,727			
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 instructions.			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) (see instructions).	0			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions).	36,312			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a.	120,415			
10 Analysis of line 9				
a Excess from 2008.	34,311			
b Excess from 2009.	22,749			
c Excess from 2010.	16,600			
d Excess from 2011.	20,408			
e Excess from 2012.	26,347			

Part XIV

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

1a

If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling.

b

Check box to indicate whether the organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year	Prior 3 years			(e) Total
		(a) 2012	(b) 2011	(c) 2010	(d) 2009	
b	85% of line 2a					
c	Qualifying distributions from Part XII, line 4 for each year listed.					
d	Amounts included in line 2c not used directly for active conduct of exempt activities.					
e	Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c.					
3	Complete 3a, b, or c for the alternative test relied upon					
a	"Assets" alternative test—enter					
	(1) Value of all assets					
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b	"Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c	"Support" alternative test—enter					
	(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).					
	(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
	(3) Largest amount of support from an exempt organization					
	(4) Gross investment income					

Part XV

Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)

1

Information Regarding Foundation Managers:

a

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

b

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

2

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

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

a

The name, address, and telephone number or e-mail of the person to whom applications should be addressed

JOHN S GOODING
345 SOUTH READING ROAD
EPHRATA, PA 17522
(717) 733-1247

b

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

LETTER FORM, INCLUDING ANY INFORMATION WITH REGARD TO REQUEST SUBMITTED

c

Any submission deadlines

NONE

d

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

NONE

Part XV

Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	49,689
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments. . . .					
3	Interest on savings and temporary cash investments			14	39	
4	Dividends and interest from securities. . . .			14	5,102	
5	Net rental income or (loss) from real estate					
a	Debt-financed property.					
b	Not debt-financed property.					
6	Net rental income or (loss) from personal property					
7	Other investment income.	211110	14,890	14	4,664	
8	Gain or (loss) from sales of assets other than inventory			18	1,153	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory. .					
11	Other revenue a _____					
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal. Add columns (b), (d), and (e). .		14,890		10,958	0
13	Total. Add line 12, columns (b), (d), and (e).			13		25,848

[illegible]

Part XVII

1

(a) Line No

2.

■

Sign Here

**Paid
Preparer
Use
Only**

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
ALLIANCE FOR PROGRESS 10255 WHIGGINS SUITE 600 ROSEMONT,IL 600185607	NONE	PUBLIC	SCHOLARSHIP	1,000
ALVERNIA UNIVERSITY 400 ST BERNARDINE ST READING,PA 19607	NONE	PUBLIC	SCHOLARSHIP	750
AMERICAN CANCER SOCIETY 314 GOOD DR LANCASTER,PA 17603	NONE	PUBLIC	OPERATING EXPENSES	50
ASSETS LANCASTER 237 NORTH PRINCE STREET LANCASTER,PA 17603	NONE	PUBLIC	OPERATING EXPENSES	200
BIG BROTHERS BIG SISTERS 520 E OREGON RD SUITE 103 LITITZ,PA 17543	NONE	PUBLIC	PARTICIPANT PROGRAMS	250
BOY SCOUTS OF AMERICA 630 JANET AVENUE LANCASTER,PA 17601	NONE	PUBLIC	PARTICIPANT PROGRAMS	3,500
BOYS AND GIRLS CLUB OF LANCASTER PO BOX 104 LANCASTER,PA 17608	NONE	PUBLIC	PARTICIPANT PROGRAMS	350
CENTER FOR COMMUNITY PEACEMAKING 53 N DUKE STREET LANCASTER,PA 17602	NONE	PUBLIC	OPERATING EXPENSES	300
CHILDRENS MIRACLE NETWORK 611 SAINT JOSEPH AVE MARSHFIELD,WI 54449	NONE	PUBLIC	OPERATING EXPENSES	50
CHRISTAR 1500 INTERNATIONAL PKWY STE 300 RICHARDSON,TX 750812339	NONE	PUBLIC	OPERATING EXPENSES	50
DE FILLIES FAST PITCH 7 COBBLE CREEK CURVE NEWARK,DE 19702	NONE	PUBLIC	PARTICIPANT PROGRAMS	150
ELIZABETHTOWN COLLEGE CENTER FOR FAMILY BUSINESS ONE ALPHIA DRIVE ELIZABETHTOWN,PA 170222298	NONE	PUBLIC	BUSINESS DEVELOPMENT	1,000
ELIZABETHTOWN COLLEGE ONE ALPHIA DRIVE ELIZABETHTOWN,PA 170222298	NONE	PUBLIC	BUSINESS DEVELOPMENT	1,000
EPHRATA AREA EDUCATION FOUNDATION 803 OAK BLVD EPHRATA,PA 17522	NONE	PUBLIC	STUDENT PROGRAMS	200
EPHRATA AREA SOCIAL SERVICES 227 NORTH STATE STREET EPHRATA,PA 17522	NONE	PUBLIC	ASSISTANCE TO INDIGENT FAMILIES	250

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
EPHRATA COMMUNITY AMBULANCE ASSN 528 WEST MAIN STREET EPHRATA,PA 17522	NONE	PUBLIC	OPERATING EXPENSES	300
EPHRATA COMMUNITY HOSPITAL FOUNDATION 169 MARTIN AVENUE P O BOX 1002 EPHRATA,PA 17522	NONE	PUBLIC	MEDICAL ASSISTANCE	300
EPHRATA PERFORMING ARTS CENTER 320 COCALICO ST EPHRATA,PA 17522	NONE	PUBLIC	OPERATING EXPENSES	200
EPHRATA PUBLIC LIBRARY 550 S READING RD EPHRATA,PA 175221834	NONE	PUBLIC	OPERATING EXPENSES	300
EPHRATA RECREATION CENTER 130 SOUTH ACADEMY DRIVE EPHRATA,PA 17522	NONE	PUBLIC	OPERATING EXPENSES	250
F & M COLLEGE FUND P O BOX 3003 LANCASTER,PA 176043003	NONE	PUBLIC	SCHOLARSHIPS	500
FEED MY SHEEP MINISTRY PO BOX 341 BELL,FL 32619	NONE	PUBLIC	OPERATING EXPENSES	50
FRIENDSHIP COMMUNITY 1149 EAST OREGON ROAD LITITZ,PA 17543	NONE	PUBLIC	ASSISTANCE TO INDIGENT FAMILIES	2,800
FULTON THEATRE 12 NORTH PRINCE ST PO BOX 1865 LANCASTER,PA 176081865	NONE	PUBLIC	OPERATING EXPENSES	500
GIRL SCOUTS IN THE HEART OF PA 350 HALE AVE HARRISBURG,PA 17104	NONE	PUBLIC	PARTICIPANT PROGRAMS	200
GOLDEY-BEACOM COLLEGE FUND 4701 LIMESTONE RD WILMINGTON,DE 19808	NONE	PUBLIC	SCHOLARSHIP	500
HALDEMAN MANSION PRESERVATION SOCIETY 230 LOCUST GROVE RD CONOY,PA 17502	NONE	PUBLIC	MAINTENANCE OF ROOF	2,500
HANDS ON HOUSE 721 LANDIS VALLEY ROAD LANCASTER,PA 17601	NONE	PUBLIC	PARTICIPANT PROGRAMS	200
HERITAGE CENTER OF LANCASTER COUNTY 13 WEST KING STREET LANCASTER,PA 17603	NONE	PUBLIC	OPERATING EXPENSES	200
HISTORIC PRESERVATION TRUST 123 NORTH PRINCE STREET LANCASTER,PA 17603	NONE	PUBLIC	OPERATING EXPENSES	250

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
HOPE INTERNATIONAL 227 GRANITE RUN DR STE 250 LANCASTER, PA 176016826	NONE	PUBLIC	OPERATING EXPENSES	50
HOSPICE OF LANCASTER COUNTY 685 GOOD DRIVE P O BOX 4125 LANCASTER, PA 176044125	NONE	PUBLIC	CAPITAL CAMPAIGN	3,250
HOUSING DEVELOPMENT CORPORATION 439 E KING STREET LANCASTER, PA 17522	NONE	PUBLIC	ASSISTANCE TO INDIGENT FAMILIES	300
HUMANE LEAGUE OF LANCASTER 2195 LINCOLN HIGHWAY EAST LANCASTER, PA 17602	NONE	PUBLIC	OPERATING EXPENSES	99
LANCASTER AREA HABITAT FOR HUMANITY 443 FAIRVIEW AVENUE LANCASTER, PA 17603	NONE	PUBLIC	OPERATING EXPENSES	500
LANCASTER CENTER FOR CLASSICAL STUDIES 910 MARIETTA AVE LANCASTER, PA 17603	NONE	PUBLIC	SCHOLARSHIP	500
LANCASTER COUNTY CONSERVANCY 117 SOUTH WEST END P O BOX 716 LANCASTER, PA 176080716	NONE	PUBLIC	OPERATING EXPENSES	300
LANCASTER COUNTY COUNCIL OF CHURCHES 344 NORTH MARSHALL STREET LANCASTER, PA 17602	NONE	PUBLIC	FOOD BANK DONATION	1,000
LANCASTER COUNTY COURT OF COMMON PLEAS 150 N QUEEN ST STE 212 LANCASTER, PA 17603	NONE	PUBLIC	PARTICIPANT INCENTIVES	1,000
LANCASTER DAY CARE CENTER 150 S QUEEN STREET LANCASTER, PA 17603	NONE	PUBLIC	OPERATING EXPENSES	250
LANCASTER HEART & STROKE FOUNDATION 131 E FREDERICK ST LANCASTER, PA 17602	NONE	PUBLIC	ASSISTANCE TO INDIGENT FAMILIES	250
LANCASTER PUBLIC LIBRARY 125 N DUKE STREET LANCASTER, PA 17602	NONE	PUBLIC	OPERATING EXPENSES	250
LANCASTER SYMPHONY ORCHESTRA 226 N ARCH STREET P O BOX 1281 LANCASTER, PA 176081281	NONE	PUBLIC	OPERATING EXPENSES	250
LANCASTER THEOLOGICAL SEMINARY 555 W JAMES STREET LANCASTER, PA 17603	NONE	PUBLIC	SCHOLARSHIP	500
LANDMARK COLLEGE RIVER ROAD SOUTH PUTNEY, VT 05346	NONE	PUBLIC	SCHOLARSHIP	750

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
LCCT FOUNDATION 1730 HANS HERR DR P O BOX 527 WILLOW STREET,PA 17584	NONE	PUBLIC	SCHOLARSHIP	500
LEUKEMIA & LYMPHOMA SOCIETY 800 CORPORATE CIRCLE SUITE 100 HARRISBURG,PA 17110	NONE	PUBLIC	DISEASE RESEARCH	170
LINCOLN FIRE COMPANY NO 1 38 S MARKET STREET EPHRATA,PA 17522	NONE	PUBLIC	OPERATING EXPENSES	250
LITITZ FIRE COMPANY NO 1 24 WEST MAIN STREET PO BOX 391 LITITZ,PA 17543	NONE	PUBLIC	OPERATING EXPENSES	25
LITITZ PUBLIC LIBRARY 651 KISSEL HILL ROAD LITITZ,PA 17543	NONE	PUBLIC	OPERATING EXPENSES	325
LITITZ REC CENTER 301 WEST MAPLE STREET LITITZ,PA 17543	NONE	PUBLIC	OPERATING EXPENSES	250
LOVE 146 P O BOX 8266 NEW HAVEN,CT 06530	NONE	PUBLIC	PROGRAMS	250
LUSTGARTEN FOUNDATION 1111 STEWART AVE BETHPAGE,NY 11714	NONE	PUBLIC	DISEASE RESEARCH	75
MAKE-A WISH PHILA & SUSQUEHANNA 1 VALLEY SQ SUITE 133 BLUE BELL,PA 19422	NONE	PUBLIC	OPERATING EXPENSES	100
MANHEIM TOWNSHIP PUBLIC LIBRARY 595 GRANITE RUN DRIVE LANCASTER,PA 17601	NONE	PUBLIC	OPERATING EXPENSES	250
MARCH OF DIMES FOUNDATION 1275 MAMARONECK AVENUE WHITE PLAINS,NY 10605	NONE	PUBLIC	OPERATING EXPENSES	125
MARTIN LUTHER KING SCHOLARSHIP FUND 120 N DUKE STREET P O BOX 1599 LANCASTER,PA 176081599	NONE	PUBLIC	SCHOLARSHIP	250
MILAGRO HOUSE 320 SOUTH CHRISTIAN STREET LANCASTER,PA 17602	NONE	PUBLIC	ASSISTANCE TO INDEGENT FAMILIES	1,250
MILLERSVILLE UNIVERSITY PO BOX 1002 MILLERSVILLE,PA 17551	NONE	PUBLIC	SCHOLARSHIP	2,250
MMH AUXILIARY P O BOX 199 MILFORD,DE 19963	NONE	PUBLIC	DISEASE RESEARCH	400


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
MOM'S HOUSE 415 S QUEEN STREET P O BOX 787 LANCASTER,PA 176080787	NONE	PUBLIC	ASSISTANCE TO INDIGENT FAMILIES	250
MS SOCIETY 733 THIRD AVE NEWYORK,NY 10017	NONE	PUBLIC	PROGRAMS	550
NORTH MUSEUM 400 COLLEGE AVENUE LANCASTER,PA 17603	NONE	PUBLIC	PARTICIPANT PROGRAMS	200
ORG FOR RESPONSIBLE CARE OF ANIMALS 401 E ORANGE LANCASTER,PA 17602	NONE	PUBLIC	OPERATING EXPENSES	50
PENN STATE UNIVERSITY 103 SHIELDS BLDG UNIVERSITY PARK,PA 16802	NONE	PUBLIC	SCHOLARSHIP	2,250
PHILHAVEN CARING FUND 283 S BUTLER ROAD P O BOX 550 MOUNT GRETN,PA 17604	NONE	PUBLIC	ASSISTANCE TO INDIGENT FAMILIES	250
PIONEER STEAM FIRE COMPANY 135 S STATE STREET EPHRATA,PA 17522	NONE	PUBLIC	OPERATING EXPENSES	250
POWER PACKS PROJECT 15 LEAMAN ROAD LANCASTER,PA 17603	NONE	PUBLIC	ASSISTANCE TO INDIGENT FAMILIES	500
PRESSLEY RIDGE 5500 CORPORATE DR STE 400 PITTSBURGH,PA 15237	NONE	PUBLIC	ASSISTANCE TO INDIGENT FAMILIES	250
ROHERSTOWN FIRE COMPANY 500 ELIZABETH STREET LANCASTER,PA 17603	NONE	PUBLIC	OPERATING EXPENSES	250
RONALD MCDONALD HOUSE RED SHOE 745 W GOVERNOR ROAD HERSHEY,PA 17033	NONE	PUBLIC	OPERATING EXPENSESSCHOLARSHIP FUND	500
S JUNE SMITH CENTER FOUNDATION 600-I EDEN ROAD LANCASTER,PA 17601	NONE	PUBLIC	OPERATING EXPENSES	350
SALSA 838 LUCILLA COURT LANCASTER,PA 17603	NONE	PUBLIC	PARTICIPANT PROGRAMS	250
SAMARITAN COUNSELING CENTER 1803 OREGON PIKE LANCASTER,PA 17601	NONE	PUBLIC	OPERATING EXPENSES	250
SCHREIBER PEDIATRIC REHAB CENTER 625 COMMUNITY WAY LANCASTER,PA 17603	NONE	PUBLIC	OPERATING EXPENSES	250

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
SHIPPENSBURG UNIVERSITY 1871 OLD MAIN SHIPPENSBURG,PA 17257	NONE	PUBLIC	SCHOLARSHIP	750
SINGERLY FIRE COMPANY NEWARK AVE STATION P O BOX 444 ELKTON,MD 21922	NONE	PUBLIC	OPERATING EXPENSES	300
SPANISH AMERICAN CIVIC ASSN 453 S LIME ST STE A LANCASTER,PA 17602	NONE	PUBLIC	PARTICIPANT PROGRAMS	200
ST JOSEPH HEALTH MINISTRIES 1929 LINCOLN HWY E STE 150 LANCASTER,PA 17602	NONE	PUBLIC	ASSISTANCE TO INDIGENT FAMILIES	250
SUSAN G KOMEN 3 DAY 205 N MICHIGAN AVE SUITE 2630 CHICAGO,IL 606015927	NONE	PUBLIC	OPERATING EXPENSES	20
SUSQUEHANNA ASSN FOR THE BLIND 244 NORTH QUEEN ST STE 301 LANCASTER,PA 17603	NONE	PUBLIC	OPERATING EXPENSES	250
TABOR COMMUNITY SERVICES 308 EAST KING STREET PO BOX 1676 LANCASTER,PA 17608	NONE	PUBLIC	ASSISTANCE TO INDIGENT FAMILIES	250
TEMPLE UNIVERSITY 115 CARNELL HALL PHILADELPHIA,PA 19122	NONE	PUBLIC	SCHOLARSHIP	1,500
THADDEUS STEVENS FOUNDATION 740 EAST END AVENUE LANCASTER,PA 17602	NONE	PUBLIC	SCHOLARSHIP FUND	1,500
THE HOURGLASS FOUNDATION 123 NORTH PRINCE STREET LANCASTER,PA 17603	NONE	PUBLIC	OPERATING EXPENSES	100
TRANSITIONAL LIVING CENTER 105 EAST KING STREET PO BOX 1676 LANCASTER,PA 176081676	NONE	PUBLIC	ASSISTANCE TO INDIGENT FAMILIES	250
UNITED WAY OF LANCASTER COUNTY 630 JANET AVENUE LANCASTER,PA 17601	NONE	PUBLIC	ADMINISTRATIVE COSTS	1,000
UNITED WAY OF LEBANON CO 801 CUMBERLAND STREET P O BOX 1164 LEBANON,PA 17042	NONE	PUBLIC	OPERATING EXPENSES	100
UNIVERSITY OF DELAWARE 301 DUPONT HALL NEWARK,NJ 19716	NONE	PUBLIC	SCHOLARSHIP	750
UNIVERSITY OF THE SCIENCES OF PHILADELPHIA 600 S 43RD STREET PHILADELPHIA,PA 19104	NONE	PUBLIC	SCHOLARSHIP	750

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
VALLEY FORGE MILITARY ACADEMY 1001 EAGLE ROAD WAYNE,PA 190873695	NONE	PUBLIC	SCHOLARSHIP	450
YMCA 265 HARRISBURG AVE LANCASTER,PA 17603	NONE	PUBLIC	PARTICIPANT PROGRAMS	250
YWCA OF LANCASTER 110 N LIME ST LANCASTER,PA 17602	NONE	PUBLIC	PARTICIPANT PROGRAMS	250
ZERO 515 KING ST SUITE 420 ALEXANDRIA,VA 22314	NONE	PUBLIC	PARTICIPANT PROGRAMS	500
Total  3a				49,689

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors
▶ Attach to Form 990, 990-EZ, or 990-PF.

OMB No 1545-0047

2012

Name of the organization GOODING GROUP FOUNDATION	Employer identification number 23-2516754
--	--

Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	<input type="checkbox"/> 501(c)() (enter number) organization
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust not treated as a private foundation
	<input type="checkbox"/> 527 political organization
Form 990-PF	<input checked="" type="checkbox"/> 501(c)(3) exempt private foundation
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation
	<input type="checkbox"/> 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 33¹/₃% 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).

Name of organization GOODING GROUP FOUNDATION	Employer identification number 23-2516754
---	---

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
<u>1</u>	GOODING SIMPSON AND MACKES 345 SOUTH READING ROAD EPHRATA, PA 17522	\$ 46,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
<u>2</u>	JAMES REED GOODING 345 SOUTH READING ROAD EPHRATA, PA 17522	\$ 5,041	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
<u> </u>	 	\$ <u> </u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
<u> </u>	 	\$ <u> </u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
<u> </u>	 	\$ <u> </u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
<u> </u>	 	\$ <u> </u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization GOODING GROUP FOUNDATION	Employer identification number 23-2516754
---	---

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 See instructions) ▶ \$

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
—	<div></div>	<div></div>	<div></div>
	<div>(e) Transfer of gift</div>		
	<div>Transferee's name, address, and ZIP 4Relationship of transferor to transferee</div>		

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

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

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

TY 2012 Accounting Fees Schedule

Name: GOODING GROUP FOUNDATION

EIN: 23-2516754

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	2,160	1,080		0

TY 2012 Investments - Other Schedule

Name: GOODING GROUP FOUNDATION

EIN: 23-2516754

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
MUTUAL FUNDS	AT COST	198,302	210,375
LIMITED PARTNERSHIP INTERESTS	AT COST	217,624	217,624

TY 2012 Other Assets Schedule

Name: GOODING GROUP FOUNDATION

EIN: 23-2516754

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
PREPAID TAXES	0	1,237	1,237

TY 2012 Other Expenses Schedule

Name: GOODING GROUP FOUNDATION

EIN: 23-2516754

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEES	2,211	2,211		0
OFFICE EXPENSES	1,755	878		0

TY 2012 Other Income Schedule

Name: GOODING GROUP FOUNDATION

EIN: 23-2516754

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
ORGANIZATION'S SHARE OF PARTNERSHIP INCOME	19,554	4,664	19,554

TY 2012 Other Liabilities Schedule

Name: GOODING GROUP FOUNDATION

EIN: 23-2516754

Description	Beginning of Year - Book Value	End of Year - Book Value
TAXES PAYABLE	667	0

TY 2012 Substantial Contributors Schedule

Name: GOODING GROUP FOUNDATION

EIN: 23-2516754

Name	Address
GOODING SIMPSON AND MACKES INC	345 SOUTH READING ROAD EPHRATA,PA 17522

TY 2012 Taxes Schedule

Name: GOODING GROUP FOUNDATION

EIN: 23-2516754

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL TAXES BASED ON INVESTMENT INCOME	68	0		0
FEDERAL TAXES BASED ON UNRELATED BUSINESS INCOME	795	0		0