



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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 THE SMITH FOUNDATION AKA THE HOXIE HARRISON SMITH FOUNDATION		A Employer identification number 23-6238148	
Number and street (or P O box number if mail is not delivered to street address) PO BOX 665		B Telephone number (see instructions) (610) 269-0115	
City or town, state, and ZIP code DOWNINGTOWN, PA 19335		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 7,781,510	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(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)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities.	213,345	213,345		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	142,968			
	b Gross sales price for all assets on line 6a _____ 690,821				
	7 Capital gain net income (from Part IV, line 2)		142,968		
	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)	159	0		
	12 Total. Add lines 1 through 11	356,472	356,313		
	13 Compensation of officers, directors, trustees, etc	19,500	13,200		6,300
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	2,950	2,950		0
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	1,646	1,369		0
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings	2,396	0		2,396
	22 Printing and publications				
	23 Other expenses (attach schedule)	619	0		619
	24 Total operating and administrative expenses. Add lines 13 through 23	27,111	17,519		9,315
	25 Contributions, gifts, grants paid	395,200			395,200
	26 Total expenses and disbursements. Add lines 24 and 25	422,311	17,519		404,515
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-65,839			
	b Net investment income (if negative, enter -0-)		338,794		
	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			
	2	Savings and temporary cash investments	86,699	82,007	82,007
	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)	6,405,174	6,342,669	7,699,503
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	6,491,873	6,424,676	7,781,510	
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 ▶ _____)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	6,491,873	6,424,676	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	0	0	
	30	Total net assets or fund balances (see page 17 of the instructions)	6,491,873	6,424,676	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	6,491,873	6,424,676	

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 6,491,873
2	Enter amount from Part I, line 27a	2 -65,839
3	Other increases not included in line 2 (itemize) ▶ _____	3 0
4	Add lines 1, 2, and 3	4 6,426,034
5	Decreases not included in line 2 (itemize) ▶ _____	5 1,358
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6 6,424,676

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	See Additional Data Table			
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a See Additional Data Table			
b			
c			
d			
e			

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 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 See Additional Data Table			
b			
c			
d			
e			

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	142,968
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	397,932	7,579,892	0 052498
2010	349,873	7,087,028	0 049368
2009	330,339	6,252,559	0 052833
2008	337,052	7,640,629	0 044113
2007	448,996	8,892,685	0 050490

2	Total of line 1, column (d).	2	0 249302
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 049860
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	7,625,029
5	Multiply line 4 by line 3.	5	380,184
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	3,388
7	Add lines 5 and 6.	7	383,572
8	Enter qualifying distributions from Part XII, line 4.	8	404,515

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

Part 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 ☐ and enter "N/A" on line 1			
		Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	3,388
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	3,388
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	3,388
6		Credits/Payments			
a		2012 estimated tax payments and 2011 overpayment credited to 2012	6a	3,160	
b		Exempt foreign organizations—tax withheld at source	6b		
c		Tax paid with application for extension of time to file (Form 8868)	6c		
d		Backup withholding erroneously withheld	6d		
7		Total credits and payments Add lines 6a through 6d.		7	3,160
8		Enter any penalty for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	228
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	
11		Enter the amount of line 10 to be Credited to 2013 estimated tax ☒	Refunded ☐	11	

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		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?.	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5		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		No

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 ▶CHARLES P BARBER Telephone no ▶(610) 269-0115			
	Located at ▶PO BOX 665 DOWNINGTOWN PA ZIP +4 ▶193350415			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ ☐			
	and enter the amount of tax-exempt interest received or accrued during the year ▶	15		
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? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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? ☐ Yes ☒ 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? ☐ Yes ☒ 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))?

Yes

No

(2)

Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

Yes

No

(3)

Provide a grant to an individual for travel, study, or other similar purposes?

Yes

No

(4)

Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions).

Yes

No

(5)

Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

Yes

No

b

If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions 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.

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?

Yes

No

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

6a

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

Yes

No

b

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

6b

No

If "Yes" to 6b, file Form 8870.

7a

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

Yes

No

b

If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

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
See Additional Data Table				

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 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	7,683,114
b	Average of monthly cash balances.	1b	58,032
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	7,741,146
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	7,741,146
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	116,117
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	7,625,029
6	Minimum investment return. Enter 5% of line 5.	6	381,251

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	381,251
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	3,388
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	3,388
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	377,863
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	377,863
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	377,863

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	404,515
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	404,515
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	3,388
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	401,127
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				377,863
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.	12,464			
b From 2008.				
c From 2009.	21,159			
d From 2010.	1,538			
e From 2011.	25,251			
f Total of lines 3a through e.	60,412			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 404,515				
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.				377,863
e Remaining amount distributed out of corpus	26,652			
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	87,064			
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). . .	12,464			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a.	74,600			
10 Analysis of line 9				
a Excess from 2008. . . .				
b Excess from 2009. . . .	21,159			
c Excess from 2010. . . .	1,538			
d Excess from 2011. . . .	25,251			
e Excess from 2012. . . .	26,652			

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

CHARLES P BARBER
PO BOX 665
DOWNTOWN, PA 19335
(610) 269-0115

b

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

LETTER

c

Any submission deadlines

BEFORE SEPTEMBER 1ST OF EACH YEAR

d

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

SOUTHEASTERN PENNSYLVANIA ONLY

Form 990-PF (2012)

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	395,200
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Form **990-PF** (2012)

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	1a(1)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.			

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

**Sign
Here**

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

*****	2013-03-06	*****	
Signature of officer or trustee	Date	Title	May the IRS discuss this return with the preparer shown below (see Instr. 7)? ☒ Yes ☐ No

May the IRS discuss this return with the preparer shown below (see instr. 7)? ☒ **Yes** ☐ **No**

**Paid
Preparer
Use
Only**

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☒	PTIN P00079667
	STEVE ROSA CPA	STEVE ROSA CPA			
	Firm's name ☐	CLIFTONLARSONALLEN LLP 610 WEST GERMANTOWN PIKE SUITE 400			Firm's EIN ☐ 41-0746749
	Firm's address ☐	PLYMOUTH MEETING, PA 19462			Phone no (215) 643-3900

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
VANGUARD HEALTH CARE FUND 537 183 SH	P	2005-03-15	2012-08-08
VANGUARD PRIMECAP AD 963 173 SH	P	2004-02-04	2012-08-08
VANGUARD 500 INDEX FUND 602 363 SH	P	2002-05-23	2012-08-08
VANGUARD ST IG ADM 27348 066 SH	P	2001-01-01	2012-11-21
JOHNSON & JOHNSON 400 SH	P	2002-05-16	2012-08-08
PEPSICO INC 600 SH	P	2002-05-20	2012-08-08
PROCTER & GAMBLE CO 500 SH	P	2002-05-16	2012-08-08
WALMART STORES INC 800 SH	P	2002-05-16	2012-08-08
CAPITAL GAINS DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
32,000		31,050	950
68,000		56,570	11,430
78,000		56,765	21,235
297,000		292,021	4,979
27,356		21,729	5,627
43,594		28,717	14,877
33,197		21,254	11,943
59,584		39,747	19,837
52,090			52,090

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			950
			11,430
			21,235
			4,979
			5,627
			14,877
			11,943
			19,837
			52,090

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
CHARLES P BARBER SEE STATEMENT 8	PRESIDENT 1 00	13,900	0	896
PO BOX 415 DOWNINGTOWN, PA 19335				
WILLIAM W HEILIG	FIRST VP 1 00	700	0	0
924 WINDING LANE MEDIA, PA 19063				
MARK T LEDGER	SECOND VP 1 00	700	0	0
61 BARR ROAD MALVERN, PA 19355				
LEE E DANAY	ASSISTANT SECRETARY 1 00	700	0	0
911 CLOVER HILL ROAD WYNNEWOOD, PA 19096				
BRUCE M BROWN	BOARD MEMBER 1 00	700	0	0
709 GREAT SPRINGS ROAD BRYN MAWR, PA 19010				
JOSEPH H BARBER	BOARD MEMBER 1 00	700	0	0
F305 OCEAN PARKK 300 N AIA JUPITER, FL 33477				
JAMES A BENNETT	BOARD MEMBER 1 00	700	0	0
941 MERION SQUARE ROAD GLADWYNE, PA 19035				
PHILIP C BURNHAM JR	BOARD MEMBER 1 00	0	0	0
104 QUAKER LANE VILLANOVA, PA 19085				
HOWARD W BUSCH	BOARD MEMBER 1 00	700	0	0
627 GLENWOOD LANE WEST CHESTER, PA 19380				
JACK T TOMARCHIO	BOARD MEMBER 1 00	700	0	0
4103 MEADOW LANE NEWTOWN SQUARE, PA 19073				

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>				
ACADEMY OF NATURAL SCIENCES 1900 BENJAMIN FRANKLIN PARKWAY PHILADELPHIA,PA 191031101	NONE	PUBLIC	SUPPORT WINS	5,000
ACHIEVEABILITY 21 SOUTH 61ST STREET PHILADELPHIA,PA 191393018	NONE	PUBLIC	COMPREHENSIVE FAMILY SELF-SUFFICIENCY PROGRAM	10,000
AMERIKIDS PO BOX 2104 WEST CHESTER,PA 19380	NONE	PUBLIC	SCHOLARSHIPS AND MILITARY SUPPORT	2,500
ARC OF CHESTER COUNTY 900 LAWRENCE DRIVE WEST CHESTER,PA 19380	NONE	PUBLIC	ADVOCACY PROGRAM	5,000
BAKER INDUSTRIES 184 PENNSYLVANIA AVENUE MALVERN,PA 193552864	NONE	PUBLIC	OPERATING EXPENSES	10,000
BETHESDA PROJECT 1630 SOUTH STREET PHILADELPHIA,PA 19146	NONE	PUBLIC	OPERATING EXPENSES	10,000
BOY SCOUTS OF AMERICA 504 SOUTH CONCORD ROAD WEST CHESTER,PA 193825261	NONE	PUBLIC	SCOUTREACH PROGRAM	5,000
BOYS AND GIRLS CLUBS OF PHILADELPHIA POLICE OFFICER VAIRD UNIT 1518 WALNUT STREET PHILADELPHIA,PA 19102			FOLDING TABLES AND CHAIRS	2,500
CAMPHILL SPECIAL SCHOOL-BEAVER RUN 1784 FAIRVIEW ROAD GLENMOORE,PA 19343	NONE	PUBLIC	FINANCIAL ASSISTANCE	10,000
CAMPHILL VILLAGE KIMBERTON HILLS PO BOX 1045 KIMBERTON,PA 19442	NONE	PUBLIC	REFLECTIVE SIGNS	6,000
CARE CENTER FOUNDATION 127-129 S MATLACK STREET WEST CHESTER,PA 193823103	NONE	PUBLIC	OPERATING EXPENSES	6,500
CHILD ABUSE PREVENTION EFFORT 8001 ROOSEVELT BLVD SUITE 404 PHILADELPHIA,PA 19152	NONE	PUBLIC	EMERGENCY FAMILY FUND	7,500
CITYTEAM MINISTRIES 634 SPROUL ROAD CHESTER,PA 191031195	NONE	PUBLIC	PHILADELPHIA RESCUE MISSION SUPPORT	10,000
COMMUNITY OUTREACH PARTNERSHIP 2212 SPRUCE STREET PHILADELPHIA,PA 19103			WINTERSHELTER & CONNUNICARE PROGRAM	2,500
CRADLES TO CRAYONS 30 CLIPPER ROAD WEST CONSHOHOCKEN,PA 19428	NONE	PUBLIC	OPERATING EXPENSES	5,000

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>				
DARLINGTON ARTS CENTER 977 SHAVERTOWN ROAD GARNET VALLEY,PA 190611104	NONE	PUBLIC	OUTREACH PROGRAM	4,000
DREXEL UNIVERSITY ARMY ROTC 3205 LANCASTER AVENUE PHILADELPHIA,PA 19104	NONE	PUBLIC	CADET SCHOLARSHIP AWARDS	10,000
ENDOW-A-HOME 3721 MIDVALE AVENUE PHILADELPHIA,PA 191291743	NONE	PUBLIC	AID FOR HOMELESS WOMEN	6,000
FAMILY SERVICE OF CHESTER COUNTY 310 N MATLACK STREET WEST CHESTER,PA 193802620	NONE	PUBLIC	CHILD ABUSE PREVENTION	5,000
FRANKLIN INSTITUTE SCIENCE MUSEUM 222 NORTH 20TH STREET PHILADELPHIA,PA 191031195	NONE	PUBLIC	FACTS PROGRAM	5,000
FRIENDS HOME IN KENNETT 147 WEST STATE STREET KENNETT SQUARE,PA 19348	NONE	PUBLIC	CAPITAL IMPROVEMENTS	6,000
HANDI-CRAFTERS INC PO BOX 72646 THORNDALE,PA 19372	NONE	PUBLIC	PATHWAY TO INDEPENDENCE PROGRAM	10,000
HOME OF THE SPARROW 969 E SWEDESFORD ROAD EXTON,PA 19341	NONE	PUBLIC	OPERATING EXPENSES	6,000
KELLY ANNE DOLAN MEMORIAL FUND PO BOX 556 602 S BETHLEHEM PIKE BLDG D AMBLER,PA 19002	NONE	PUBLIC	RESTRICTED TO NANCY & DAVID WARD ADAPTIVE ASSISTANCE PROGRAM	5,000
LIBERTY USO TERMINAL A-EAST PHL 8500 ESSINGTON AVENUE PHILADELPHIA,PA 19153	NONE	PUBLIC	OPERATING EXPENSES	10,000
MELMARK 2600 WAYLAND ROAD BERWYN,PA 193122307	NONE	PUBLIC	INDOOR POOL RENOVATION	9,000
MERCY VOCATIONAL HIGH SCHOOL 2900 WEST HUNTING PARK AVENUE PHILADELPHIA,PA 191291803	NONE	PUBLIC	TUITION ASSISTANCE PROGRAM	10,000
MUSICOPIA INC 2001 MARKET STREET SUITE 3100 PHILADELPHIA,PA 191037080	NONE	PUBLIC	OPERATING EXPENSES	5,000
NEW HORIZONS SENIOR CENTER 206 PRICE AVENUE PO BOX 85 NARBERTH,PA 19072	NONE	PUBLIC	OPERATING EXPENSES	5,000
PAOLI 1 BOY SCOUTS OF AMERICA 1038 RADNOR ROAD WAYNE,PA 19087	NONE	PUBLIC	PERMANENT PAVILION	4,000

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>				
PAOLI 1 BOY SCOUTS OF AMERICA 1038 RADNOR ROAD WAYNE,PA 19087			DIRECTOR'S BEQUEST	25,000
PENN STATE ABINGTON 1600 WOODLAND AVENUE ABINGTON,PA 190013990	NONE	PUBLIC	ROTC SCHOLARHIP	2,000
PENNSYLVANIA COLLEGE OF OPTOMETRY 8360 OLD YORK ROAD ELKINS PARK,PA 190271516	NONE	PUBLIC	SPARC	7,000
PHILABUNDANCE 3616 SOUTH GALLOWAY STREET PHILADELPHIA,PA 191488402		PUBLIC	OPERATING EXPENSES	7,000
PHILADELPHIA FUTURES 230 S BROAD STREET 7TH FLOOR PHILADELPHIA,PA 19102		PUBLIC	SPONSOR-A-SCHOLAR	5,000
PHILADELPHIA MENNONITE HIGH SCHOOL 860 NORTH 24TH STREET PHILADELPHIA,PA 19130			OPERATING EXPENSES	2,500
PHILADELPHIA MILITARY ACADEMY 1100 E MT PLEASANT AVENUE PHILADELPHIA,PA 19150	NONE	PUBLIC	SCHOLARSHIP AWARDS	6,000
PHILADELPHIA MONTESSORI CHARTER SCHOOL 1601 MARKET STREET 16TH FLOOR PHILADELPHIA,PA 191031195	NONE	PUBLIC	PURCHASE TABLE & CHAIRS	3,000
PHILADELPHIA VETERANS MULTI-SERVICE & EDUCATION CENTER INC 213-217 N 4TH STREET PHILADELPHIA,PA 191061801	NONE	PUBLIC	ESSENTIALS FOR VETERANS IN HOUSING PROGRAM	5,000
PHILADELPHIA WOODEN BOAT FACTORY 4520 WORTH STREET SUITE 12 PHILADELPHIA,PA 19124		PUBLIC	BOATING EDUCATION	5,000
POLICE ATHLETIC LEAGUE 2524 EAST CLEARFIELD STREET PHILADELPHIA,PA 191345098	NONE	PUBLIC	PAL VAN FOR POINT BREEZE CENTER	10,000
PRESBYTERIAN CHILDREN'S VILLAGE 452 SOUTH ROBERTS ROAD ROSEMONT,PA 19010	NONE	PUBLIC	SPECIAL EDUCATION PROGRAM	10,000
ROYER-GREAVES SCHOOL FOR THE BLIND 118 SOUTH VALLEY ROAD PAOLI,PA 19301	NONE	PUBLIC	CAPITAL REPAIRS & UPGRADES FOR PHASE II	8,000
SALVATION ARMY 533 SWEDE STREET BOX 308 NORRISTOWN,PA 194040308	NONE	PUBLIC	OPERATING EXPENSES	7,000
SAUNDERS HOUSE 100 LANCASTER AVENUE WYNNEWOOD,PA 190963494	NONE	PUBLIC	OPERATING EXPENSES	7,000

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>				
SENIOR COMMUNITY SERVICES 600 SWARTHMORE AVENUE FOLSOM, PA 19033	NONE	PUBLIC	COGNITIVE STIMULATION PROGRAM	4,000
SPECIAL OLYMPICS PENNSYLVANIA 2570 BLVD OF THE GENERALS 124 WASHINGTON SQUARE NORRISTOWN, PA 194033697		PUBLIC	CUSTOMIZED SOFTWARE PACKAGE	4,000
STARTUP CORPS PO BOX 4363 PHILADELPHIA, PA 19118		PUBLIC	OPERATING EXPENSES	2,500
SUPPORT CENTER FOR CHILD ADVOCATES 1900 CHERRY STREET PHILADELPHIA, PA 191031195	NONE	PUBLIC	SUPPORT LGBTQ YOUTH PROGRAM	5,000
SURREY SERVICES FOR SENIORS 28 BRIDGE AVENUE BERWYN, PA 193121716		PUBLIC	OPERATING EXPENSES	5,000
TABOR SERVICES INC 601 NEW BRITAIN ROAD DOYLESTOWN, PA 189012788	NONE	PUBLIC	SUPERVISED INDEPENDENT LIVING PROGRAM	5,000
THE CENTER FOR AUTISM 3905 FORD ROAD SUITE 6 PHILADELPHIA, PA 191312824	NONE	PUBLIC	OPERATING EXPENSES	4,000
THE CLINIC MEDICAL CENTER FOR THE UNINSURED 143 CHURCH STREET PHOENIXVILLE, PA 19460	NONE	PUBLIC	OPERATING EXPENSES	10,000
THE FOOD TRUST ONE PENN CENTER 1617 JFK BLVD SUITE 900 PHILADELPHIA, PA 191031195	NONE	PUBLIC	EDUCATION OF YOUTH IN FARM TO SCHOOL ACTIVITIES	6,000
TRAVIS MANSION FOUNDATION PO BOX 1485 DOYLESTOWN, PA 18901		PUBLIC	OPERATING EXPENSES	3,200
TRISKELES 707 EAGLEVIEW BLVD SUITE 105 EXTON, PA 19341	NONE	PUBLIC	GREEN PROGRAM	2,500
VISITING NURSE ASSOCIATION COMMUNITY SERVICES 1421 HIGHLAND AVENUE ABINGTON, PA 190012685	NONE	PUBLIC	SCREENING FOR PRESCHOOL CHILDREN	6,000
WAGNER FREE INSTITUTE OF SCIENCE 1700 W MONTGOMERY AVENUE PHILADELPHIA, PA 191213227	NONE	PUBLIC	FREE EDUCATION PROGRAM	6,000
WEST CHESTER AREA SENIOR CENTER 530 EAST UNION STREET WEST CHESTER, PA 19380		PUBLIC	OPERATING EXPENSES	10,000
WILLIAMSON FREE SCHOOL OF MECHANICAL TRADES 106 S NEW MIDDLETOWN ROAD MEDIA, PA 190635299	NONE	PUBLIC	OPERATING EXPENSES FOR PHILADELPHIA FLOWER SHOW EXHI	5,000

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>				
WORLD IMPACT FREDERICK DOUGLAS CHRISTIAN SCHOOL 700 CENTRAL AVENUE CHESTER,PA 190133059	NONE	PUBLIC	OPERATING EXPENSES	10,000
Total  3a				395,200

TY 2012 Accounting Fees Schedule**Name:** THE SMITH FOUNDATION

AKA THE HOXIE HARRISON SMITH FOUNDATION

EIN: 23-6238148

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	2,950	2,950		0

TY 2012 All Other Program

Related Investments Schedule

Name:

THE SMITH FOUNDATION
AKA THE HOXIE HARRISON SMITH FOUNDATION

EIN:

23-6238148

Category	Amount
NONE	0

TY 2012 General Explanation Attachment

Name: THE SMITH FOUNDATION

AKA THE HOXIE HARRISON SMITH FOUNDATION

EIN: 23-6238148

Identifier	Return Reference	Explanation
		DURING THE YEAR, \$700 WAS PAID DIRECTLY TO CHARLES BARBER AS AN HONORARIUM AN ADDITIONAL \$13,200 WAS PAID TO A COMPANY OWNED BY CHARLES BARBER AS REIMBURSEMENT FOR SERVICES PROVIDED BY HIS EMPLOYEE FOR FOUNDATION WORK THIS COMPANY WAS ALSO PAID \$896 AS REIMBURSEMENT FOR OFFICE SUPPLIES, POSTAGE AND TRAVEL EXPENSES PAID ON BEHALF OF THE FOUNDATION

TY 2012 Investments - Other Schedule**Name:** THE SMITH FOUNDATION

AKA THE HOXIE HARRISON SMITH FOUNDATION

EIN: 23-6238148

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
VANGUARD BROKERAGE SERVICES	AT COST	1,804,173	2,408,444
VANGUARD IT IG FD ADM	AT COST	953,235	1,012,383
VANGUARD 500 INDEX FUND	AT COST	1,027,921	1,432,964
VANGUARD PRIMECAP FUND	AT COST	1,026,490	1,256,584
VANGUARD HEALTH CARE FUND	AT COST	570,533	596,082
VANGUARD ST IG FD ADM	AT COST	364,317	365,652
VANGUARD HIGH-YIELD CORP FD ADM	AT COST	596,000	627,394

TY 2012 Other Decreases Schedule

Name: THE SMITH FOUNDATION

AKA THE HOXIE HARRISON SMITH FOUNDATION

EIN: 23-6238148

Description	Amount
STOCK COST ADJUSTMENTS	1,358

TY 2012 Other Expenses Schedule

Name: THE SMITH FOUNDATION
AKA THE HOXIE HARRISON SMITH FOUNDATION
EIN: 23-6238148

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OFFICE EXPENSES	619	0		619

TY 2012 Other Income Schedule**Name:** THE SMITH FOUNDATION

AKA THE HOXIE HARRISON SMITH FOUNDATION

EIN: 23-6238148

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Q WEST CLASS ACTION SUIT	137		137
AOL CLASS ACTION	22		22

TY 2012 Taxes Schedule**Name:** THE SMITH FOUNDATION

AKA THE HOXIE HARRISON SMITH FOUNDATION

EIN: 23-6238148

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES AND FEES	1,369	1,369		0
EXCISE TAXES	277	0		0