



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 GLENDORN FOUNDATION		<b>A Employer identification number</b>  25-1024349	
Number and street (or P O box number if mail is not delivered to street address) 78 MAIN STREET		<b>B Telephone number</b> (see instructions)  (814) 368-7171	
City or town, state, and ZIP code BRADFORD, PA 16701		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>	
<b>G</b> Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		<b>D 1.</b> Foreign organizations, check here <input type="checkbox"/> <b>2.</b> Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
<b>H</b> 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		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> <b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
<b>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16) <b>\$</b> 3,719,986		<b>J</b> Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) (Part I, column (d) must be on cash basis.)	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions) )		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	<b>1</b> Contributions, gifts, grants, etc , received (attach schedule)	3,000			
	<b>2</b> Check <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B				
	<b>3</b> Interest on savings and temporary cash investments	1,351	1,351		
	<b>4</b> Dividends and interest from securities. . . . .	72,756	72,756		
	<b>5a</b> Gross rents . . . . .				
	<b>b</b> Net rental income or (loss) _____				
	<b>6a</b> Net gain or (loss) from sale of assets not on line 10	158,480			
	<b>b</b> Gross sales price for all assets on line 6a _____ 1,918,469				
	<b>7</b> Capital gain net income (from Part IV , line 2 ) . . . .		158,480		
	<b>8</b> Net short-term capital gain . . . . .				
	<b>9</b> Income modifications . . . . .				
	<b>10a</b> Gross sales less returns and allowances				
Operating and Administrative Expenses	<b>b</b> Less Cost of goods sold . . . . .				
	<b>c</b> Gross profit or (loss) (attach schedule) . . . . .				
	<b>11</b> Other income (attach schedule) . . . . . 	65	96		
	<b>12 Total.</b> Add lines 1 through 11 . . . . .	235,652	232,683		
	<b>13</b> Compensation of officers, directors, trustees, etc				
	<b>14</b> Other employee salaries and wages . . . . .				
	<b>15</b> Pension plans, employee benefits . . . . .				
	<b>16a</b> Legal fees (attach schedule) . . . . .				
	<b>b</b> Accounting fees (attach schedule) . . . . . 	2,950	2,950		
	<b>c</b> Other professional fees (attach schedule) . . . . . 	25,123	25,123		
	<b>17</b> Interest . . . . .				
	<b>18</b> Taxes (attach schedule) (see instructions) 	5,620	1,987		
	<b>19</b> Depreciation (attach schedule) and depletion 	224	224		
	<b>20</b> Occupancy . . . . .	5,668	5,668		
	<b>21</b> Travel, conferences, and meetings . . . . .	1,519	1,519		
	<b>22</b> Printing and publications . . . . .				
	<b>23</b> Other expenses (attach schedule) . . . . . 	13,543	13,543		
	<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23 . . . . .	54,647	51,014		0
	<b>25</b> Contributions, gifts, grants paid . . . . .	155,080			155,080
	<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	209,727	51,014		155,080
	<b>27</b> Subtract line 26 from line 12				
	<b>a Excess of revenue over expenses and disbursements</b>	25,925			
	<b>b Net investment income</b> (if negative, enter -0-)		181,669		
	<b>c Adjusted net income</b> (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 . . . . .	6,544	46,515	46,515
	2	Savings and temporary cash investments . . . . .	73,186	93,452	93,452
	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 . . . . .	1,894		
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule) . . . . .	2,931,418	2,902,033	3,578,473
	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) . . . . .			
	14	Land, buildings, and equipment basis ▶ _____ 1,825 Less accumulated depreciation (attach schedule) ▶ _____ 1,098	951	727	727
15	Other assets (describe ▶ _____)	1,893	819	819	
16	<b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	3,015,886	3,043,546	3,719,986	
Liabilities	17	Accounts payable and accrued expenses . . . . .		1,735	
	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	<b>Total liabilities</b> (add lines 17 through 22) . . . . .		1,735	
Net Assets or Fund Balances	<b>Foundations that follow SFAS 117, check here</b> ▶ <input checked="" type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>				
	24	Unrestricted . . . . .	3,015,886	3,041,811	
	25	Temporarily restricted . . . . .			
	26	Permanently restricted . . . . .			
	<b>Foundations that do not follow SFAS 117, check here</b> ▶ <input type="checkbox"/> <b>and complete lines 27 through 31.</b>				
	27	Capital stock, trust principal, or current funds . . . . .			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	<b>Total net assets or fund balances</b> (see page 17 of the instructions) . . . . .	3,015,886	3,041,811	
31	<b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions) . . . . .	3,015,886	3,043,546		

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	3,015,886
2	Enter amount from Part I, line 27a . . . . .	2	25,925
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3 . . . . .	4	3,041,811
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .	6	3,041,811

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) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
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	158,480
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	139,700	3,574,671	0 039081
2010	153,750	3,396,369	0 045269
2009	206,333	2,836,782	0 072735
2008	181,734	3,582,845	0 050723
2007	184,986	4,038,617	0 045804

2 Total of line 1, column (d). . . . .	2	0 253612
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 050722
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5. . . . .	4	3,531,197
5 Multiply line 4 by line 3. . . . .	5	179,109
6 Enter 1% of net investment income (1% of Part I, line 27b). . . . .	6	1,817
7 Add lines 5 and 6. . . . .	7	180,926
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	155,080

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 type="checkbox"/> and enter 1% of Part I, line 27b . . . . .		1	3,633
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	
3		Add lines 1 and 2. . . . .		3	3,633
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5		Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0- . . . . .		5	3,633
6		Credits/Payments			
a		2012 estimated tax payments and 2011 overpayment credited to 2012	6a	2,360	
b		Exempt foreign organizations—tax withheld at source . . . . .	6b		
c		Tax paid with application for extension of time to file (Form 8868)	6c		
d		Backup withholding erroneously withheld . . . . .	6d		
7		Total credits and payments Add lines 6a through 6d. . . . .		7	2,360
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	1,273
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 <input type="checkbox"/>	Refunded <input type="checkbox"/>	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 <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . .	2		No
	If "Yes," attach a detailed description of the activities.			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, 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? . . . . .	5		No
	If "Yes," attach the statement required by General Instruction T.			
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) <input type="checkbox"/> PA, TX			
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 ▶WILLIAM F HIGIE Telephone no ▶(814) 368-7171 Located at ▶78 MAIN STREET BRADFORD PA ZIP +4 ▶16701			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —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 checked="" type="checkbox"/> Yes <input 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? ( <b>Exception.</b> 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 <b>any</b> 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		No
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		
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 <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement—see instructions ). . . . .	2b		
c	If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here ▶ 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))?

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.

## Part VIII

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

## 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
<b>1</b>		
<b>2</b>		
<b>3</b>		
<b>4</b>		

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
<b>1</b> N/A	
<b>2</b>	
All other program-related investments See page 24 of the instructions	
<b>3</b>	

Form **990-PF** (2012)



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	3,467,861
b	Average of monthly cash balances. . . . .	1b	114,808
c	Fair market value of all other assets (see instructions). . . . .	1c	2,303
d	Total (add lines 1a, b, and c). . . . .	1d	3,584,972
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). . . . .	1e	
2	Acquisition indebtedness applicable to line 1 assets. . . . .	2	
3	Subtract line 2 from line 1d. . . . .	3	3,584,972
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	4	53,775
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,531,197
6	Minimum investment return. Enter 5% of line 5. . . . .	6	176,560

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	176,560
2a	Tax on investment income for 2012 from Part VI, line 5. . . . .	2a	3,633
b	Income tax for 2012 (This does not include the tax from Part VI ). . . . .	2b	
c	Add lines 2a and 2b. . . . .	2c	3,633
3	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	3	172,927
4	Recoveries of amounts treated as qualifying distributions. . . . .	4	
5	Add lines 3 and 4. . . . .	5	172,927
6	Deduction from distributable amount (see instructions). . . . .	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . .	7	172,927

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	155,080
b	Program-related investments—total from Part IX-B. . . . .	1b	
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	155,080
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4. . . . .	6	155,080
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				172,927
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only. . . . .				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2012				
a From 2007. . . . .				
b From 2008. . . . .				
c From 2009. . . . . 7,821				
d From 2010. . . . .				
e From 2011. . . . .				
f Total of lines 3a through e. . . . .	7,821			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 155,080				
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions). . . . .				
c Treated as distributions out of corpus (Election required—see instructions). . . . .				
d Applied to 2012 distributable amount. . . . .				155,080
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	7,821			7,821
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b. . . . .				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. . . . .				
d Subtract line 6c from line 6b Taxable amount—see instructions . . . . .				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013. . . . .				10,026
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions). . . . .				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions). . . .				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a. . . . .				
10 Analysis of line 9				
a Excess from 2008. . . .				
b Excess from 2009. . . .				
c Excess from 2010. . . .				
d Excess from 2011. . . .				
e Excess from 2012. . . .				

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

WILLIAM F HIGIE  
78 MAIN STREET  
BRADFORD,PA 16701  
(814) 368-7171

b

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

NO SOLICITATIONS FROM GRANTEES ARE DESIRED AT THIS TIME

c

Any submission deadlines

NO SOLICITATIONS FROM GRANTEES ARE DESIRED AT THIS TIME

d

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

NO SOLICITATIONS FROM GRANTEES ARE DESIRED AT THIS TIME

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

Form **990-PF** (2012)

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		
<b>1</b> Program service revenue						
<b>a</b> _____						
<b>b</b> _____						
<b>c</b> _____						
<b>d</b> _____						
<b>e</b> _____						
<b>f</b> _____						
<b>g</b> Fees and contracts from government agencies						
<b>2</b> Membership dues and assessments. . . .						
<b>3</b> Interest on savings and temporary cash investments						1,351
<b>4</b> Dividends and interest from securities. . . .						72,756
<b>5</b> Net rental income or (loss) from real estate						
<b>a</b> Debt-financed property. . . . .						
<b>b</b> Not debt-financed property. . . . .						
<b>6</b> Net rental income or (loss) from personal property						
<b>7</b> Other investment income. . . . .						96
<b>8</b> Gain or (loss) from sales of assets other than inventory						158,480
<b>9</b> Net income or (loss) from special events						
<b>10</b> Gross profit or (loss) from sales of inventory. .						
<b>11</b> Other revenue <b>a</b> AMERIGAS PARTNERS LP						-31
<b>b</b> _____						
<b>c</b> _____						
<b>d</b> _____						
<b>e</b> _____						
<b>12</b> Subtotal. Add columns (b), (d), and (e). .						232,652
<b>13 Total.</b> Add line 12, columns (b), (d), and (e). . . . .					<b>13</b>	232,652

[illegible]

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

**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

<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input checked="checked" type="checkbox"/>	PTIN
	JAMES L SMITH CPA	JAMES L SMITH CPA	2013-05-14		
	Firm's name <input type="checkbox"/>	SMITH BEST & STONEKING PC 80 EAST CORYDON STREET		Firm's EIN <input type="checkbox"/>	
	Firm's address <input type="checkbox"/>	BRADFORD, PA 16701		Phone no (814) 363-1040	

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 )
ANHEUSER-BUSCH INBEV NV	P	2011-01-01	2012-12-03
AUTODESK INC	P	2011-01-01	2012-01-25
CORNING INC	P	2011-01-01	2012-08-14
IMAX CORP	P	2011-01-01	2012-03-23
OWENS ILL INC	P	2011-01-01	2012-04-11
VISA INC	P	2011-01-01	2012-05-03
PORTLAND GENERAL ELECTRIC CO NEW	P	2011-01-01	2012-04-24
BEIERSDORF AG ISN	P	2011-01-01	2012-04-25
AUTODESK INC	P	2011-01-01	2012-08-06
CTRIIP COM INTL LTD	P	2011-01-01	2012-02-01
KRAFT FOODS INC	P	2011-01-01	2012-02-14
PALL CORP	P	2011-01-01	2012-01-20
VOLCANO CORP	P	2011-01-01	2012-09-19
ESCROW ENRON CAP TRUST II	P	2011-01-01	2012-12-28
DEUTSCHE BOERSE AG	P	2011-01-01	2012-10-17
AUTODESK INC	P	2011-01-01	2012-11-26
DICKS SPORTING GOODS INC	P	2011-01-01	2012-03-14
KROGER CO	P	2011-01-01	2012-06-08
QUALCOMM	P	2011-01-01	2012-01-26
WASHINGTON POST CO	P	2011-01-01	2012-05-15
AMERIGAS PARTNERS LP	P	1998-05-06	2012-04-24
AMADEUS IT HOLDING SA A	P	2011-01-01	2012-10-19
BANK OF NEW YORK MELLON CORP	P	2011-01-01	2012-01-25
DISNEY WALT CO	P	2011-01-01	2012-01-12
LIBERTY GLOBAL INC	P	2011-01-01	2012-02-28
QUANTA SVCS INC	P	2011-01-01	2012-07-03
INVESCO STIT TREASURY PORT	P	2011-01-01	2012-01-31
BANCO SANTANDER S A	P	2011-01-01	2012-06-18
BECTON DICKINSON & CO	P	2011-01-01	2012-06-11
DISNEY WALT CO	P	2011-01-01	2012-07-17

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 )
LIBERTY GLOBAL INC	P	2011-01-01	2012-03-15
QUANTA SVCS INC	P	2011-01-01	2012-11-15
INVESCO STIT TREASURY PORT	P	2011-01-01	2012-02-29
LONZA AG-REG	P	2011-01-01	2012-04-26
BIOMARIN PHARMACEUTICAL INC	P	2011-01-01	2012-04-11
DISCOVERY COMMUNICATIONS CL A	P	2011-01-01	2012-05-08
MASTERCARD INC	P	2011-01-01	2012-05-04
RYANAIR HLDGS PLC	P	2011-01-01	2012-11-30
INVESCO STIT TREASURY PORT	P	2011-01-01	2012-04-30
QIAGEN NV	P	2011-01-01	2012-08-01
BOSTON SCIENTIFIC CORP	P	2011-01-01	2012-01-03
DISCOVER FINANCIAL	P	2011-01-01	2012-03-29
MASTERCARD INC	P	2011-01-01	2012-12-04
SCHWAB CHARLES CORP NEW	P	2011-01-01	2012-03-20
INVESCO STIT TREASURY PORT	P	2011-01-01	2012-05-31
AMC NETWORKS INC	P	2011-01-01	2012-09-19
BOSTON SCIENTIFIC CORP	P	2011-01-01	2012-01-06
FEDEX CORPORATION	P	2011-01-01	2012-07-27
MONSANTO CO	P	2011-01-01	2012-07-30
SCHWAB CHARLES CORP NEW	P	2011-01-01	2012-09-18
INVESCO STIT TREASURY PORT	P	2011-01-01	2012-05-31
ALCOA INC	P	2011-01-01	2012-09-24
BOSTON SCIENTIFIC CORP	P	2011-01-01	2012-05-18
FLOWERVE CORP	P	2011-01-01	2012-01-26
MONSANTO CO	P	2011-01-01	2012-11-15
STATE STR CORP	P	2011-01-01	2012-01-27
INVESCO STIT TREASURY PORT	P	2011-01-01	2012-07-31
ALERE INC	P	2011-01-01	2012-09-19
CME GROUP INC	P	2011-01-01	2012-05-09
FLOWERVE CORP	P	2011-01-01	2012-11-23



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 )
MOODY'S CORP	P	2011-01-01	2012-09-07
TIME WARNER INC	P	2011-01-01	2012-08-29
INVESCO STIT TREASURY PORT	P	2011-01-01	2012-07-31
ALLSCRIPTS HEALTHCARE	P	2011-01-01	2012-09-19
CME GROUP INC	P	2011-01-01	2012-08-01
FLOWSERVE CORP	P	2011-01-01	2012-11-27
MOODY'S CORP	P	2011-01-01	2012-11-13
US AIRWAYS GROUP INC	P	2011-01-01	2012-09-19
INVESCO STIT TREASURY PORT	P	2011-01-01	2012-08-31
AMAZON COM INC	P	2011-01-01	2012-05-01
CARNIVAL CORP	P	2011-01-01	2012-05-30
GEN PROBE INC	P	2011-01-01	2012-04-30
MOODY'S CORP	P	2011-01-01	2012-11-30
UNILEVER PLC	P	2011-01-01	2012-08-03
INVESCO STIT TREASURY PORT	P	2011-01-01	2012-11-30
AMAZON COM INC	P	2011-01-01	2012-07-18
CERNER CORP	P	2011-01-01	2012-06-07
GOOGLE INC	P	2011-01-01	2012-10-24
NEWS CORPORATION CL A	P	2011-01-01	2012-07-12
UNITED CONTINENTAL HOLDINGS	P	2011-01-01	2012-10-17
INVESCO STIT TREASURY PORT	P	2011-01-01	2012-12-31
AMERICAN EXPRESS CO	P	2011-01-01	2012-03-29
CISCO SYSTEMS INC	P	2011-01-01	2012-02-09
IMAX CORP	P	2011-01-01	2012-01-30
NORFOLK SOUTHERN CORP	P	2011-01-01	2012-01-23
UNITED PARCEL SERVICE	P	2011-01-01	2012-03-13
GENERAL ELECTRIC CAP CORP	P	2007-04-18	2012-04-24
AMPHENOL CORP	P	2011-01-01	2012-01-27
CISCO SYSTEMS INC	P	2011-01-01	2012-05-10
IMAX CORP	P	2011-01-01	2012-02-27

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 )
OWENS ILL INC	P	2011-01-01	2012-02-10
UNITED PARCEL SERVICE	P	2011-01-01	2012-06-15
WELLS FARGO 5 625%	P	2004-04-02	2012-02-21

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)
27,553		17,334	10,219
3,957		3,649	308
21,513		27,960	-6,447
4,604		4,865	-261
13,881		17,248	-3,367
33,128		19,668	13,460
13			13
26,726		21,455	5,271
18,407		17,454	953
9,269		13,971	-4,702
39,482		32,633	6,849
13,202		7,244	5,958
16,447		13,627	2,820
120			120
15,871		20,056	-4,185
12,108		11,324	784
10,517		2,854	7,663
23,489		24,521	-1,032
32,575		19,662	12,913
16,752		20,563	-3,811
38,701		7,568	31,133
19,447		15,927	3,520
29,688		39,309	-9,621
36,606		30,171	6,435
12,387		8,551	3,836
20,658		17,099	3,559
8,072		8,072	
22,356		40,154	-17,798
5,103		5,327	-224
21,717		17,491	4,226

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)
12,233		8,209	4,024
14,780		10,890	3,890
86,224		86,224	
7,166		13,560	-6,394
19,021		16,582	2,439
37,726		28,594	9,132
35,127		16,745	18,382
21,208		17,485	3,723
53,568		53,568	
4,967		4,862	105
5,564		7,854	-2,290
14,157		11,109	3,048
38,627		32,772	5,855
52,928		43,498	9,430
14,635		14,635	
34,528		34,229	299
5,650		7,505	-1,855
22,770		19,736	3,034
13,923		11,448	2,475
32,840		34,097	-1,257
8,434		8,434	
22,151		24,275	-2,124
21,172		23,659	-2,487
4,356		4,883	-527
10,869		9,294	1,575
23,249		28,396	-5,147
29,683		29,683	
30,850		49,491	-18,641
10,376		12,186	-1,810
5,567		4,883	684

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)
32,988		30,197	2,791
29,055		22,742	6,313
3,796		3,796	
23,986		40,285	-16,299
15,390		18,279	-2,889
26,601		20,521	6,080
7,862		6,179	1,683
25,131		25,024	107
5,595		5,595	
23,163		20,420	2,743
26,841		31,937	-5,096
24,545		19,395	5,150
18,424		13,812	4,612
20,672		16,964	3,708
14,090		14,090	
4,341		4,059	282
30,806		17,912	12,894
33,995		25,068	8,927
17,917		13,709	4,208
21,674		21,751	-77
37,431		37,431	
4,034		1,388	2,646
23,764		28,633	-4,869
1,669		2,162	-493
9,936		7,402	2,534
12,511		11,121	1,390
29,972		30,000	-28
17,424		14,433	2,991
29,147		29,536	-389
7,230		7,838	-608

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)
11,644		14,835	-3,191
21,652		18,932	2,720
30,468		30,000	468

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	
			10,219
			308
			-6,447
			-261
			-3,367
			13,460
			13
			5,271
			953
			-4,702
			6,849
			5,958
			2,820
			120
			-4,185
			784
			7,663
			-1,032
			12,913
			-3,811
			31,133
			3,520
			-9,621
			6,435
			3,836
			3,559
			-17,798
			-224
			4,226

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	
			4,024
			3,890
			-6,394
			2,439
			9,132
			18,382
			3,723
			105
			-2,290
			3,048
			5,855
			9,430
			299
			-1,855
			3,034
			2,475
			-1,257
			-2,124
			-2,487
			-527
			1,575
			-5,147
			-18,641
			-1,810
			684











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	
			2,791
			6,313
			-16,299
			-2,889
			6,080
			1,683
			107
			2,743
			-5,096
			5,150
			4,612
			3,708
			282
			12,894
			8,927
			4,208
			-77
			2,646
			-4,869
			-493
			2,534
			1,390
			-28
			2,991
			-389
			-608


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	
			-3,191
			2,720
			468


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
JOHN C DORN 	TRUSTEE 4 00	0	0	0
PO BOX 2396 MIDLAND,TX 79702				
CLAYTON D COBURN 	TRUSTEE 4 00	0	0	0
PO BOX 568 HIGH ROLLS MTN PK,NM 88325				
DALE B GRUBB 	TRUSTEE 4 00	0	0	0
2133 KENWOOD PRKY MINNEAPOLIS,MN 55405				
WILLIAM F HIGIE 	SEC & MGR 8 00	0	0	0
78 MAIN STREET BRADFORD,PA 16701				
JEFFREY W MILLER 	TRUSTEE 4 00	0	0	0
694 SWEET LANE COTTAGE GROVE,OR 97424				
CAROLYNN D WARNER 	TRUSTEE 4 00	0	0	0
2929 OHIO WAY DENVER,CO 80209				
LESLIE D YOUNG 	TRUSTEE 4 00	0	0	0
1011 S VALENTIA ST DENVER,CO 80247				
BROOKS DORN STEWART 	TRUSTEE 4 00	0	0	0
2510 MONACO PARKWAY DENVER,CO 80209				

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)				
<b>a</b> Paid during the year				
BRADFORD CHARITIES 78 MAIN STREET BRADFORD,PA 16701	N/A	PUBLIC	COMMUNITY	10,000
MASSACHUSETTS GENERAL HOS VBK 915 FRUIT ST BOSTON,MA 02114	N/A	PUBLIC	RESEARCH	10,000
JOHN HOPKINS SCHOOL OF ME 600 N WOLFE STREET/MEYER BALTIMORE,MD 212877613	N/A	PUBLIC	RESEARCH	33,000
JOHN HOPKINS SCHOOL OF ME 600 N WOLFE STREET/MEYER BALTIMORE,MD 212877613	N/A	PUBLIC	RESEARCH	8,000
DENVER ACADEMY 4400 EAST ILIFF AVENUE DENVER,CO 80222	N/A	PUBLIC	SCHOLARSHIPS	12,500
KENNEDY ALTERNATIVE HIGH SCHOOL 1310 SOUTH 8TH STREET COTTAGE GROVE,OR 97424	N/A	PUBLIC	EDUCATION	10,000
UNION AID SOCIETY 601 THORN STREET SEWICKLEY,PA 15143	N/A	PUBLIC	EDUCATION	12,500
UNIVERSITY OF PITTSBURGH AT BRADFOR 300 CAMPUS DRIVE BRADFORD,PA 16701	N/A	PUBLIC	EDUCATION	10,000
KENT DENVER SCHOOL 400 E QUINCY AVENUE ENGLEWOOD,CO 80113	N/A	PUBLIC	EDUCATION	20,000
SOUTHEST ONCOLOGY CENTERS 2626 NORTH CIVIC CNTR PLZ SCOTTSDALE,AZ 85251	N/A	PUBLIC	RESEARCH	13,330
COTTAGE GROVE HIGH SCHOOL PO BOX 160 COTTAGE GROVE,OR 97424	N/A	PUBLIC	EDUCATION	5,000
AMERICAN TRANSPLANT FOUNDATION 410 17TH STREET STE 2200 DENVER,CO 80202	N/A	PUBLIC	RESEARCH	5,000
FLICKINGER CNTR FOR PERFORMING ARTS 1110 NEW YORK AVENUE ALAMOGORDA,NM 88310	N/A	PUBLIC	EDUCATION	5,000
HIGH ROLLS MOUNTAIN PARK PO BOX 758 HIGH ROLLS,NM 88325	N/A	PUBLIC	COMMUNITY	750
<b>Total . . . . .</b>  <b>3a</b>				155,080

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)				
<b>b</b> <i>Approved for future payment</i>				
BRADFORD CHARITIES78 MAIN STREET BRADFORD,PA 16701	N/A	PUBLIC	COMMUNITY	50,000
MASSACHUSETTS GENERAL HOS VBK 915 FRUIT ST BOSTON,MA 02114	N/A	PUBLIC	RESEARCH	40,000
JOHN HOPKINS SCHOOL OF ME600 N WOLFE STREET/MEYER BALTIMORE,MD 212877613	N/A	PUBLIC	RESEARCH	34,000
JOHN HOPKINS SCHOOL OF ME600 N WOLFE STREET/MEYER BALTIMORE,MD 212877613	N/A	PUBLIC	RESEARCH	32,000
DENVER ACADEMY4400 EAST ILIFF AVENUE DENVER,CO 80222	N/A	PUBLIC	SCHOLARSHIPS	12,500
UNION AID SOCIETY601 THORN STREET SEWICKLEY,PA 15143	N/A	PUBLIC	EDUCATION	12,500
UNIVERSITY OF PITTSBURGH AT BRADFOR300 CAMPUS DRIVE BRADFORD,PA 16701	N/A	PUBLIC	EDUCATION	40,000
KENT DENVER SCHOOL400 E QUINCY AVENUE ENGLEWOOD,CO 80113	N/A	PUBLIC	EDUCATION	80,000
SOUTHEST ONCOLOGY CENTERS 2626 NORTH CIVIC CNTR PLZ SCOTTSDALE,AZ 85251	N/A	PUBLIC	RESEARCH	66,665
COTTAGE GROVE HIGH SCHOOLPO BOX 160 COTTAGE GROVE,OR 97424	N/A	PUBLIC	EDUCATION	5,000
AMERICAN TRANSPLANT FOUNDATION410 17TH STREET STE 2200 DENVER,CO 80202	N/A	PUBLIC	RESEARCH	5,000
FLICKINGER CNTR FOR PERFORMING ARTS1110 NEW YORK AVENUE ALAMOGORDA,NM 88310	N/A	PUBLIC	EDUCATION	5,000
<b>Total . . . . .</b>  <b>3b</b>				382,665

Form **4562**  
Department of the Treasury  
Internal Revenue Service (99)

Depreciation and Amortization  
(Including Information on Listed Property)

▶ See separate instructions.    ▶ Attach to your tax return.

OMB No 1545-0172

**2012**

Attachment  
Sequence No **179**

Name(s) shown on return  
GLENDORN FOUNDATION

Business or activity to which this form relates  
INDIRECT DEPRECIATION

Identifying number

25-1024349

Part I Election To Expense Certain Property Under Section 179

Note: If you have any listed property, complete Part V before you complete Part I.

1	Maximum amount (see instructions)	1	500,000
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3	2,000,000
4	Reduction in limitation Subtract line 3 from line 2 If zero or less, enter -0-	4	
5	Dollar limitation for tax year Subtract line 4 from line 1 If zero or less, enter -0- If married filing separately, see instructions	5	

6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost	
6				
7	Listed property Enter the amount from line 29	7		
8	Total elected cost of section 179 property Add amounts in column (c), lines 6 and 7	8		
9	Tentative deduction Enter the smaller of line 5 or line 8	9		
10	Carryover of disallowed deduction from line 13 of your 2011 Form 4562	10		
11	Business income limitation Enter the smaller of business income (not less than zero) or line 5 (see instructions)	11		
12	Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11	12		
13	Carryover of disallowed deduction to 2013 Add lines 9 and 10, less line 12	13		

Note: Do not use Part II or Part III below for listed property. Instead, use Part V.

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property ) (See instructions )

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	224

Part III MACRS Depreciation (Do not include listed property.) (See instructions.)

Section A

17	MACRS deductions for assets placed in service in tax years beginning before 2012	17	
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here		

Section B—Assets Placed in Service During 2012 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only—see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property			27 5 yrs	MM	S/L	
			27 5 yrs	MM	S/L	
i Nonresidential real property			39 yrs	MM	S/L	
				MM	S/L	

Section C—Assets Placed in Service During 2012 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year			40 yrs	MM	S/L	

Part IV Summary (see instructions)

21	Listed property Enter amount from line 28	21	
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21 Enter here and on the appropriate lines of your return Partnerships and S corporations—see instructions	22	224
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

Part V

Listed Property (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement.)  
**Note:** For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete **only** 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.

Section A—Depreciation and Other Information (Caution: See the instructions for limits for passenger automobiles.)

24a Do you have evidence to support the business/investment use claimed? <input type="checkbox"/> Yes <input type="checkbox"/> No						24b If "Yes," is the evidence written? <input type="checkbox"/> Yes <input type="checkbox"/> No			
(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation/ deduction	(i) Elected section 179 cost	
25Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use (see instructions)							25		
26 Property used more than 50% in a qualified business use									
		%							
		%							
		%							
27 Property used 50% or less in a qualified business use									
		%				S/L -			
		%				S/L -			
		%				S/L -			
28 Add amounts in column (h), lines 25 through 27 Enter here and on line 21, page 1						28			
29 Add amounts in column (i), line 26 Enter here and on line 7, page 1							29		

Section B—Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person  
If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles

30 Total business/investment miles driven during the year ( <b>do not</b> include commuting miles)	(a) Vehicle 1		(b) Vehicle 2		(c) Vehicle 3		(d) Vehicle 4		(e) Vehicle 5		(f) Vehicle 6	
31 Total commuting miles driven during the year												
32 Total other personal(noncommuting) miles driven												
33 Total miles driven during the year Add lines 30 through 32												
34 Was the vehicle available for personal use during off-duty hours?	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No
35 Was the vehicle used primarily by a more than 5% owner or related person?												
36 Is another vehicle available for personal use?												

Section C—Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who **are not** more than 5% owners or related persons (see instructions)

37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?	Yes	No
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use? (See instructions )		
<b>Note:</b> If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles		

Part VI Amortization

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2012 tax year (see instructions)					
43 Amortization of costs that began before your 2012 tax year				43	
44 <b>Total.</b> Add amounts in column (f) See the instructions for where to report				44	

TY 2012 Accounting Fees Schedule

**Name:** GLENDORN FOUNDATION

**EIN:** 25-1024349

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PROFESSIONAL EXPENSE	2,950	2,950		



# TY 2012 Compensation Explanation

**Name:** GLENDORN FOUNDATION

**EIN:** 25-1024349

Person Name	Explanation
JOHN C DORN	
CLAYTON D COBURN	
DALE B GRUBB	
WILLIAM F HIGIE	
JEFFREY W MILLER	
CAROLYNN D WARNER	
LESLIE D YOUNG	
BROOKS DORN STEWART	

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2012 Depreciation Schedule

Name: GLENDORN FOUNDATION

EIN: 25-1024349

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
TELEPHONES & INSTALLATION	2002-03-01	706	706	S/L	7 0000				
COMPUTER	2011-04-11	1,119	168	S/L	5 0000	224	224		

**TY 2012 Investments Corporate  
Stock Schedule****Name:** GLENDORN FOUNDATION**EIN:** 25-1024349

<b>Name of Stock</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
PNC - CUSTODY A/C	1,816,806	2,211,456
TIFF INVESTMENT	1,035,220	1,366,897
EQUITIES - UBS	50,007	120

# TY 2012 Land, Etc. Schedule

**Name:** GLENDORN FOUNDATION

**EIN:** 25-1024349

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
OFFICE EQUIPMENT	1,825	1,098	727	727

## TY 2012 Other Assets Schedule

**Name:** GLENDORN FOUNDATION

**EIN:** 25-1024349

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
ACCRUED DIVIDENDS RECEIVABLE	1,892	816	816
ACCRUED INTEREST RECEIVABLE	1	3	3

**TY 2012 Other Expenses Schedule****Name:** GLENDORN FOUNDATION**EIN:** 25-1024349

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
DUES AND SUBSCRIPTIONS	1,435	1,435		
TELEPHONE	2,592	2,592		
CONTRACT LABOR	8,893	8,893		
OFFICE EXPENSE	623	623		

# TY 2012 Other Income Schedule

**Name:** GLENDORN FOUNDATION

**EIN:** 25-1024349

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
AMERIGAS PARTNERS, LP-INT	79	79	
ROYALTY INCOME	17	17	
AMERIGAS PARTNERS LP	-31		

TY 2012 Other Professional Fees Schedule

**Name:** GLENDORN FOUNDATION

**EIN:** 25-1024349

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MGT FEE - PNC	25,123	25,123		



**TY 2012 Taxes Schedule****Name:** GLENDORN FOUNDATION**EIN:** 25-1024349

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	1,987	1,987		
EXCISE TAX	3,633			