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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

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

OMB No 1545-0052

2012

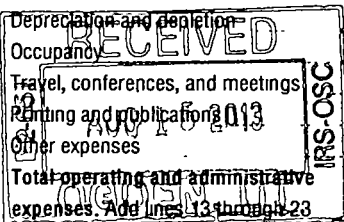
Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation A L SPENCER FOUNDATION PNC BANK NA		A Employer identification number 25-1843761
Number and street (or P.O. box number if mail is not delivered to street address) PO BOX 609	Room/suite	B Telephone number 800-622-8036
City or town, state, and ZIP code PITTSBURGH, PA 15230-9738		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input checked="" type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 2,384,534.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	16.	16.		STATEMENT 1
	4 Dividends and interest from securities	19,203.	19,203.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	55,313.			
	b Gross sales price for all assets on line 6a	328,454.			
	7 Capital gain net income (from Part IV, line 2)		55,313.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11	74,532.	74,532.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	STMT 3 700.	0.		700.
	c Other professional fees	STMT 4 9,064.	9,064.		0.
	17 Interest				
	18 Taxes	STMT 5 1,410.	0.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
23 Other expenses					
24 Total operating and administrative expenses. Add lines 13 through 23	11,174.	9,064.		700.	
25 Contributions, gifts, grants paid	122,000.			122,000.	
26 Total expenses and disbursements. Add lines 24 and 25	133,174.	9,064.		122,700.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-58,642.				
b Net investment income (if negative, enter -0-)		65,468.			
c Adjusted net income (if negative, enter -0-)			N/A		



Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		15,228.	52,598.	52,598.
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations				
	b	Investments - corporate stock STMT 6		648,292.	552,960.	730,374.
	c	Investments - corporate bonds STMT 7		41,008.	40,329.	40,527.
11	Investments - land, buildings, and equipment basis ▶					
	Less accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other STMT 8		1,008,812.	1,008,812.	1,561,035.	
14	Land, buildings, and equipment basis ▶					
	Less accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers)		1,713,340.	1,654,699.	2,384,534.	
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				
	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 ▶ <input type="checkbox"/>					
	and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>					
	and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds		1,713,340.	1,654,699.	
	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		1,713,340.	1,654,699.		
31	Total liabilities and net assets/fund balances		1,713,340.	1,654,699.		

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	1,713,340.
2	Enter amount from Part I, line 27a	2	-58,642.
3	Other increases not included in line 2 (itemize) ▶ POSTED CURR YR TAXED PRIOR YR	3	1.
4	Add lines 1, 2, and 3	4	1,654,699.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,654,699.

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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 SALES OF PUBLICLY TRADED SECURITIES	P		
b CAPITAL GAINS DIVIDENDS			
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 323,214.		273,141.	50,073.
b 5,240.			5,240.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			50,073.
b			5,240.
c			
d			
e			

2 Capital gain net income or (net capital loss)	<div> { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>	2	55,313.
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). If (loss), enter -0- in Part I, line 8	<div> { If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 </div>	3	N/A

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 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	106,238.	2,453,419.	.043302
2010	115,880.	2,282,088.	.050778
2009	100,607.	1,659,261.	.060634
2008	55,765.	1,748,665.	.031890
2007	51,350.	1,734,755.	.029601

2 Total of line 1, column (d)	2	.216205
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	.043241
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	2,446,671.
5 Multiply line 4 by line 3	5	105,797.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	655.
7 Add lines 5 and 6	7	106,452.
8 Enter qualifying distributions from Part XII, line 4	8	122,700.

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.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	655.
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	655.
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	655.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	1,862.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	2,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	3,862.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	3,207.	
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax <input checked="" type="checkbox"/> 3,207. Refunded <input type="checkbox"/> 0.	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> 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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► WWW.PNC.COM	13	X	
14	The books are in care of ► PNC BANK NA Telephone no. ► 800-622-8036 Located at ► PO BOX 94651, CLEVELAND, OH ZIP+4 ► 44101-4651			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No
				X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input 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? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here		X
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?		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?		X

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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)? ☐ 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)?

N/A

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?

N/A

☐ 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

6b

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

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

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

N/A

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.

(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
A LAWRENCE SPENCER 1920 HIGHGATE ROAD PITTSBURGH, PA 15241	DIRECTOR 2.00	0.	0.	0.
DAVID G BLUEMLING, CPA CVA 3605 MCNIGHT EAST DRIVE PITTSBURGH, PA 15237	0.00	0.	0.	0.
DAVID G MARTIN 681 ANDERSEN DRIVE PITTSBURGH, PA 15220	PRESIDENT 2.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

Total number of others receiving over \$50,000 for professional services

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
	0.
2	
All other program-related investments. See instructions.	
3 N/A	
	0.
	0.
Total. Add lines 1 through 3	0.

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	2,483,930.
b	Average of monthly cash balances	1b	
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	2,483,930.
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	2,483,930.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	37,259.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,446,671.
6	Minimum investment return. Enter 5% of line 5	6	122,334.

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	122,334.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	655.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	655.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	121,679.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	121,679.
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	121,679.

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	122,700.
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	122,700.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	655.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	122,045.

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.

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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				121,679.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			121,386.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$ 122,700.				
a Applied to 2011, but not more than line 2a			121,386.	
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				1,314.
e Remaining amount distributed out of corpus	0.			
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	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				120,365.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	0.			
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				

N/A

- (4) Gross investment income**

[illegible]

2012.03030 A L SPENCER FOUNDATION PNC 94252071

A L SPENCER FOUNDATION

Form 990-PF (2012)

PNC BANK NA

25-1843761 Page 11

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
YMCA OF PITTSBURGH 330 BLVD OF THE ALLIES PITTSBURGH, PA 15222	N/A	PUBLIC CHARITY	CAMP KONOKWEE SEND A KID TO CAMP PROGRAM	40,000.
UNIVERSITY OF PITTSBURGH CITRON CHAIR 4200 FIFTH AVENUE PITTSBURGH, PA 15260	N/A	PUBLIC CHARITY	COLON CANCER RESEARCH PROJECT	10,000.
YMCA OF PITTSBURGH 330 BLVD OF THE ALLIES PITTSBURGH, PA 15222	N/A	PUBLIC CHARITY	RESURFACE COURTS AND CONSTRUCT DEK HOCKEY WALLS	49,000.
YMCA OF PITTSBURGH 330 BLVD OF THE ALLIES PITTSBURGH, PA 15222	N/A	PUBLIC CHARITY	KRAMER DINING HALL SPEAKER SYSTEM	18,000.
YMCA OF PITTSBURGH 330 BLVD OF THE ALLIES PITTSBURGH, PA 15222	N/A	PUBLIC CHARITY	EXEC DIRECTOR PROFESSIONAL DEV PROGRAM	5,000.
Total			3a	122,000.
b Approved for future payment				
NONE				
Total			3b	0.

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations




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

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

Sign Here    **May the IRS discuss this return with the preparer shown below (see instr. 1)?** ☒ **Yes** ☐ **No**

Signature of officer or trustee Date Title

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature <i>Jeff Roberts</i>	Date 07/23/13	Check <input type="checkbox"/> if self-employed	PTIN P00121272
	Firm's name ▶ PNC BANK NA			Firm's EIN ▶ 22-1146430	
	Firm's address ▶ PO BOX 94651 CLEVELAND, OH 44101-4651			Phone no. 800-662-8036	

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCEAMOUNT

MONEY MARKET AND OTHER TEMPORARY INVESTMENTS

16.

TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A

16.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	2
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
TRUST INVESTMENT INCOME	24,443.	5,240.	19,203.
TOTAL TO FM 990-PF, PART I, LN 4	24,443.	5,240.	19,203.

FORM 990-PF

ACCOUNTING FEES

STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION FEES	700.	0.		700.
TO FORM 990-PF, PG 1, LN 16B	700.	0.		700.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
PNC CUSTODIAL FEES	9,064.	9,064.			0.
TO FORM 990-PF, PG 1, LN 16C	9,064.	9,064.			0.

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
PRIOR YEAR TAX BALANCE DUE	1,410.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	1,410.	0.		0.	

FORM 990-PF	CORPORATE STOCK	STATEMENT	6
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
EQUITIES	552,960.	730,374.
TOTAL TO FORM 990-PF, PART II, LINE 10B	552,960.	730,374.

FORM 990-PF	CORPORATE BONDS	STATEMENT	7
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
FIXED INCOME	40,329.	40,527.	
TOTAL TO FORM 990-PF, PART II, LINE 10C	40,329.	40,527.	

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	8
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
LIFE INSURANCE POLICY	COST	1,008,812.	1,561,035.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,008,812.	1,561,035.

FORM 990-PF	GRANT APPLICATION SUBMISSION INFORMATION	STATEMENT	9
	PART XV, LINES 2A THROUGH 2D		

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

A LAWRENCE SPENCER
3543 ROYAL TERN LANE
BOYNTON BEACH, FL 33436

TELEPHONE NUMBER

412-768-6011

FORM AND CONTENT OF APPLICATIONS

REQUESTS SHOULD BE SENT IN A LETTER FORMAT INDICATING THE SPECIFIC AMOUNT AND THE PURPOSE FOR WHICH THE FUNDS ARE BEING REQUESTED. APPLICANTS SHOULD INCLUDE A COPY OF THEIR IRS DETERMINATION LETTER.

ANY SUBMISSION DEADLINES

NO CURRENT SUBMISSION DEADLINE HAS BEEN ESTABLISHED

RESTRICTIONS AND LIMITATIONS ON AWARDS

THE FOUNDATION ANTICIPATES THAT THE CHARITABLE ORGANIZATIONS RECEIVING GRANTS WILL BE PRIMARILY THOSE BENEFITTING DISADVANTAGED CHILDREN LIVING IN WESTERN PENNSYLVANIA.



SPENCER FOUNDATION, A L AG
INVESTMENT MANAGEMENT STATEMENT
Account number 21-10-001-9425207
December 1, 2012 - December 31, 2012

Summary

Portfolio value

Income		Principal		Total	
Income on December 31	\$323.99	Principal on December 31	\$823,175.76	Total portfolio value on December 31	\$823,499.75
Income on December 1	21,056.92	Principal on December 1	921,247.37	Total portfolio value on December 1	942,304.29
Change in value	- \$20,732.93	Change in value	- \$98,071.61	Total change in value	- \$118,804.54

Portfolio value by asset class

Income		Principal		Total	
Cash and cash equivalents		Value Dec 31	Value Dec 1	Change in value	Tax cost*
		\$323.99	\$21,056.92	- \$20,732.93	\$323.99
Principal					
Cash and cash equivalents		Value Dec 31	Value Dec 1	Change in value	Tax cost*
		\$52,274.58	\$127,007.17	- \$74,732.59	\$52,274.58
Fixed income		40,526.65	40,888.78	- 362.13	40,328.92
Equities		730,373.53	753,350.42	- 22,976.89	552,959.73
Other assets		1.00	1.00	-	1.00
Total		\$823,499.75	\$942,304.29	- \$118,804.54	\$645,888.22

* We use tax cost to calculate the cost of your portfolio. When this information is not available for all assets, your portfolio's tax cost may be understated. To determine if we have tax cost information for all your assets, call John Montoya your Account Advisor.



SPENCER FOUNDATION, A L AG
INVESTMENT MANAGEMENT STATEMENT
Account number 21-10-001-9425207
December 1, 2012 - December 31, 2012

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Detail

Portfolio - income

Cash and cash equivalents
Mutual funds - money market

Description	Market value last period		Current market value	% of total portfolio	Total tax cost		Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
	Quantity	price per unit			Avg tax cost per unit	Unrealized gain/loss				
PNC MONEY MARKET FUND FUND #417	\$21,056.92		\$323.99	0.04 %	\$323.99			0.05 %	\$0.16	\$0.70
	323.990		\$1.0000		\$1.00					

Portfolio - principal

Cash and cash equivalents
Mutual funds - money market

Description	Market value last period		Current market value	% of total portfolio	Total tax cost		Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
	Quantity	price per unit			Avg tax cost per unit	Unrealized gain/loss				
PNC MONEY MARKET FUND FUND #417	\$127,007.17		\$52,274.58	6.35 %	\$52,274.58			0.06 %	\$26.14	\$4.77
	52,274.580		\$1.0000		\$1.00					



SPENCER FOUNDATION, A L AG
INVESTMENT MANAGEMENT STATEMENT
Account number 21-10-001-9425207
December 1, 2012 - December 31, 2012

Detail

Fixed income

Mutual funds - fixed income

Description (Symbol)	Market value last period	Current market value	% of total portfolio	Avg tax cost per unit	Total tax cost	Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
FIDELITY ADVISOR FLOATING HIGH (FFRIX) INCOME FUND I	Quantity \$20,327.53	Current price per unit \$20,407.57	2.48 %	\$9,920.00	\$20,100.31	\$307.26	3.54 %	\$722.08	\$56.29
FUND #279	2,057.215	\$9,920.00			\$9.77				
VANGUARD FIXED INCOME SECS FD (VIPSX) INFLATION-PROTECTED SECS FD #119	20,561.25 1,384.658	20,119.08 14,530.00	2.45 %		20,228.61 14.61	- 109.53	2.52 %	506.78	
Total mutual funds - fixed income		\$40,526.65	4.92 %		\$40,328.92	\$197.73	3.03 %	\$1,228.86	\$56.29

Total fixed income

Total fixed income		\$40,526.65	4.92 %		\$40,328.92	\$197.73	3.03 %	\$1,228.86	\$56.29
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Equities
Stocks

Description (Symbol)	Market value last period	Current market value	% of total portfolio	Avg tax cost per unit	Total tax cost	Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
AT&T INC (T)	Quantity \$17,065.00	Current price per unit \$16,855.00	2.05 %	\$33,710.00	\$12,590.00	\$4,265.00	5.34 %	\$900.00	
AMERICAN EXPRESS CO (AXP)	500	\$33,710.00		\$25.18					
APPLE INC (AAPL)	22,360.00 400	22,992.00 57,480.00	2.80 %		16,159.00 40.40	6,833.00	1.40 %	320.00	
BRISTOL MYERS SQUIBB CO (BMY)	58,528.00 100	53,217.20 532,172.00	6.47 %		16,635.34 166.35	36,581.86	2.00 %	1,060.00	
CSX CORP (CSX)	16,315.00 500	16,295.00 32,590.00	1.98 %		15,679.90 31.36	615.10	4.30 %	700.00	
CHEVRON CORPORATION (CVX)	27,664.00 1,400	27,622.00 19,730.00	3.36 %		17,840.67 12.74	9,781.33	2.84 %	784.00	
DOLLAR TREE INC (DLTR)	21,138.00 200	21,628.00 108,140.00	2.63 %		21,401.74 107.01	226.26	3.33 %	720.00	
	25,044.00 600	24,336.00 40,560.00	2.96 %		8,932.99 14.89	15,403.01			

Detail

**Equities
Stocks**

Description (Symbol)	Market value last period		Current market value	% of total portfolio	Total tax cost		Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
	Quantity	price per unit			Avg tax cost per unit	price per unit				
EMC CORP (EMC)	14,892 00	15,180 00	223 300	1 85 %	10,074 00	16 79	5,106 00			
EASTMAN CHEM CO (EMN)	600	25 3000	15 180 00	2 48 %	13,407 00	44 69	7,008 00	1 77 %	360 00	
EBAY INC (EBAY)	18,255 00	20,415 00	372 600	3 10 %	11,914 45	23 83	13,584 05			
EQUITY RESIDENTIAL (EQR)	26,410 00	25,498 50	672 600	2 07 %	16,865 70	56 22	135 30	5 42 %	921 00	230 25
SH BEN INT REIT	16,653 00	17,001 00	283 000	3 16 %	22,706 97	75 69	3,258 03	2 64 %	684 00	
EXXON MOBIL CORP (XOM)	26,442 00	25,965 00	685 500	2 67 %	20,077 25	40 16	1,907 25	2 73 %	600 00	
JPMORGAN CHASE & CO (JPM)	20,540 00	21,984 50	450 500	3 41 %	23,776 00	59 44	4,264 00	3 49 %	976 00	
JOHNSON & JOHNSON (JNJ)	27,892 00	28,040 00	781 000	0 78 %	6,411 44	64 11	- 58 44	2 15 %	136 00	34 00
MC CORMICK & CO INC (MCK)	100	63 5300	6 353 00	2 68 %	23,077 48	92 31	- 1,024 98	3 50 %	770 00	
MCDONALD'S CORP (MCD)	21,760 00	22,052 50	479 500	1 63 %	12,712 48	25 43	642 02	3 45 %	460 00	
MICROSOFT CORP (MSFT)	13,307 50	13,354 50	177 750	1 66 %	15,825 84	79 13	- 2,155 84	0 77 %	104 00	
NATIONAL OILWELL VARCO INC (NOV)	13,660 00	13,670 00	186 000	2 84 %	8,934 00	12 76	14,390 00	0 73 %	168 00	
ORACLE CORP (ORCL)	22,522 50	23,324 00	526 500	0 81 %	6,966 27	63 33	- 337 67	1 66 %	110 00	
PALL CORP (PLL)	6,542 80	6,628 60	43 300	1 67 %	12,708 00	63 54	978 00	3 15 %	430 00	107 50
PEPSICO INC (PEP)	14,042 00	13,686 00	192 000	1 33 %	12,004 10	92 34	- 1,130 90	4 07 %	442 00	110 50
PHILIP MORRIS INTERNAT-W/I (PM)	11,684 40	10,873 20	126 000	2 48 %	18,953 97	63 18	1,413 03	3 32 %	674 40	
PROCTER & GAMBLE CO (PG)	20,949 00	20,367 00	425 500							



SPENCER FOUNDATION, A LAG
INVESTMENT MANAGEMENT STATEMENT
Account number 21-10-001-9425207
December 1, 2012 - December 31, 2012

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Detail

Equities
Stocks

Description (Symbol)	Market value last period		Current market value	% of total portfolio	Total tax cost		Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
	Quantity	price per unit			Avg tax cost per unit	price per unit				
QUALCOMM (QCOM)	25,448 00	24,743 60	618 590	3 01 %	20,948 00	52 37	3,795 60	1 62 %	400 00	
RESMED INC (RMD)	20,545 00	20,785 00	41 5700	2 53 %	15,984 00	31 97	4,801 00	1 64 %	340 00	
3M COMPANY (MMM)	18,190 00	18,570 00	92 8500	2 26 %	17,160 00	85 80	1,410 00	2 55 %	472 00	
UNITED TECHNOLOGIES CORP (UTX)	32,044 00	32,804 00	82 0100	3 99 %	21,672 00	54 18	11,132 00	2 61 %	856 00	
WELLS FARGO & COMPANY (WFC)	19,806 00	20,508 00	34 1800	2 50 %	15,960 00	26 60	4,548 00	2 58 %	528 00	
WISCONSIN ENERGY CORP (WEC)	15,012 00	14,740 00	36 8500	1 79 %	13,047 92	32 62	1,692 08	3 70 %	544 00	
Total stocks		\$599,488.60		72.80 %	\$450,426.51		\$149,062.09	2.41 %	\$14,459.40	\$482.25

Mutual funds - equity

Description (Symbol)	Market value last period		Current market value	% of total portfolio	Total tax cost		Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
	Quantity	price per unit			Avg tax cost per unit	price per unit				
HARBOR INTERNATIONAL FUND (HAINX)	\$32,630 43	\$33,072 32	\$62 1200	4 02 %	\$24,814 74	\$46 61	\$8,257 58	2 03 %	\$668 69	
CLASS INS FD # 2011	532 394									
HARDING LOEVNER (HLEMX)	26,798 14	26,192 90	48 4700	3 19 %	20,000 00	37 01	6,192 90	0 75 %	194.54	
EMERGING MARKETS PORTOFOLIO FUND ADVISOR CLASS	540 394									
T ROWE PRICE MID CAP GROWTH (RPMGX)	24,314 53	23,248 25	56 4700	2 83 %	17,278 71	41 97	5,969 54			
INC FD #64	411 692									
T ROWE PRICE MID CAP VALUE (TRMCX)	23,693 90	22,711 38	24 0400	2 76 %	17,439 77	18 46	5,271 61	1 34 %	302 31	
FD #115	944 733									
ROYCE TOTAL RETURN FUND INV (RYTRX)	26,620 22	25,660 08	13 6300	3 12 %	23,000 00	12 22	2,660 08	1 58 %	404 76	
FUND #267	1,882 618									
Total mutual funds - equity		\$130,884.93		15.89 %	\$102,533.22		\$28,351.71	1.20 %	\$1,570.30	



SPENCER FOUNDATION, A LAG
 INVESTMENT MANAGEMENT STATEMENT
 Account number 21-10-001-9425207
 December 1, 2012 - December 31, 2012

Detail

Mutual funds - equity

Description (Symbol)	Market value last period	Quantity	Current market value	Current price per unit	% of total portfolio	Avg tax cost per unit	Total tax cost	Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
Total equities			\$730,373.53		88.69 %		\$552,959.73	\$177,413.80	2.20 %	\$16,029.70	\$482.25

Other assets

Description	Market value last period	Quantity	Current market value	Current price per unit	% of total portfolio	Avg tax cost per unit	Total tax cost	Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
JOHN HANCOCK LIFE INSURANCE POL #59645549 OLO A L SPENCER IAO \$4,200,000		\$1.00		\$1.00	0.01 %		\$1.00 *				
Total portfolio			\$823,499.75		100.00 %		\$645,888.22	\$177,611.53	2.10 %	\$17,284.86	\$544.01

* We have been unable to obtain tax cost information for these assets. When this information is not available for all assets, your portfolio's tax cost may be understated. If you have any information regarding tax cost call John Montoya your Account Advisor

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

► File a separate application for each return.

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

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

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

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

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

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

Type or print	Name of exempt organization or other filer, see instructions. A L SPENCER FOUNDATION PNC BANK NA	Employer identification number (EIN) or 25-1843761
	Number, street, and room or suite no. If a P.O. box, see instructions. PO BOX 609	Social security number (SSN)
File by the due date for filing your return. See instructions	City, town or post office, state, and ZIP code. For a foreign address, see instructions PITTSBURGH, PA 15230-9738	

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

0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

PNC BANK NA
• The books are in the care of ► **PO BOX 94651 - CLEVELAND, OH 44101-4651**
Telephone No. ► **800-622-8036** FAX No. ► ☐

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

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2013**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
► ☒ calendar year **2012** or
► ☐ tax year beginning _____, and ending _____

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$ 2,000.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$ 0.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c	\$ 2,000.

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

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

Form **8868** (Rev. 1-2013)