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Form **990-PF**

**Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation**

OMB No 1545-0052

2012

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

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

Name of foundation JOHN & FLORENCE GANDY FOUNDATION		A Employer identification number 77-0687226
Number and street (or P O box number if mail is not delivered to street address) Room/suite 16276 LONG JUDSON ROAD		B Telephone number (see instructions) (419) 352-5631
City or town, state, and ZIP code BOWLING GREEN, OH 43402		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"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 1,388,849	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	

Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</i>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	46,280	46,280		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,111			
	b Gross sales price for all assets on line 6a <u>272,295</u>				
	7 Capital gain net income (from Part IV, line 2)		1,111		
	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) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	47,391	47,391			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	13,876	6,938		6,938
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	5,200	2,600		2,600
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	243	243		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	6,704	6,592		112
	24 Total operating and administrative expenses. Add lines 13 through 23	26,023	16,373		9,650
25 Contributions, gifts, grants paid	58,500			58,500	
26 Total expenses and disbursements. Add lines 24 and 25	84,523	16,373		68,150	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-37,132				
b Net investment income (if negative, enter -0-)		31,018			
c Adjusted net income (if negative, enter -0-)					

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

Part II Balance Sheets		Beginning of year		End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash—non-interest-bearing	5,364	2,563	2,563	
	2 Savings and temporary cash investments	69,065	66,042	66,042	
	3 Accounts receivable <input type="checkbox"/> <u>753</u>				
	Less allowance for doubtful accounts <input type="checkbox"/> _____	4,032	753	753	
	4 Pledges receivable <input type="checkbox"/> _____				
	Less allowance for doubtful accounts <input type="checkbox"/> _____				
	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) <input type="checkbox"/> _____				
	Less allowance for doubtful accounts <input type="checkbox"/> _____				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments—U S and state government obligations (attach schedule)				
	b Investments—corporate stock (attach schedule)				
	c Investments—corporate bonds (attach schedule)	165,812 <input type="checkbox"/>	101,288	109,171	
	11 Investments—land, buildings, and equipment basis <input type="checkbox"/> _____				
Less accumulated depreciation (attach schedule) <input type="checkbox"/> _____					
12 Investments—mortgage loans					
13 Investments—other (attach schedule)	1,130,412 <input type="checkbox"/>	1,167,188	1,210,320		
14 Land, buildings, and equipment basis <input type="checkbox"/> _____					
Less accumulated depreciation (attach schedule) <input type="checkbox"/> _____					
15 Other assets (describe <input type="checkbox"/> _____)					
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	1,374,685	1,337,834	1,388,849		
Liabilities	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable (attach schedule)				
	22 Other liabilities (describe <input type="checkbox"/> _____)				
	23 Total liabilities (add lines 17 through 22)		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	1,325,595	1,325,595		
	28 Paid-in or capital surplus, or land, bldg, and equipment fund				
	29 Retained earnings, accumulated income, endowment, or other funds	49,090	12,239		
30 Total net assets or fund balances (see page 17 of the instructions)	1,374,685	1,337,834			
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	1,374,685	1,337,834			

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	1,374,685
2	Enter amount from Part I, line 27a	2	-37,132
3	Other increases not included in line 2 (itemize) <input type="checkbox"/> _____	3	281
4	Add lines 1, 2, and 3	4	1,337,834
5	Decreases not included in line 2 (itemize) <input type="checkbox"/> _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,337,834

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			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a See Additional Data Table			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	1,111
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	2,412

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	65,414	1,363,872	0.047962
2010	42,778	1,257,700	0.034013
2009	32,773	831,796	0.039400
2008		581,651	
2007			

2 Total of line 1, column (d).	2	0.121375
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	0.040458
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	1,370,119
5 Multiply line 4 by line 3.	5	55,432
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	310
7 Add lines 5 and 6.	7	55,742
8 Enter qualifying distributions from Part XII, line 4.	8	68,150

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	310
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	310
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	310
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	753
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	753
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	443
11	Enter the amount of line 10 to be Credited to 2013 estimated tax ▶ 443 Refunded ▶	11	

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?		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)? <i>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.</i>		No
c Did the foundation file Form 1120-POL for this year?		No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ \$ _____ (2) On foundation managers ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		No
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? <i>If "Yes," attach the statement required by General Instruction T.</i>		No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	Yes	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	Yes	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ OH _____		
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? <i>If "No," attach explanation .</i>	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)? <i>If "Yes," complete Part XIV</i>		No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		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? Website address N/A	13	Yes	
14	The books are in care of JAMES H MILES Telephone no (419) 352-5631 Located at 16276 LONG JUDSON ROAD BOWLING GREEN OH ZIP+4 43402			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year 15			
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No

See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input 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		
1b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	1b	No
1c	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 not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20 , 20 , 20 , 20		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.</i>)	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	No

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? 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** Yes No
Organizations relying on a current notice regarding disaster assistance check here. Yes No

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** Yes 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** Yes No

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
JAMES H MILES & CO 16276 LONG JUDSON ROAD BOWLING GREEN, OH 43402	PRESIDENT 0 50	6,938	0	0
DON E ERNSTHAUSEN 7485 U S 6 PEMBERVILLE, OH 43450	SECRETARY 0 50	6,938	0	0

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. Yes No

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

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

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

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments (see instructions)

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

Total. Add lines 1 through 3. **▶**

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	1,386,868
b	Average of monthly cash balances.	1b	4,116
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	1,390,984
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	1,390,984
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	20,865
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,370,119
6	Minimum investment return. Enter 5% of line 5.	6	68,506

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	68,506
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	310
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	310
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	68,196
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	68,196
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	68,196

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	68,150
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	68,150
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	310
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	67,840

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				68,196
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			58,438	
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.				
d From 2010.				
e From 2011.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ <u>68,150</u>				
a Applied to 2011, but not more than line 2a			58,438	
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.				9,712
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2012 <i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>				
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				58,484
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)

	Tax year	Prior 3 years			(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
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

JAMES H MILES
16276 LONG JUDSON ROAD
BOWLING GREEN, OH 43402
(419) 352-5631

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

c Any submission deadlines

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

501 (C) (3) CHARITABLE ORGANIZATIONS

Part XV Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> ROOSEVELT-WILSON HITH SCHOOL 315 ROSEMOUNT AVENUE CLARKSBURG, WV 26301	NONE		SCHOLARSHIPS	49,000
ELMWOOD HIGH SCHOOL 7650 JERRY CITY ROAD BLOOMDALE, OH 44817	NONE		SCHOLARSHIPS	9,500
Total				58,500
b <i>Approved for future payment</i>				
Total				3b

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)
BOND FUND OF AMER 16 898	P	2009-08-04	2012-12-17
COLUMBIA MID CAP 9 219	P	2009-12-17	2012-12-10
PIMCO TOTAL RETURN IV 25 103	P	2011-09-09	2012-05-21
CAPITAL INCOME BUILDER FUND 14 921	P	2009-08-04	2012-12-17
CREDIT SUISSE COMM RET 148 459	P	2011-09-09	2012-05-21
PIONEER FUND 138 791	P	2009-12-17	2012-05-21
CAPITAL WORLD GRW & INC FUND 9 45	P	2009-08-04	2012-12-17
DWS SMALL CAP VALUE 5 57	P	2009-12-17	2012-05-21
PIONEER FUND 375 806	P	2009-08-04	2012-10-12
CLEVELAND OH ARPT SYS A REV 15,000	P	2009-08-04	2012-03-26
DODGE & COX 368 555	P	2009-08-04	2012-05-21
T ROWE PRICE EQUITY INC 57 55	P	2009-12-17	2012-05-21
FRANKLIN TOTAL RETURN FUND A 69 639	P	2009-08-04	2012-12-17
DODGE & COX 9 124	P	2010-06-07	2012-12-10
T ROWE PRICE EQUITY 8 285	P	2009-12-17	2012-12-10
HARTFORD CHECKS & BAL 76 793	P	2009-08-04	2012-12-17
DODGE & COX INCOME 389 566	P	2009-08-04	2012-05-21
T ROWE PRICE NEW INCOME 280 542	P	2009-12-17	2012-05-21
INCOME FUND OF AMER 43 124	P	2009-08-04	2012-12-17
ING GLOBAL REAL ESTATE 8 219	P	2009-12-17	2012-12-10
EDWARD JONES 13971	P	2012-12-31	2012-12-31
INVESTMENT CO OF AMER 4,243 58	P	2009-08-04	2012-11-08
INVESTMENT CO OF AMERICA 214 923	P	2009-08-04	2012-05-21
EDWARD JONES 14910	P	2012-12-31	2012-12-31
LEHMAN BROS - EXCHANGE 10000	P	2009-08-04	2012-04-17
JP MORGAN CORE BOND 26 076	P	2010-01-29	2012-05-21
LEHMAN BROS - EXCHANGE	P	2009-08-04	2012-04-17
JP MORGAN HIGH YIELD 649 036	P	2009-08-04	2012-05-21
MFS MODERATE ALLOCATION	P	2012-11-08	2012-12-17
LOOMIS SAYLES INV GRADE BOND 8 33	P	2011-09-09	2012-05-21

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)
ORACLE CORP	P	2009-03-04	2012-11-08
MFS RESEARCH INTERNATIONAL 106 844	P	2009-08-04	2012-05-21
VERIZON GLOBAL FDG CORP 20000	P	2006-12-06	2012-11-08
MFS RESEARCH INTERNAITONAL 15 353	P	2009-08-04	2012-12-10
BRANDYWINE BLUE 308 390	P	2009-08-04	2012-05-21
OPPENHEIMER INTL BD 339 510	P	2009-12-17	2012-05-21
CAPITAL WORLD GROWTH 4 845	P	2012-05-21	2012-12-12
OPPEN COMM STRAT TTL 1325 467	P	2009-08-04	2012-05-09

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)
219		198	21
135		112	23
271		262	9
798		775	23
1,164		1,272	-108
5,456		5,053	403
349		363	-14
188		179	9
15,739		13,693	2,046
15,000		15,352	-352
10,747		11,662	-915
1,370		1,230	140
734		657	77
313		289	24
218		177	41
771		656	115
5,310		5,176	134
2,741		2,664	77
784		753	31
147		122	25
1,770			1,770
126,459		132,460	-6,001
6,042		5,575	467
736			736
2,241			2,241
313		298	15
602		10,000	-9,398
5,063		5,098	-35
704		716	-12
102		104	-2

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)
24,506		20,673	3,833
1,462		1,517	-55
25,426		20,357	5,069
240		218	22
7,491		6,734	757
2,119		2,201	-82
178		159	19
4,387		4,429	-42

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	
			21
			23
			9
			23
			-108
			403
			-14
			9
			2,046
			-352
			-915
			140
			77
			24
			41
			115
			134
			77
			31
			25
			1,770
			-6,001
			467
			736
			2,241
			15
			-9,398
			-35
			-12
			-2

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	
			3,833
			-55
			5,069
			22
			757
			-82
			19
			-42

TY 2012 Compensation Explanation

Name: JOHN & FLORENCE GANDY FOUNDATION

EIN: 77-0687226

Person Name	Explanation
JAMES H MILES CO	
DON E ERNSTHAUSEN	

**TY 2012 Investments Corporate
Bonds Schedule**

Name: JOHN & FLORENCE GANDY FOUNDATION

EIN: 77-0687226

Name of Bond	End of Year Book Value	End of Year Fair Market Value
20000 FIRSTBANK HIGHLAND PARK 3/11/0	20,000	20,472
20000 BANK OF NORTH CAROLINA 3/6/09	20,000	20,460
5000 CLEVELAND OH AIRPORT SYS		
10000 CLEVELAND OH AIRPORT SYS		
20000 ORACLE CORP NOTE 4/9/08		
10000 JPMORGAN CHASE & CO NOGES 6/15	10,000	10,001
10000 LEHMAN BROS HOLDINGS INC. NOTE	1,858	2,137
20000 VERIZON GLOBAL FUNDING CORP		
10000 BANK OF AMERICA CORP NOTES 12/	10,000	10,060
20000 JPMORGAN CHASE & CO. NOTES 12/	20,000	19,759
20000 ATT INC GLOBAL NOGE 2/3/09	19,430	26,282

TY 2012 Investments - Other Schedule

Name: JOHN & FLORENCE GANDY FOUNDATION

EIN: 77-0687226

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
1004.442 AMERICAN HIGH INCOME TRUST	AT COST	10,160	11,410
3509.999 BOND FUND OF AMERICA	AT COST	41,047	45,454
3217.676 CAPITAL INCOME BUILDER FUND	AT COST	180,418	169,797
636.883 CAPITAL WORLD BOND FUND	AT COST	12,831	13,502
2047.447 CAPITAL WORLD GROWTH & INCO	AT COST	78,675	76,165
14431.31 FRANKLIN TOTAL RETURN FUND	AT COST	136,070	149,075
16594.081 HARTFORD CHECKS & BALANCES	AT COST	142,182	165,443
9224.758 INCOME FUND OF AMERICA	AT COST	172,839	166,599
10334.638 MFS MODERATE ALLOC FND	AT COST	152,732	150,059
4243.58 INVESTMENT COMPANY OF AMERIC	AT COST		
308.390 BRANDYWINE BLUE FUMD	AT COST		
914.05 COLUMBIA MID CAP VALUE FUND	AT COST	11,110	13,546
1081.494 DODGE & COX INCOME FUND	AT COST	14,382	14,990
423.491 DODGE & COX INTERNATIONAL S	AT COST	13,426	14,670
149.937 DWS SMALL CAP VALUE FUND INS	AT COST	4,840	5,515
683.173 FIDELITY ADVISOR NEW INSIGHT	AT COST	12,528	15,727
458.315 ING GLOBAL REAL ESTATE FUND	AT COST	6,800	8,273
450.355 INVESTMENT COMPANY OF AMERIC	AT COST	11,741	13,560
1218.8 JPMORGAN CORE BOND FUND SEL	AT COST	13,964	14,699
631.245 JPMORGAN HIGH YIELD FUND SEL	AT COST		
1075.19 MFS RESEARCH INERNATIONAL FU	AT COST	15,290	16,934
155.524 NEW WORLD FUND CL F1	AT COST	7,366	8,414
1325.467 OPPENHEIMER COMMODITY STRAT	AT COST		
795.283 OPPENHEIMER INTERNATIONAL B	AT COST	5,156	5,233
509.998 PIONEER FUND	AT COST		
719.834 T ROWE PRICE EQUITY INCOME	AT COST	15,434	19,040
1763.38 T ROWE PRICE NEW INCOME FUND	AT COST	16,762	17,369
330.094 THORNBURG VALUE FUND	AT COST	10,256	10,966
916.184 CREDIT SUISSE COMMODY	AT COST	7,954	7,357
614.733 LOOMIS SAYLESS INV GRADE BON	AT COST	7,654	7,758

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
697.205 PIMCO FUNDS TOTAL RETURN	AT COST	7,309	7,565
JPMORGAN FEDEAL MONEY MKT	AT COST	2,906	2,906
1702.4 MAINSTAY HIGH YIELD CORP BOND	AT COST	10,053	10,402
895.196 OPPENHEIMER RISING DIV FND	AT COST	15,845	15,926
202.487 BARON SMALL CAP FUND	AT COST	4,956	5,360
314.107 BLACKROCK CAP APPR	AT COST	7,240	7,727
237.989 WORLD BOND FUND	AT COST	4,948	5,017
373.324 CAP WORLD GROWTH & INC	AT COST	12,314	13,862

TY 2012 Legal Fees Schedule

Name: JOHN & FLORENCE GANDY FOUNDATION

EIN: 77-0687226

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
SHUMAKER LOOP & KENDRICK	3,700	1,850		1,850
ACCOUNTING FEES	1,500	750		750

TY 2012 Other Expenses Schedule

Name: JOHN & FLORENCE GANDY FOUNDATION

EIN: 77-0687226

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
ATTORNEY GENERAL FILING FEE	225	113		112
INVESTMENT ADVISORY FES	3,200	3,200		
INCOME REPORTED IN 2011	3,279	3,279		

TY 2012 Other Increases Schedule

Name: JOHN & FLORENCE GANDY FOUNDATION

EIN: 77-0687226

Description	Amount
NON-TAXABLE DISTRIBUTIONS (ADJUST OT COST)	281

TY 2012 Taxes Schedule

Name: JOHN & FLORENCE GANDY FOUNDATION

EIN: 77-0687226

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX ON DIVIDENDS 14910	92	92		
FOREIGN TYAX ON DIVIDENDS 13971	151	151		
EXCISE TAX DEPOSITS				