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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 05-01-2012 , and ending 04-30-2013

Name of foundation THE ANDERSON FOUNDATION INC		A Employer identification number 16-6024689	
Number and street (or P O box number if mail is not delivered to street address) PO BOX 1522		B Telephone number (see instructions)	
City or town, state, and ZIP code ELMIRA, NY 149021522		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 3,435,237		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
J Accounting method ☒ Cash ☐ Accrual ☐ 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	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	7,207	7,207		
	4 Dividends and interest from securities.	79,725	79,725		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	25,656			
	b Gross sales price for all assets on line 6a _____ 191,213				
	7 Capital gain net income (from Part IV , line 2)		25,656		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	1,185	1,185		
	12 Total. Add lines 1 through 11	113,773	113,773		
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	4,190	4,190		
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	13,889	13,889		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	2,209	2,209		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	250	250		
	24 Total operating and administrative expenses. Add lines 13 through 23	20,538	20,538		0
	25 Contributions, gifts, grants paid	160,800			160,800
	26 Total expenses and disbursements. Add lines 24 and 25	181,338	20,538		160,800
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-67,565			
	b Net investment income (if negative, enter -0-)		93,235		
	c Adjusted net income (if negative, enter -0-)				

Part II

Balance Sheets

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

Assets	1	Cash—non-interest-bearing	100	100	100
	2	Savings and temporary cash investments	3,106	3,914	3,914
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	25,429	☒ 25,429	26,601
	b	Investments—corporate stock (attach schedule)	578,756	☒ 572,256	837,015
	c	Investments—corporate bonds (attach schedule).	126,568	☒ 126,568	139,086
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	1,914,293	☒ 1,852,420	2,428,521
	Liabilities	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____		
15		Other assets (describe ▶ _____)			
16		Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	2,648,252	2,580,687	3,435,237
17		Accounts payable and accrued expenses			
18		Grants payable			
19		Deferred revenue			
20		Loans from officers, directors, trustees, and other disqualified persons			
Net Assets or Fund Balances	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)		0	
		Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds	2,648,252	2,580,687		
30	Total net assets or fund balances (see page 17 of the instructions)	2,648,252	2,580,687		
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	2,648,252	2,580,687		

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	2,648,252
2	Enter amount from Part I, line 27a	2	-67,565
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	2,580,687
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	2,580,687

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a	PUBLICLY TRADED SECURITIES	P		
b	LITIGATION PROCEEDS	P		
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 191,114		165,557	25,557
b 99			99
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			25,557
b			99
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	25,656
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	25,656

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	169,946	3,171,255	0 053590
2010	157,029	2,720,762	0 057715
2009	144,983	2,921,819	0 049621
2008	146,938	2,855,301	0 051461
2007	179,436	3,669,330	0 048902

2 Total of line 1, column (d).	2	0 261289
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 052258
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	3,225,250
5 Multiply line 4 by line 3.	5	168,545
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	932
7 Add lines 5 and 6.	7	169,477
8 Enter qualifying distributions from Part XII, line 4.	8	160,800

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

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

1a		Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1			
		Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	1,865
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	1,865
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	1,865
6		Credits/Payments			
a		2012 estimated tax payments and 2011 overpayment credited to 2012	6a	2,027	
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	2,027
8		Enter any penalty for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	162
11		Enter the amount of line 10 to be Credited to 2013 estimated tax ☐ 162	Refunded ☐	11	

Part VII-AStatements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		Yes	No
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?			No
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file Form 1120-POL for this year?.	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☐ \$ _____ (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?	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) ☐ NY _____			
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 CLOVER M DRINKWATER ESQ Telephone no (607) 734-2271 Located at ONE WEST CHURCH STREET ELMIRA NY ZIP+4 14901			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here and enter the amount of tax-exempt interest received or accrued during the year.		15	
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?		Yes	No
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?		Yes	No
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?		Yes	No
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?		Yes	No
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?		Yes	No
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).		Yes	No
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	1b		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		
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 20 , 20 , 20 , 20		Yes	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).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20 , 20 , 20 , 20			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?		Yes	No
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.).	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.

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Part VIII

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

Part IX-A

Expenses

1	
2	
3	
4	

Part IX-B

Amount

1	N/A
2	
	All other program-related investments See page 24 of the instructions
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	3,259,688
b	Average of monthly cash balances.	1b	14,677
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	3,274,365
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	3,274,365
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	49,115
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,225,250
6	Minimum investment return. Enter 5% of line 5.	6	161,263

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	161,263
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	1,865
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	1,865
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	159,398
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	159,398
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	159,398

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	160,800
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	160,800
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	160,800
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				159,398
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.				6,197
c From 2009.				156
d From 2010.				23,131
e From 2011.				13,729
f Total of lines 3a through e.	43,213			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 160,800				
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.				159,398
e Remaining amount distributed out of corpus	1,402			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	44,615			
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.				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).				
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.	44,615			
10 Analysis of line 9				
a Excess from 2008.				6,197
b Excess from 2009.				156
c Excess from 2010.				23,131
d Excess from 2011.				13,729
e Excess from 2012.				1,402

Part XIVPrivate 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 XVSupplementary 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

JANE JORALEMON PRESIDENT
ANDERSON FOUNDATON
C/O PO BOX 1522
ELMIRA, NY 14902
(607) 734-2271

b

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

APPLICANTS SHOULD REQUEST, COMPLETE AND RETURN DESIGNATED APPLICATION FORM

c

Any submission deadlines

ANNUALLY ON MARCH 1, SEPTEMBER 1 AND DECEMBER 1

d

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

RECIPIENT ORGANIZATIONS MUST BE IN CHEMUNG COUNTY, NEW YORK

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> See Additional Data Table				
Total			3a	160,800
b <i>Approved for future payment</i>				
Total			3b	

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments. . . .					
3	Interest on savings and temporary cash investments			14	7,207	
4	Dividends and interest from securities. . . .			14	79,725	
5	Net rental income or (loss) from real estate					
a	Debt-financed property.					
b	Not debt-financed property.					
6	Net rental income or (loss) from personal property					
7	Other investment income.					
8	Gain or (loss) from sales of assets other than inventory			18	25,656	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory. .					
11	Other revenue a LT CAPITAL GAIN DISTRIBUTIONS			14	1,158	
b	EXCISE TAX REFUND FYE 4/30/12			1	27	
c	_____					
d	_____					
e	_____					
12	Subtotal Add columns (b), (d), and (e). .				113,773	
13	Total. Add line 12, columns (b), (d), and (e).					113,773

[illegible]

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

[illegible]

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

b If "Yes," complete the following schedule		
(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.		
	*****	2013-05-24	*****
	Signature of officer or trustee	Date	Title

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

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☒	PTIN
	CLOVER M DRINKWATER	CLOVER M DRINKWATER	2013-05-24		
	Firm's name ☐	SAYLES & EVANS 1 W CHURCH ST		Firm's EIN ☐	
	Firm's address ☐	ELMIRA, NY 14901		Phone no (607) 734-2271	

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
JANE G JORALEMON 	PRES/TRUSTEE 1 00	0	0	0
MANCHESTER ROAD PINE CITY,NY 14871				
PAUL GREENLEE JR 	VPRES/TRUSTE 1 00	0	0	0
1203 K STREET WASHOUGAL,WA 98671				
E WILLIAM WHITTAKER 	TREAS/TRUSTE 1 00	0	0	0
507 WEST BLUFF DRIVE KEUKA PARK,NY 14478				
CLOVER M DRINKWATER 	SEC'Y/TRUSTE 1 00	0	0	0
317 WARREN ROAD ITHACA,NY 14850				
ELIZABETH T DALRYMPLE 	TRUSTEE 1 00	0	0	0
88 QUAIL RUN ELMIRA,NY 14903				
MARGARET B STREETER 	TRUSTEE 1 00	0	0	0
1650 WEST CHURCH STREET ELMIRA,NY 14905				
JEANNE WHITTAKER WARD 	TRUSTEE 1 00	0	0	0
23790 NORTH 75TH PLACE SCOTTSDALE,AZ 85255				
EDWIN P MAROSEK 	TRUSTEE 1 00	0	0	0
764 CEDAR STREET ELMIRA,NY 14904				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ARNOT OGDEN MEDICAL CTR FDN 600 ROE AVENUE ELMIRA,NY 14905	NONE	PUBLIC	ER ULTRASOUND SYSTEM	12,000
ARNOT ART MUSEUM 235 LAKE STREET ELMIRA,NY 14901	NONE	PUBLIC	GENERAL SUPPORT	10,000
CASA OF THE SOUTHERN TIER 300 NASSER CIVIC CENTER PLAZA 230 CORNING,NY 14830	NONE	PUBLIC	GENERAL SUPPORT- CHEMUNG CO PROGRAM	15,000
CHEMUNG COUNTY CHILD CARE COUNCIL 571 E MARKET STREET ELMIRA,NY 14901	NONE	PUBLIC	PRESCHOOL ASSESSMENT PROGRAM	5,650
CHEMUNG COUNTY HISTORICAL SOCIETY 415 E WATER STREET ELMIRA,NY 14901	NONE	PUBLIC	WEBSITE DEVELOPMENT & GEN'L SUPPORT	8,000
CHEMUNG COUNTY LIBRARY DISTRICT 101 E CHURCH STREET ELMIRA,NY 14901	NONE	PUBLIC	RENOVATIONS	20,000
CHEMUNG COUNTY PERFORMING ARTS INC 207 CLEMENS CENTER PKWY ELMIRA,NY 14901	NONE	PUBLIC	CAPITAL IMPROVEMENTS	27,420
CHEMUNG COUNTY PERFORMING ARTS INC 207 CLEMENS CENTER PKWY ELMIRA,NY 14901	NONE	PUBLIC	GENERAL SUPPORT	15,000
CHEMUNG COUNTY YOUTH BUREAU 599 HARRIS HILL ROAD ELMIRA,NY 14903	NONE	PUBLIC	SUMMER COHESIONS PROGRAM	4,950
FRIENDS OF THE CHEMUNG RIVER WATERSHED 111 N MAIN STREET ELMIRA,NY 14901	NONE	PUBLIC	TRAIL DEVELOPMENT	3,100
JUNIOR ACHIEVEMENT TWIN TIERS REGION 1700 COLLEGE AVENUE ELMIRA,NY 14901	NONE	PUBLIC	GENERAL SUPPORT	10,000
REINS OF HOPE PO BOX 206 ELMIRA,NY 14902	NONE	PUBLIC	TRAINING	1,800
SCIENCE & DISCOVERY CENTER 114 PINE STREET - STE 201 CORNING,NY 14830	NONE	PUBLIC	PROGRAM AT ELMIRA MIDDLE SCHOOL	2,880
SOUTHSIDE COMMUNITY CENTER 215 PARTRIDGE STREET ELMIRA,NY 14904	NONE	PUBLIC	GENERAL SUPPORT	8,000
TANGLEWOOD NATURE CENTER 443 COLEMAN AVENUE ELMIRA,NY 14903	NONE	PUBLIC	GENERAL SUPPORT	10,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
YWCA 211 LAKE STREET ELMIRA, NY 14901	NONE	PUBLIC	YOUTH PROGRAMS	7,000
Total ▶ 3a				160,800

TY 2012 Compensation Explanation**Name:** THE ANDERSON FOUNDATION INC**EIN:** 16-6024689

Person Name	Explanation
JANE G JORALEMON	
PAUL GREENLEE JR	
E WILLIAM WHITTAKER	
CLOVER M DRINKWATER	
ELIZABETH T DALRYMPLE	
MARGARET B STREETER	
JEANNE WHITTAKER WARD	
EDWIN P MAROSEK	

**TY 2012 Investments Corporate
Bonds Schedule****Name:** THE ANDERSON FOUNDATION INC**EIN:** 16-6024689

Name of Bond	End of Year Book Value	End of Year Fair Market Value
ARCHER DANIELS 5.45% 3/15/18	25,578	29,841
GENENTECH INC 4.75% 7/15/15	25,265	27,246
HSBC FINANCE CORP 5.25% 4/14/14	25,015	26,991
RYDER SYSTEM INC 3.15% 3/2/15	25,445	25,921
VERIZON COMMUNICATIONS INC 5/5% 4/17	25,265	29,087

TY 2012 Investments Corporate
Stock Schedule

Name: THE ANDERSON FOUNDATION INC
EIN: 16-6024689

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ABOTT LAB	10,855	14,768
ABBVIE INC	11,002	17,269
AMERICAN EXPRESS	7,672	13,682
APPLIED MATERIALS INC.	27,644	24,304
ARCHER DANIELS	15,501	17,140
BERKSHIRE HATHAWAY INC. CL B	20,678	37,212
CANADIAN NATIONAL RAILWAY CO.	7,090	48,990
CHEVRON CORP.	8,389	30,503
COCA COLA	12,894	25,398
CORNING INC	6,715	5,800
DANAHER CORP	23,292	33,517
DOMINION RESOURCES INC.	13,157	24,672
DUPONT EI DE NEMOURS	15,382	18,261
EMC CORP	21,799	24,673
EMERSON ELECTRIC	11,011	22,204
FORD MOTOR COMPANY	14,414	14,396
FREEPORT MCMORAN COPPER & GOLD	14,589	12,172
GENERAL ELECTRIC	23,728	20,618
INTEL CORP	13,768	13,771
INTERNATIONAL BUSINESS MACHINES	21,349	45,572
JOHNSON & JOHNSON	19,203	25,569
MCDONALDS CORP.	15,008	28,089
MERCK & CO INC	29,820	37,600
METLIFE	16,507	14,621
NATIONAL OILWELL VARCO INC	5,094	9,783
PAYCHEX INC	18,265	21,846
PEPSICO	11,219	16,494
PFIZER	13,294	21,803
PLUM CREEK TIMBER CO INC	16,866	20,616
PROCTER & GAMBLE	19,655	30,708

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SCHLUMBERGER LTD	13,246	14,886
SUNCOR ENERGY INC		
3M COMPANY	19,041	26,178
TEXAS INSTRUMENTS	21,012	23,537
THE TRAVELERS COMPANIES INC	17,881	25,623
UNITED TECHNOLOGIES	14,911	31,952
WELLS FARGO COMPANY	20,305	22,788

**TY 2012 Investments Government
Obligations Schedule****Name:** THE ANDERSON FOUNDATION INC**EIN:** 16-6024689**US Government Securities - End of
Year Book Value:**

25,429

**US Government Securities - End of
Year Fair Market Value:**

26,601

**State & Local Government
Securities - End of Year Book
Value:****State & Local Government
Securities - End of Year Fair
Market Value:**

TY 2012 Investments - Other Schedule**Name:** THE ANDERSON FOUNDATION INC**EIN:** 16-6024689

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
BLACKROCK EQUITY DIVIDEND I	AT COST	26,483	32,364
DODGE & COX INCOME FUND	AT COST	40,850	43,008
LOOMIS SAYLES BOND FUND	AT COST	50,262	68,019
OPPENHEIMER DEVELOPING MARKETS FUND	AT COST	90,000	91,989
VANGUARD TOTAL BOND MARKET INDEX FUN	AT COST	45,826	45,993
LOOMIS SAYLES GLOBAL BOND FUND	AT COST	392,382	422,488
VANGUARD TOTAL BOND MARKET INDEX FUN	AT COST	188,411	203,276
VANGUARD TOTAL INT'L STOCK INDEX	AT COST	364,202	432,919
VANGUARD 500 INDEX FUND	AT COST	654,004	1,088,465

TY 2012 Legal Fees Schedule

Name: THE ANDERSON FOUNDATION INC

EIN: 16-6024689

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	4,190	4,190		

TY 2012 Other Expenses Schedule

Name: THE ANDERSON FOUNDATION INC

EIN: 16-6024689

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
NY ATTORNEY GENERAL FILING FE	250	250		

TY 2012 Other Income Schedule**Name:** THE ANDERSON FOUNDATION INC**EIN:** 16-6024689

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
LT CAPITAL GAIN DISTRIBUTIONS	1,158	1,158	
EXCISE TAX REFUND FYE 4/30/12	27	27	

TY 2012 Other Professional Fees Schedule

Name: THE ANDERSON FOUNDATION INC

EIN: 16-6024689

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	13,889	13,889		

TY 2012 Taxes Schedule

Name: THE ANDERSON FOUNDATION INC

EIN: 16-6024689

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX W/H	182	182		
4/30/13 EXCISE TAX ESTIMATES	2,000	2,000		
4/30/12 OVERPAYMENT CREDIT	27	27		