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Form 990-PF

Return of Private Foundation

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

2012

Open to Public
Inspection

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

Name of foundation Donald J Foss Memorial Employees Trust		A Employer identification number 34-6517801			
Number and street (or P O box number if mail is not delivered to street address) 604 MADISON AVENUE		B Telephone number (see instructions) (330) 264-4440			
C If exemption application is pending, check here <input checked="" type="checkbox"/>					
D 1. Foreign organizations, check here <input checked="" type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input checked="" type="checkbox"/>					
E If private foundation status was terminated under section 507(b)(1)(A), check here <input checked="" type="checkbox"/>					
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input checked="" 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) (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 <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	261	261	261	
	4 Dividends and interest from securities.	350,688	350,688	350,688	
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	-3,807			
	b Gross sales price for all assets on line 6a 300,000				
	7 Capital gain net income (from Part IV, line 2)				
	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	347,142	350,949	350,949		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	200			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	249			
	24 Total operating and administrative expenses.	449	0	0	
Add lines 13 through 23					
25 Contributions, gifts, grants paid	357,766		357,766		
26 Total expenses and disbursements. Add lines 24 and 25	358,215	0	357,766		
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-11,073				
b Net investment income (if negative, enter -0-)		350,949			
c Adjusted net income (if negative, enter -0-)			350,949		

Part III Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets				
1	Cash—non-interest-bearing			
2	Savings and temporary cash investments	297,589	266,299	266,299
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)	1,720,981	1,741,198	1,938,666
b	Investments—corporate stock (attach schedule)	623,755	623,755	4,954,648
c	Investments—corporate bonds (attach schedule)			
11	Investments—land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)			
14	Land, buildings, and equipment basis ►			
	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)	2,642,325	2,631,252	7,159,613
Liabilities				
17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ►)			
23	Total liabilities (add lines 17 through 22)		0	
Net Assets or Fund Balances				
	Foundations that follow SFAS 117, check here ►			
	and complete lines 24 through 26 and lines 30 and 31.			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ►			
	and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds	2,642,325	2,631,252	
28	Paid-in or capital surplus, or land, bldg , and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds			
30	Total net assets or fund balances (see page 17 of the instructions)	2,642,325	2,631,252	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	2,642,325	2,631,252	

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	2,642,325
2	Enter amount from Part I, line 27a	2	-11,073
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	2,631,252
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	2,631,252

Part IV Capital Gains and Losses for Tax on Investment Income

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	297,068	7,107,527	0.04180
2010	200,585	7,337,279	0.02734
2009	438,731	7,482,747	0.05863
2008	481,221	8,328,883	0.05778
2007	527,527	9,093,917	0.05801
2 Total of line 1, column (d).			2 0.24355
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 0.04871
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.			4 7,000,610
5 Multiply line 4 by line 3.			5 341,000
6 Enter 1% of net investment income (1% of Part I, line 27b).			6 3,509
7 Add lines 5 and 6.			7 344,509
8 Enter qualifying distributions from Part XII, line 4.			8 357,760

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 checked="" type="checkbox"/> and enter "N/A" on line 1		1	3,509
	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			
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	
3	Add lines 1 and 2.		3	3,509
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	3,509
6	Credits/Payments			
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	13,371	
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	13,371	
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 <input checked="" type="checkbox"/>	9		
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid <input checked="" type="checkbox"/>	10	9,862	
11	Enter the amount of line 10 to be Credited to 2013 estimated tax <input checked="" type="checkbox"/> 9,862 Refunded <input checked="" type="checkbox"/>	11		

Part VII-A Statements 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
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?		Yes	No
	<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>			
1c	Did the foundation file Form 1120-POL for this year?		Yes	No
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"/> \$ _____ (2) On foundation managers <input checked="" type="checkbox"/> \$ _____			
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"/> \$ _____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?		Yes	No
	<i>If "Yes," attach a detailed description of the activities.</i>			
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>		Yes	No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?		Yes	No
b	If "Yes," has it filed a tax return on Form 990-T for this year?		Yes	No
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?		Yes	No
	<i>If "Yes," attach the statement required by General Instruction T.</i>			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either		Yes	
	● 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?			
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)			
	<input checked="" type="checkbox"/> 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>		Yes	No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		Yes	No

Part VII-A Statements Regarding Activities (continued)

11		No
12		No
13	Yes	

Website address ► N/A

14	The books are in care of ► ALLAN K RODD	Telephone no ► (330) 264-4440
	Located at ► 604 MADISON AVENUE WOOSTER OH	ZIP + 4 ► 44691

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ►	15
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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
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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 <input checked="" type="checkbox"/> No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ► Yes <input checked="" type="checkbox"/> No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ► Yes <input checked="" type="checkbox"/> No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ► Yes <input checked="" 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)? ► 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). ► 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. ►		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?		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ► Yes <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)		
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 <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).		
3b			No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		No
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))? | | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |
| (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? | | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |
| (3) Provide a grant to an individual for travel, study, or other similar purposes? | | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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). | | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? | | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? | |
| Organizations relying on a current notice regarding disaster assistance check here. | | <input type="checkbox"/> |
| 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? | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |
| <i>If "Yes," attach the statement required by Regulations section 53.4945-5(d).</i> | | |
| 6a | Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |
| b | Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | |
| <i>If "Yes" to 6b, file Form 8870.</i> | | |
| 7a | At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |
| b | If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? | |

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)

2. 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
THOMAS W ZOOK 604 MADISON AVENUE WOOSTER, OH 44691	Trustee 0 00	0		
WILLIAM FAGERT 604 MADISON AVENUE WOOSTER, OH 44691	Trustee 0 00	0		
ALLAN K RODD 604 MADISON AVENUE WOOSTER, OH 44691	FIN Trustee 0 00	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				

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		

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. <input type="text"/>			
b	Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 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.			
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

ALLAN K RODD FINANCIAL TRUSTEE
604 MADISON AVENUE
WOOSTER, OH 44691
(330) 264-4440

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

SEE ATTACHED "REQUEST FOR PAYMENT" FORM

- c Any submission deadlines

NONE

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

FOR EMPLOYEES OF THE WOOSTER BRUSH COMPANY IN WOOSTER, OHIO (EXCLUDING OFFICERS AND DIRECTORS) OR
MEMBERS OF THEIR IMMEDIATE FAMILIES IN TIMES OF SICKNESS, DEATH OR OTHER UNFORTUNATE CIRCUMSTANCES

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
WAYNE COUNTY COMMUNITY FOUNDATION 517 NORTH MARKET STREET WOOSTER, OH 44691	NONE	PUBLIC	TO PROVIDE FUNDS TO FURTHER THE INTERESTS OF THE CHARITABLE ORGANIZATION	20,000
UNITED WAY OF WAYNE HOLMES COUNTIES 215 SOUTH WALNUT STREET WOOSTER, OH 44691	NONE	PUBLIC	TO PROVIDE FUNDS TO FURTHER THE INTERESTS OF THE CHARITABLE ORGANIZATION	125,000
SEE ATTACHED SCHEDULE 604 MADISON AVENUE WOOSTER, OH 44691	NONE	NONE	TO PROVIDE AID TO THE EMPLOYEES OF THE WOOSTER BRUSH CO (EXCLUDING OFFICERS AND DIRECTORS) OR MEMBERS OF THEIR IMMEDIATE FAMILIES IN TIME OF SICKNESS, DEATH OR UNFORTUNATE CIRCUMSTANCES	212,766
Total			► 3a	357,766
b Approved for future payment				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

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

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

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 or

(1) Cash.

(2) Other assets.

Other transactions

(1) Sales of assets to a noncharitable exempt organization. . .

(2) Purchases of assets from a noncharitable exempt organization

(3) Rental of facilities, equipment,

(4) Reimbursement arrangements

c. Sharing of facilities, equipment, mailing lists, other assets, or paid employees

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.

	Yes	No
1a(1)		No
1a(2)		No
1b(1)		No
1b(2)		No
1b(3)		No
1b(4)		No
1b(5)		No
1b(6)		No
1c		No

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

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.

* * * * *

2013-08-21

* * * * *

May the IRS discuss this return
with the preparer shown below
(see instr. 12) Yes No

Signature of officer or trustee

Dat

Tut

**Sign
Here**

**Paid
Prepare
Use
Only**

Sign Here		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				
***** Signature of officer or trustee		2013-08-21 Date	***** Title		May the IRS discuss this return with the preparer shown below (see instr.)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
Paid Preparer Use Only	Print/Type preparer's name		Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	PTIN P01238713
	DANIEL S GIBEL CPA		DANIEL S GIBEL CPA			
	Firm's name ► CARD PALMER SIBBISON & CO 4545 HINCKLEY PARKWAY				Firm's EIN ►	
	Firm's address ► CLEVELAND, OH 441096009				Phone no (216) 621-6100	

TY 2012 Investments Corporate Stock Schedule

Name: Donald J Foss Memorial Employees Trust

EIN: 34-6517801

Software ID: 12000229

Software Version: 2012v2.0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
WOOSTER BRUSH CORPORATE STOCK	623,755	4,954,648

TY 2012 Investments Government Obligations Schedule

Name: Donald J Foss Memorial Employees Trust

EIN: 34-6517801

Software ID: 12000229

Software Version: 2012v2.0

US Government Securities - End of

Year Book Value: 1,741,198

US Government Securities - End of

Year Fair Market Value: 1,938,666

State & Local Government

**Securities - End of Year Book
Value:**

State & Local Government

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

TY 2012 Other Expenses Schedule

Name: Donald J Foss Memorial Employees Trust

EIN: 34-6517801

Software ID: 12000229

Software Version: 2012v2.0

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BANK FEES	249			

TY 2012 Taxes Schedule

Name: Donald J Foss Memorial Employees Trust

EIN: 34-6517801

Software ID: 12000229

Software Version: 2012v2.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OH SECRETARY OF STATE	200			

**DONALD J. FOSS MEMORIAL EMPLOYEES' TRUST BENEFITS
PAID FOR YEAR ENDING APRIL 30, 2013**

Name	Address	Amount
Denise Flynn	3574 Melrose Drive, Apt. K7, Wooster, OH 44691	\$ 505.00
Cathy Firebaugh	8266 Fountain Nook Road, Apple Creek, OH 44606	670.00
Sharon Luke	2627 Wilma Drive, Wooster, OH 44691	1,015.00
Scott Kantenwein	3089 South Elyria Road, Wooster, OH 44691	3,150.00
Sheila Phillips	1171 Mindy Lane, Apt. D, Wooster, OH 44691	280.00
Shannon Kaufman	776 Pennsylvania Avenue, Shreve, OH 44676	1,150.00
Patrick Corbett	145 Miller Road, Wooster, OH 44691	899.00
Patrick Corbett	145 Miller Road, Wooster, OH 44691	351.00
Kelly Becker	498 Smith Avenue, Dalton, OH 44618	1,589.00
Kelly Becker	498 Smith Avenue, Dalton, OH 44618	511.00
Thomas Harris	2411 Long Road, Wooster, OH 44691	4,095.00
Thomas Harris	2411 Long Road, Wooster, OH 44691	365.00
Donna Holderman	254 North Summit Street, Smithville, OH 44677	605.00
Darla Austin	400 Twp. Rd. 2252, Jeromesville, OH 44840	1,225.00
Glenna Weaver	1888 Bell Road, Wooster, OH 44691	840.00
Larry Denney	5 Boyd Drive, POB 95, Jeromesville, OH 44840	520.00
Darlene Hinton	10757 Hiner Road, Wooster, OH 44691	3,400.00
John Boyens	3472 West Britton Road, Burbank, OH 44214	4,000.00
Serafin Gerardo	1064 Devonshire Lane, Mansfield, OH 44907	1,850.00
Ronald Whitman	1621 Linwood Drive, Wooster, OH 44691	725.00
Patricia Morris	406 West Highland Avenue, Wooster, OH 44691	740.00
Larry White	13155 St. Rt. 39, Big Prairie, OH 44611	181.00
Larry White	13155 St. Rt. 39, Big Prairie, OH 44611	59.00
Audrey Moorhead	4531 Hunters Chase Lane, Wooster, OH 44691	1,630.00
Mike O'Donnell	1660 Christmas Run Boulevard, Wooster, OH 44691	1,530.00
Sue Dixon	117 East Clark Road, Wooster, OH 44691	2,596.00
Sue Dixon	117 East Clark Road, Wooster, OH 44691	469.00
Barbi Peterson	38 Lerue Street, Apple Creek, OH 44606	4,800.00
Carl Steiner	3080 Eby Road, Smithville, OH 44677	365.00
Letecia Stoner	566 Hartzler Street, Wooster, OH 44691	204.00
Letecia Stoner	566 Hartzler Street, Wooster, OH 44691	221.00
Jon Bollinger	812 East Wayne Avenue, Wooster, OH 44691	500.00
Karen Hood	12143 St. Rt. 520, Glenmont, OH 44628	2,450.00
Mike Palmer	1526 Overlook Drive, Wooster, OH 44691	860.00
Dorinda Hoff	860 Eby Road, Wooster, OH 44691	1,025.00
Cathy Firebaugh	8266 Fountain Nook Road, Apple Creek, OH 44606	5,150.00
Cathy Firebaugh	8266 Fountain Nook Road, Apple Creek, OH 44606	2,400.00
Robert Strouse	848 Valleywood Court, Wooster, OH 44691	2,000.00
Robert Strouse	848 Valleywood Court, Wooster, OH 44691	475.00
Ronald Flinner	3178 Shreve Eastern Road, POB 194, Shreve, OH 44676	1,525.00

Name	Address	Amount
Dennis Winey	3015 Eby Road, Smithville, OH 44677	\$ 400.00
Christine Hofacker	2156 West High Street, Orrville, OH 44667	1,005.00
Rhonda Pasquariello	POB 1675, Wooster, OH 44691	4,000.00
Fred Hawkins	2447 Wetherington Lane, 110 The Greens, Wooster, OH 44691	1,185.00
Fred Hawkins	2447 Wetherington Lane, 110 The Greens, Wooster, OH 44691	1,155.00
Gladys Williams	1934 Williams Way, Wooster, OH 44691	215.00
Tina Dowd	1982 Barnes Drive, Wooster, OH 44691	250.00
Angie Shutt	1250 Blachleyville Road, Wooster, OH 44691	675.00
Dave Holzworth	2951 Armstrong Drive, Wooster, OH 44691	765.00
Heidi Jeffery	3136 Aspen Drive, Wooster, OH 44691	890.00
Dawn Hoisington	400 South Main Street, Creston, OH 44217	3,425.00
Teresa DeRodes	296 Co. Rd. 620, West Salem, OH 44287	696.00
Teresa DeRodes	296 Co. Rd. 620, West Salem, OH 44287	247.00
Archie Haynes	2655 Columbus Road, Wooster, OH 44691	545.00
Kevin Hookway	Apt. 5, 1301 E. Easton Road, Creston, OH 44217	215.00
Paula Smith	6901 Rohrer Road, Wooster, OH 44691	1,865.00
Maurine Cutting	150 Carson Drive, Apple Creek, OH 44606	3,340.00
Rick Dice	199 Cannon Drive, Wooster, OH 44691	945.00
Rick Dice	199 Cannon Drive, Wooster, OH 44691	195.00
Laurie McCune	7011 Atlantic Avenue, Sterling, OH 44276	2,100.00
Laurie McCune	7011 Atlantic Avenue, Sterling, OH 44276	2,400.00
Jay Breneman	8297 Akron Road, Sterling, OH 44276	700.00
Trena Sheppard	14636 Maple Valley Drive, Burbank, OH 44214	2,900.00
Regina Fleming	7385 Millbrook Road, Shreve, OH 44676	1,190.00
Glenda Wertz	577 East Steiner Road, Creston, OH 44217	3,402.00
Glenda Wertz	577 East Steiner Road, Creston, OH 44217	398.00
James Ebert	8193 Zimmerman Road, Wooster, OH 44691	985.00
James Ebert	8193 Zimmerman Road, Wooster, OH 44691	225.00
Teresa Hess	1353 North Geyers Chapel, Wooster, OH 44691	161.00
Jay Breneman	8297 Akron Road, Sterling, OH 44276	1,005.00
Jay Breneman	8297 Akron Road, Sterling, OH 44276	65.00
Larry White	13155 St. Rt. 39, Big Prairie, OH 44611	190.00
Wilma Nelson	2402 Messner Road, Wooster, OH 44691	5,250.00
Cindy Ringler	3720 Lauraland Avenue, Wooster, OH 44691	750.00
Sue Huffman	4400 Melrose Drive, Lot 100, Wooster, OH 44691	950.00
Fred Hawkins	2447 Wetherington Lane, 110 The Greens, Wooster, OH 44691	1,293.00
Fred Hawkins	2447 Wetherington Lane, 110 The Greens, Wooster, OH 44691	382.00
Sue Nelson	542 Massillon Road, Millersburg, OH 44654	1,860.00
Anita Polen	629 Cobblestone Court, Wooster, OH 44691	1,120.00
Anita Polen	629 Cobblestone Court, Wooster, OH 44691	395.00
Nancy Swiger	4202 Wilmar Drive, Akron, OH 44319	315.00
Heidi Jeffery	3136 Aspen Drive, Wooster, OH 44691	975.00
Kevin Austin	400 Twp. Rd. 2252, Jeromesville, OH 44840	405.00

Name	Address	Amount
Kevin Austin	400 Twp. Rd. 2252, Jeromesville, OH 44840	\$ 75.00
Kim Crosby	Apt. A, 2770 A Winchester Woods, Wooster, OH 44691	360.00
James Ebert	8193 Zimmerman Road, Wooster, OH 44691	800.00
Cathy Firebaugh	8266 Fountain Nook Road, Apple Creek, OH 44606	8,250.00
Kenneth Wise	3913 N. Rockwell #247, POB 326, Bethany, OK 73008	4,100.00
William Jacobs	2720 Heyl Road, Wooster, OH 44691	645.00
Becky Chenevey	#103 The Greens, 2447 Wetherington Lane, Wooster, OH 44691	865.00
Serafin Gerado	1064 Devonshire Lane, Mansfield, OH 44907	1,160.00
Kevin Hookway	Apt. 5, 1301 East Easton Road, Creston, OH 44217	4,000.00
Sue Huffman	4400 Melrose Drive, Lot 100, Wooster, OH 44691	1,180.00
Julie Gerardo	210 Pearl Street, Wooster, OH 44691	2,125.00
Dorinda Hoff	860 Eby Road, Wooster, OH 44691	710.00
Judy Nussbaum	3606 Sylvan Road, Wooster, OH 44691	2,175.00
Jeff Scheibe	620 West Moreland Road, Wooster, OH 44691	4,830.00
Janet Gatten	1313 Geyers Chapel Road, Wooster, OH 44691	2,065.00
Sue Dixon	117 East Clark Road, Wooster, OH 44691	1,040.00
Sue Dixon	117 East Clark Road, Wooster, OH 44691	185.00
Nate Messerly	4594 Ely Road, Wooster, OH 44691	400.00
Vickie Dutter	7513 Hutton Road, Smithville, OH 44677	270.00
Kevin Schmid	11103 CR 329, Shreve, OH 44676	2,340.00
Sharon Rucker	862 Woodsedge Court, Wooster, OH 44691	3,550.00
Linda Wolbaugh	6343 Rio Grande Drive, Apple Creek, OH 44606	5,400.00
Becky Chenevey	#103 The Greens, 2447 Wetherington Lane, Wooster, OH 44691	885.00
Teresa DeRodes	296 Co. Rd. 620, West Salem, OH 44287	1,781.00
Teresa DeRodes	296 Co. Rd. 620, West Salem, OH 44287	1,169.00
Linda Riggs	688 East Milltown Road, Wooster, OH 44691	120.00
Marty Christman	2730 North Apple Creek Road, Wooster, OH 44691	1,000.00
Gary Kline	1290 TR 63, West Salem, OH 44287	485.00
Lisa Morrow	7862 Hoy Road, Fredericksburg, OH 44627	1,245.00
Alice Hawkins	2447 Wetherington Lane, 110 The Greens, Wooster, OH 44691	3,642.00
Alice Hawkins	2447 Wetherington Lane, 110 The Greens, Wooster, OH 44691	3,430.00
Alice Hawkins	2447 Wetherington Lane, 110 The Greens, Wooster, OH 44691	1,228.00
Beverly Chelski	6886 Blachleyville Road, Wooster, OH 44691	870.00
Ronald Clipp	7190 Lakeside Drive, Shreve, OH 44676	1,630.00
Marty Christman	2730 North Apple Creek Road, Wooster, OH 44691	1,000.00
Lisa Swift	7447 Haas Road, Wooster, OH 44691	930.00
Pam Leach	6463 Cleveland Road, Wooster, OH 44691	300.00
Tim Swift	7447 Haas Road, Wooster, OH 44691	980.00
Cindy Becker	10490 Schwartzwalder Road, Shreve, OH 44676	425.00
Robin Fries	3142 Valley Road, Wooster, OH 44691	500.00
Mark Rutherford	2447 Monterey, Wooster, OH 44691	3,150.00
Jeff Wike	1110 Nelson Avenue, Wooster, OH 44691	700.00
Dana Taylor	419 Nold Avenue, Wooster, OH 44691	120.00

Name	Address	Amount
Marilyn Everett	9727 Etling Drive, Marshallville, OH 44645	\$ 482.00
Terry White	13155 St. Rt. 39, Big Prairie, OH 44611	205.00
Benjamin Barker	1822 Highland Park Road, Wooster, OH 44691	475.00
Scott Kantenwein	3089 South Elyria Road, Wooster, OH 44691	985.00
Scott Kantenwein	3089 South Elyria Road, Wooster, OH 44691	975.00
Scott Kantenwein	3089 South Elyria Road, Wooster, OH 44691	160.00
Rocky Smith	12506 Twp. Rd. 217, Big Prairie, OH 44611	660.00
Lisa McMillen	1245 Center Drive, Wooster, OH 44691	1,550.00
Kori Badger	945 Green Valley Lane, Wooster, OH 44691	890.00
Terry Sliffe	530 North Walnut Street, Wooster, OH 44691	945.00
Karen Ewing	6709 Twp. Rd. 522, Millersburg, OH 44654	920.00
Karen Ewing	6709 Twp. Rd. 522, Millersburg, OH 44654	190.00
Anita Polen	629 Cobblestone Court, Wooster, OH 44691	210.00
Anita Polen	629 Cobblestone Court, Wooster, OH 44691	1,630.00
Judy Bates	4505 Ely Road, Wooster, OH 44691	2,130.00
Terry White	13155 St. Rt. 39, Big Prairie, OH 44611	205.00
Denver Hoff	860 Eby Road, Wooster, OH 44691	835.00
Donna Holderman	254 North Summit Street, Smithville, OH 44677	750.00
Donna Holderman	254 North Summit Street, Smithville, OH 44677	725.00
Teresita Grunder	6215 Cleveland Road, Wooster, OH 44691	185.00
Stanley Hoover	6224 Heyl Road, Wooster, OH 44691	560.00
Kelly Becker	498 Smith Avenue, Dalton, OH 44618	765.00
Anita Polen	629 Cobblestone Court, Wooster, OH 44691	985.00
Anita Polen	629 Cobblestone Court, Wooster, OH 44691	865.00
Lisa Morrow	7862 Hoy Road, Fredericksburg, OH 44627	780.00
Karen Stough	1444 Twp. Rd. 35, Wooster, OH 44691	815.00
Joni Faught	4455 Blachleyville Road, Wooster, OH 44691	1,720.00
Linda Riggs	688 East Milltown Road, Wooster, OH 44691	860.00
Tim Franck	1560 Barnes Drive, Wooster, OH 44691	1,160.00
Alice Hawkins	2447 Wetherington Lane, 110 The Greens, Wooster, OH 44691	420.00
Alice Hawkins	2447 Wetherington Lane, 110 The Greens, Wooster, OH 44691	145.00
Tim Swift	7447 Haas Road, Wooster, OH 44691	1,060.00
Fred Hawkins	2447 Wetherington Lane, 110 The Greens, Wooster, OH 44691	2,400.00
Rod Traver	1987 Honeytown Road, Wooster, OH 44691	3,450.00
Rhonda Pasqueriello	POB 1675, Wooster, OH 44691	733.00
Rhonda Pasqueriello	POB 1675, Wooster, OH 44691	152.00
Lisa Lough	124 Mohican Avenue, Orrville, OH 44667	320.00
TOTAL EMPLOYEES		\$212,766.00

INSTRUCTIONS
THE DONALD J. FOSS MEMORIAL EMPLOYEES' TRUST

The purpose of The Donald J. Foss Memorial Employees' Trust is to provide financial aid to employees of The Wooster Brush Company and members of their immediate families in times of sickness, death, or other unfortunate circumstances occurring to them.

Unlike insurance, no specific amounts or percentages of health providers' bills are payable, and all amounts to be paid, and the persons who shall receive them, are determined solely by three Discretionary Trustees, in the exercise of their sound discretion, and their decisions are final and binding on all persons, as provided in the trust agreement. Whether any payment will be made, and the amount of the payment, if any, will depend on the facts of each individual case. All requests for payment will be reviewed by the Discretionary Trustees. If any payment is authorized by them, you will be notified by the Financial Trustee, Woodrow J. Zook.

In cases involving health care services, requests for payment will normally be filed after the services have been rendered, accompanied by the provider's bill. In special cases, for example orthodontia, the request may be filed before the services have been rendered, accompanied by the provider's statement of prospective charges, but payment, if any, will not be made until the services have been rendered.

Requests for themselves or family members may be made only by employees of The Wooster Brush Company with one year of service or more. In case of termination of employment, payments will be made only if the request has been approved prior to the effective date of termination.

Donald J. Foss was the general manager of The Wooster Brush Company from 1920 until 1938. The grandson of founder Adam Foss and the son of Walter D. Foss, Don Foss was a business leader for thirty-five years. He was a quiet, effective participant in Wooster civic activities.

The years during which Donald J. Foss provided leadership for The Wooster Brush Company were historically difficult ones, both on the national and international scene. Massive adjustments were occurring in the United States economy in the aftermath of World War I, leading to the onset of the Great Depression in 1929. Nevertheless, Don Foss provided both a sense of direction and a sense of encouragement. He was a man with a business vision, and a skilled diplomat in bringing together people with divergent views.

One of Don Foss's greatest accomplishments was to create a positive work environment at the company. He was a strong supporter of The Wooster Brush Company Profit Sharing Program, established in 1917. In addition, Don Foss helped establish the company's Employees' Relief Association in 1935. Through his will, Foss created the "Foss Fund," officially known as The Donald J. Foss Memorial Employees' Trust. As a result, the Donald J. Foss name is well-known

REQUEST FOR PAYMENT
THE DONALD J. FOSS MEMORIAL EMPLOYEES' TRUST
(Subject to U. S. Internal Revenue Regulations)

Employee Name: _____

Employee Address: _____

Purpose for which aid is requested: _____
(You may attach a statement from your doctor or dentist)

Approximate amount of total expenditure: _____
(A copy of the bill will be required before final payment is made)

Approximate date work will be completed: _____

This request is being made on behalf of: self, spouse, or dependent children under age 19? Name _____ Relationship _____

Annual income which you, your spouse or children receive other than from The Wooster Brush Company:

<u>Source</u>	<u>Amount</u>
_____	\$ _____
_____	\$ _____
_____	\$ _____

Number of dependents: _____ Are you related to any of the Trustees of The Donald J. Foss Trust? _____ or Officers and Directors of The Wooster Brush Company? _____

Give reasons why financial aid is needed:

(List any debts and/or monthly payments)	<u>Amount</u>
_____	\$ _____
_____	\$ _____
_____	\$ _____

Remarks: _____

Are you eligible for reimbursement for this expense, in whole or in part, from any other source, i.e., Medical Insurance Contract or Medical Reimbursement Plan? _____
If yes, how much? _____

Date: _____

Signature