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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** 5/1/2012 , **and ending** 4/30/2013

Name of foundation <b>GREENWOOD H &amp; M</b>		<b>A Employer identification number</b> 56-6220819
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	<b>B Telephone number (see instructions)</b> (888) 730-4933
Wells Fargo Bank N A Tax Trust Dept 1 W 4th St 4th Floor MAC D4000-041		
City or town, state, and ZIP code Winston Salem NC 27101-3818		<b>C If exemption application is pending, check here</b> <input type="checkbox"/>
<b>G Check all that apply:</b> <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		<b>D 1. Foreign organizations, check here</b> <input type="checkbox"/> <b>2. Foreign organizations meeting the 85% test, check here and attach computation</b> <input type="checkbox"/>
<b>H Check type of organization:</b> <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		<b>E If private foundation status was terminated under section 507(b)(1)(A), check here</b> <input type="checkbox"/>
<b>I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$</b> 269,891	<b>J Accounting method:</b> <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	
<b>F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here</b> <input type="checkbox"/>		

<b>Part I Analysis of Revenue and Expenses</b> (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)
<b>Revenue</b>	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	6,885	6,804		
	5 a Gross rents				
	b Net rental income or (loss)				
	6 a Net gain or (loss) from sale of assets not on line 10	410			
	b Gross sales price for all assets on line 6a	113,816			
	7 Capital gain net income (from Part IV, line 2)		410		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a 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	7,295	7,214	0		
<b>Operating and Administrative Expenses</b>	13 Compensation of officers, directors, trustees, etc	4,333	3,250		1,083
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)	94			94
	b Accounting fees (attach schedule)	678			678
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	308	69		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	5,413	3,319	0	1,855
	25 Contributions, gifts, grants paid	12,511			12,511
26 Total expenses and disbursements. Add lines 24 and 25	17,924	3,319	0	14,366	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-10,629				
b Net investment income (if negative, enter -0-)		3,895			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

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Form **990-PF** (2012)

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Form 990-PF (2012) GREENWOOD H &amp; M

56-6220819

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Part II Balance Sheets		Beginning of year (a) Book Value	End of year	
			(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	6,866	7,839	7,839
	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 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			
	10 a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)			
	c Investments—corporate bonds (attach schedule)			
Liabilities	11 Investments—land, buildings, and equipment basis ▶			
	Less: accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	247,051	235,385	262,052
	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)	253,917	243,224	269,891
Net Assets or Fund Balances	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	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	253,917	243,224	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
Net Assets or Fund Balances	30 Total net assets or fund balances (see instructions)	253,917	243,224	
	31 Total liabilities and net assets/fund balances (see instructions)	253,917	243,224	

## 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	253,917
2 Enter amount from Part I, line 27a	2	-10,629
3 Other increases not included in line 2 (itemize) ▶ COST BASIS ADJUSTMENT	3	45
4 Add lines 1, 2, and 3	4	243,333
5 Decreases not included in line 2 (itemize) ▶ PY RETURN OF CAPITAL ADJUSTMENT	5	109
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	243,224

**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 Attached Statement				
b See Attached Statement				
c See Attached Statement				
d See Attached Statement				
e See Attached Statement				
(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			0	
b			0	
c			0	
d			0	
e			0	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) 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			0	
b			0	
c			0	
d			0	
e			0	
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	410
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	0

**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.

(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	6,990	255,026	0.027409
2010	7,392	249,562	0.029620
2009	6,081	221,036	0.027511
2008	14,932	219,250	0.068105
2007			0.000000
2 Total of line 1, column (d)			2 0.152645
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 0.038161
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 258,945
5 Multiply line 4 by line 3			5 9,882
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 39
7 Add lines 5 and 6			7 9,921
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			8 14,366

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

1 a 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	39	
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0	
3 Add lines 1 and 2		3	39	
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	39	
6 Credits/Payments				
a 2012 estimated tax payments and 2011 overpayment credited to 2012		6a	230	
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	230	
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	0	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	191	
11 Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/> 39 Refunded <input type="checkbox"/> 152		11	152	

**Part VII-A Statements Regarding Activities**

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

**Part VII-A Statements Regarding Activities (continued)**

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <b>N/A</b>	13	X	
14	The books are in care of <b>WELLS FARGO BANK N.A.</b> Telephone no <b>888-730-4933</b> Located at <b>101N Independence Mall E MACY1372-062 Philadelphia PA</b> ZIP+4 <b>19106-2112</b>			
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 <b>15 N/A</b>			
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country	16	Yes	No
				X

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required****File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.**

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

**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**

N/A

Organizations relying on a current notice regarding disaster assistance check here

☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945–5(d)

**6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**6b**

X

**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870☐ Yes ☒ No**7b**

N/A

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

(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
Wells Fargo Bank, N.A. 101N Independence Mall E MACY1372-062 Phila	Trustee	4 00	4,333	

**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

0

**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 NONE .....	
.....	
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 NONE .....	
.....	
2 .....	
.....	
All other program-related investments See instructions	
3 NONE .....	
.....	

Total. Add lines 1 through 3



0



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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	253,931
<b>b</b>	Average of monthly cash balances	<b>1b</b>	8,957
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	262,888
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	262,888
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	<b>4</b>	3,943
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	258,945
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	12,947

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	12,947
<b>2a</b>	Tax on investment income for 2012 from Part VI, line 5	<b>2a</b>	39
<b>b</b>	Income tax for 2012 (This does not include the tax from Part VI)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	39
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	12,908
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	12,908
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	12,908

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes.		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	<b>1a</b>	14,366
<b>b</b>	Program-related investments—total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	14,366
<b>5</b>	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)	<b>5</b>	39
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	14,327

**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
<b>1</b> Distributable amount for 2012 from Part XI, line 7				12,908
<b>2</b> Undistributed income, if any, as of the end of 2012				
<b>a</b> Enter amount for 2011 only			11,263	
<b>b</b> Total for prior years 20____, 20____, 20____				
<b>3</b> Excess distributions carryover, if any, to 2012				
<b>a</b> From 2007				
<b>b</b> From 2008				
<b>c</b> From 2009				
<b>d</b> From 2010				
<b>e</b> From 2011				
<b>f</b> Total of lines 3a through e	0			
<b>4</b> Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 14,366				
<b>a</b> Applied to 2011, but not more than line 2a			11,263	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions)				
<b>c</b> Treated as distributions out of corpus (Election required—see instructions)				
<b>d</b> Applied to 2012 distributable amount				3,103
<b>e</b> Remaining amount distributed out of corpus				
<b>5</b> Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a) )				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e. Subtract line 5	0			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b		0		
<b>c</b> 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				
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions				
<b>e</b> Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions			0	
<b>f</b> Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				9,805
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
<b>8</b> Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
<b>9</b> Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a				
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2008				
<b>b</b> Excess from 2009				
<b>c</b> Excess from 2010				
<b>d</b> Excess from 2011				
<b>e</b> Excess from 2012				



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

<div>Recipient</div> <div>Name and address (home or business)</div>	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
<b>a</b> <i>Paid during the year</i> See Attached Statement				
<b>Total</b>			<b>▶ 3a</b>	12,511
<b>b</b> <i>Approved for future payment</i> NONE				
<b>Total</b>			<b>▶ 3b</b>	0



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

- |  |              |            |           |
|--|--------------|------------|-----------|
| <b>1</b> Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?   |              | <b>Yes</b> | <b>No</b> |
| <b>a</b> Transfers from the reporting foundation to a noncharitable exempt organization of:  |              |            |           |
| <b>(1)</b> Cash  | <b>1a(1)</b> |            | X         |
| <b>(2)</b> Other assets  | <b>1a(2)</b> |            | X         |
| <b>b</b> Other transactions:   |              |            |           |
| <b>(1)</b> Sales of assets to a noncharitable exempt organization  | <b>1b(1)</b> |            | X         |
| <b>(2)</b> Purchases of assets from a noncharitable exempt organization  | <b>1b(2)</b> |            | X         |
| <b>(3)</b> Rental of facilities, equipment, or other assets  | <b>1b(3)</b> |            | X         |
| <b>(4)</b> Reimbursement arrangements  | <b>1b(4)</b> |            | X         |
| <b>(5)</b> Loans or loan guarantees  | <b>1b(5)</b> |            | X         |
| <b>(6)</b> Performance of services or membership or fundraising solicitations  | <b>1b(6)</b> |            | X         |
| <b>c</b> Sharing of facilities, equipment, mailing lists, other assets, or paid employees  | <b>1c</b>    |            | X         |
| <b>d</b> 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) is based on all information of which preparer has any knowledge.

**John A. Sulentis** SVP Wells Fargo Bank N.A.

**7/31/2013**  
Date

**SVP Wells Fargo Bank N A**  
Title

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

**Paid  
Preparer  
Use Only**

Print/Type preparer's name

**JOSEPH J CASTRIANO**

Preparer's signature

*Alfred*

Date \_\_\_\_\_

7/31/2013

Check ☒ if self-employed

PTIN	
------	--

P01251603

Firm's name ► PricewaterhouseCoopers, LLP

Firm's EIN ► 13-4008324

Firm's address ► 600 GRANT STREET, PITTSBURGH, PA 15219-2777

Phone no	412-355-6000
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GREENWOOD H &amp; M

56-6220819 Page 1 of 1

**Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year****Recipient(s) paid during the year****Name**

MILLS RIVER UMC

**Street**

137 OLD TURNPIKE ROAD

**City**

MILLS RIVER

**State**

NC

**Zip Code**

28759

**Foreign Country****Relationship**

NONE

**Foundation Status**

501 (C)(3) PUBLIC CHARITY

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

12,511

**Name****Street****City****State****Zip Code****Foreign Country****Relationship****Foundation Status****Purpose of grant/contribution****Amount****Name****Street****City****State****Zip Code****Foreign Country****Relationship****Foundation Status****Purpose of grant/contribution****Amount****Name****Street****City****State****Zip Code****Foreign Country****Relationship****Foundation Status****Purpose of grant/contribution****Amount****Name****Street****City****State****Zip Code****Foreign Country****Relationship****Foundation Status****Purpose of grant/contribution****Amount****Name****Street****City****State****Zip Code****Foreign Country****Relationship****Foundation Status****Purpose of grant/contribution****Amount**

## Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Long Term CG Distributions															Amount		
Short Term CG Distributions															0		
Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals				Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
								Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss			
1	X	PIMCO FOREIGN BD FD USD	693390882		5/25/2011		8/8/2012	1,175	1,112				0	63			
2	X	PIMCO FOREIGN BD FD USD	693390882		9/9/2011		8/8/2012	617	600				0	17			
3	X	PIMCO FOREIGN BD FD USD	693390882		2/14/2012		8/8/2012	330	319				0	11			
4	X	PIMCO FOREIGN BD FD USD	693390882		8/26/2011		8/8/2012	574	553				0	21			
5	X	PIMCO FOREIGN BD FD USD	693390882		8/26/2011		2/7/2013	831	819				0	12			
6	X	RIDGEWORTH SEIX HY BD-1	766281645		9/9/2011		8/8/2012	374	360				0	14			
7	X	RIDGEWORTH SEIX HY BD-1	766281645		9/9/2011		11/19/2012	42	40				0	2			
8	X	RIDGEWORTH SEIX HY BD-1	766281645		10/24/2011		11/19/2012	1,208	1,148				0	60			
9	X	RIDGEWORTH SEIX HY BD-1	766281645		10/24/2011		2/7/2013	0	0				0	0			
10	X	RIDGEWORTH SEIX HY BD-1	766281645		8/26/2011		2/7/2013	1,967	1,808				0	159			
11	X	T ROWE PRICE SHORT TERM	77957P105		5/25/2011		5/8/2012	3,476	3,483				0	-7			
12	X	T ROWE PRICE SHORT TERM	77957P105		2/14/2012		5/8/2012	2,829	2,823				0	6			
13	X	T ROWE PRICE SHORT TERM	77957P105		2/14/2012		8/8/2012	9,346	9,327				0	19			
14	X	T ROWE PRICE SHORT TERM	77957P105		2/14/2012		11/19/2012	3,657	3,649				0	8			
15	X	SPDR DJ WILSHIRE INTERNA	78463X863		5/23/2011		8/8/2012	620	634				0	-14			
16	X	SPDR DJ WILSHIRE INTERNA	78463X863		5/23/2011		11/19/2012	282	278				0	4			
17	X	TCW SMALL CAP GROWTH FL	87234N849		5/10/2012		11/19/2012	503	537				0	-34			
18	X	TCW SMALL CAP GROWTH FL	87234N849		12/17/2010		11/19/2012	2,488	2,832				0	-344			
19	X	TCW SMALL CAP GROWTH FL	87234N849		12/17/2010		12/19/2012	3,264	3,541				0	-277			
20	X	TCW SMALL CAP GROWTH FL	87234N849		8/10/2012		12/19/2012	183	185				0	-2			
21	X	VANGUARD FTSE EMERGING	92204Z858		12/17/2010		1/18/2013	721	754				33	0			
22	X	VANGUARD REIT VIPER	922908553		12/17/2010		8/8/2012	527	419				0	108			
23	X	VANGUARD REIT VIPER	922908553		11/19/2012		1/18/2013	474	442				0	32			
24	X	ARTISAN INTERNATIONAL FU	04314H204		8/26/2011		8/8/2012	1,924	1,719				0	205			
25	X	ARTISAN INTERNATIONAL FU	04314H204		8/26/2011		1/18/2013	1,242	1,003				0	239			
26	X	CREDIT SUISSE COMM RT ST	22544R305		8/26/2011		8/8/2012	448	507				0	-59			
27	X	DIAMOND HILL LONG-SHORT	25264S833		8/10/2012		2/7/2013	630	572				0	58			
28	X	DODGE & COX INTL STOCK F	256206103		6/18/2007		8/8/2012	1,825	2,866				0	-1,041			
29	X	DODGE & COX INTL STOCK F	256206103		6/18/2007		11/19/2012	393	593				0	-200			
30	X	DODGE & COX INTL STOCK F	256206103		6/18/2007		1/18/2013	1,223	1,680				216	-241			
31	X	DODGE & COX INCOME FD C	256210105		5/10/2012		11/19/2012	3,013	2,961				0	52			
32	X	DODGE & COX INCOME FD C	256210105		8/10/2012		11/19/2012	5,134	5,082				0	52			
33	X	DODGE & COX INCOME FD C	256210105		6/18/2007		11/19/2012	3,875	3,488				0	387			
34	X	DREYFUS EMG MKT DEBT LO	261980494		8/26/2011		2/7/2013	1,993	1,956				0	37			
35	X	DREYFUS EMG MKT DEBT LO	261980494		9/9/2011		2/7/2013	160	152				0	8			
36	X	JP MORGAN MID CAP VALUE	339128100		12/17/2010		5/8/2012	1,023	917				0	106			
37	X	JP MORGAN MID CAP VALUE	339128100		12/17/2010		8/8/2012	378	329				0	49			
38	X	HARBOR CAPITAL APRCION	411511504		5/25/2011		1/18/2013	926	818				0	108			
39	X	HUSSMAN STRATEGIC GROW	448108100		9/9/2011		8/8/2012	4,552	5,276				0	-724			
40	X	HUSSMAN STRATEGIC GROW	448108100		9/9/2011		2/7/2013	3,739	4,624				0	-885			
41	X	HUSSMAN STRATEGIC GROW	448108100		2/14/2012		2/7/2013	1,126	1,293				0	-157			
42	X	ISHARES S & P 500 INDEX FU	464287200		9/7/2011		5/8/2012	3,673	3,244				0	429			
43	X	ISHARES CORE S & P 500 ETR	464287200		8/8/2012		2/7/2013	608	562				0	46			
44	X	ISHARES RUSSELL 2000 GRO	464287648		11/19/2012		2/7/2013	3,778	3,324				0	454			
45	X	ISHARES RUSSELL 2000 GRO	464287648		12/19/2012		2/7/2013	3,369	3,147				0	222			
46	X	KEELEY SMALL CAP VAL FD C	487300808		5/10/2012		8/13/2012	105	102				0	3			
47	X	KEELEY SMALL CAP VAL FD C	487300808		5/10/2012		1/18/2013	180	176				0	4			
48	X	KEELEY SMALL CAP VAL FD C	487300808		12/17/2010		2/7/2013	2,178	1,744				0	223			
49	X	KEELEY SMALL CAP VAL FD C	487300808		12/17/2010		2/7/2013	2,178	1,744				0	434			
50	X	LAUDUS MONDRIAN INTL FII	51855Q655		9/9/2011		8/8/2012	2,493	2,619				0	-126			
51	X	LAUDUS MONDRIAN INTL FII	51855Q655		9/9/2011		2/7/2013	587	661				0	-74			
52	X	MFS VALUE FUND-CLASS I	552983694		5/25/2011		8/8/2012	475	460				0	15			
53	X	MFS VALUE FUND-CLASS I	552983694		5/25/2011		1/18/2013	859	774				0	85			
54	X	MAINSTAY EP US EQUITY-INS	56063J302		9/9/2011		5/8/2012	314	282				0	32			
55	X	MAINSTAY EP US EQUITY-INS	56063J302		9/9/2011		8/8/2012	3,602	3,169				0	433			
56	X	MERGER FD SH BEN INT 260	589509108		5/25/2011		8/8/2012	1,160	1,143				0	17			
57	X	OPPENHEIMER DEVELOPING	683974505		9/9/2011		1/18/2013	824	803				0	21			
58	X	PIMCO TOTAL RET FD-INST #	693390700		11/21/2012		2/7/2013	15,034	15,544				0	-510			
59	X	PIMCO TOTAL RET FD-INST #	693390700		8/10/2012		2/7/2013	3,341	3,415				0	-74			



Part I, Line 16a (990-PF) - Legal Fees

		94	0	0	94
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	COURT FEES	94			94

**Part I, Line 16b (990-PF) - Accounting Fees**

		678	0	0	678
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	678			678

Part I, Line 18 (990-PF) - Taxes

		308	69	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAXES PAID	69	69		
2	PY EXCISE TAXES PAID	9			
3	ESTIMATED EXCISE TAXES PAID	230			

1

514	63	17	11	21	12	14	2	60	0	59	-7	6	19	8	-14	4	34	34	34	277	-2	0	108	32	205	39	59	58	41	200	241	52	52	87	37	8	106	49	108	224	85	57	28	46	54	222	3	4	223	34	26	74	15	85	32	33	17	21	10	74
-----	----	----	----	----	----	----	---	----	---	----	----	---	----	---	-----	---	----	----	----	-----	----	---	-----	----	-----	----	----	----	----	-----	-----	----	----	----	----	---	-----	----	-----	-----	----	----	----	----	----	-----	---	---	-----	----	----	----	----	----	----	----	----	----	----	----

**Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers**

[illegible]

**Part VI, Line 6a (990-PF) - Estimated Tax Payments**

	Date	1	Amount
1 Credit from prior year return . . . . .		1	
2 First quarter estimated tax payment . . . . .	9/11/2012	2	230
3 Second quarter estimated tax payment . . . . .		3	
4 Third quarter estimated tax payment . . . . .		4	
5 Fourth quarter estimated tax payment . . . . .		5	
6 Other payments . . . . .		6	0
7 Total . . . . .		7	230

**Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income**

1	Distributable amounts for 2011 that remained undistributed at the beginning of the 2012 tax year	1	11,263
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	11,263

Security Type	Account #	FIN	CUSIP	Asset Name	FMV	Units	Fed Cost
Cash	1013852822	56-6220819			\$0.00	0.00	\$0.00
Invest - Other	1013852822	56-6220819	04314H204	ARTISAN INTERNATIONAL FUND #661	\$13,174.80	490.13	\$10,143.26
Invest - Other	1013852822	56-6220819	256210105	DODGE & COX INCOME FD COM #147	\$20,926.13	1,501.16	\$19,535.14
Invest - Other	1013852822	56-6220819	411511504	HARBOR CAPITAL APRCTION-INST #2012	\$22,241.06	477.99	\$18,801.22
Invest - Other	1013852822	56-6220819	589509108	MERGER FD SH BEN INT #260	\$5,315.80	334.12	\$5,241.06
Invest - Other	1013852822	56-6220819	693390700	PIMCO TOTAL RET FD-INST #35	\$21,072.11	1,858.21	\$19,436.36
Invest - Other	1013852822	56-6220819	693390882	PIMCO FOREIGN BD FD USD H-INST #103	\$4,947.45	451.41	\$4,583.48
Invest - Other	1013852822	56-6220819	77957P105	T ROWE PRICE SHORT TERM BD FD #55	\$7,636.01	1,577.69	\$7,636.01
Invest - Other	1013852822	56-6220819	04314H600	ARTISAN MID CAP FUND-INS #1333	\$9,395.25	215.83	\$8,625.54
Invest - Other	1013852822	56-6220819	464287200	ISHARES CORE S & P 500 ETF	\$9,787.45	61.00	\$7,556.04
Invest - Other	1013852822	56-6220819	51855Q655	LAUDUS MONDRIAN INTL FI-INST #2940	\$4,850.36	437.36	\$5,405.79
Invest - Other	1013852822	56-6220819	256206103	DODGE & COX INT'L STOCK FD #1048	\$12,875.65	344.45	\$10,295.98
Invest - Other	1013852822	56-6220819	552983694	MFS VALUE FUND-CLASS I #893	\$15,455.18	530.56	\$13,059.76
Invest - Other	1013852822	56-6220819	261980494	DREYFUS EMG MKT DEBT LOC C-I #6083	\$11,339.07	727.33	\$10,535.43
Invest - Other	1013852822	56-6220819	262028855	DRIEHAUS ACTIVE INCOME FUND	\$5,283.45	489.66	\$5,135.37
Invest - Other	1013852822	56-6220819	339128100	JP MORGAN MID CAP VALUE-I #758	\$6,925.86	218.00	\$5,125.18
Invest - Other	1013852822	56-6220819	922908553	VANGUARD REIT VIPER	\$10,313.36	137.00	\$7,224.42
Invest - Other	1013852822	56-6220819	483438206	KALMAR GR W/VAL SM CAP FD #2	\$4,601.82	261.17	\$4,505.19
Invest - Other	1013852822	56-6220819	922042858	VANGUARD FTSE EMERGING MARKETS ETF	\$10,414.88	238.00	\$10,740.52
Invest - Other	1013852822	56-6220819	683974505	OPPENHEIMER DEVELOPING MKT-Y #788	\$10,441.51	295.21	\$10,214.78
Invest - Other	1013852822	56-6220819	78463X863	SPDR DJ WILSHIRE INTERNATIONAL REAL	\$10,466.97	227.00	\$8,609.47
Invest - Other	1013852822	56-6220819	25264S833	DIAMOND HILL LONG-SHORT FD CL I #11	\$6,731.56	335.07	\$5,348.92
Invest - Other	1013852822	56-6220819	76628T645	RIDGEWORTH SEIX HY BD-I #5855	\$11,566.56	1,110.04	\$10,401.03
Invest - Other	1013852822	56-6220819	367829884	GATEWAY FUND - Y #1986	\$9,375.70	332.24	\$9,135.09
Invest - Other	1013852822	56-6220819	22544R305	CREDIT SUISSE COMM RET ST-I #2156	\$12,181.53	1,582.02	\$14,473.70
Invest - Other	1013852822	56-6220819	487300808	KEELEY SMALL CAP VAL FD CL I #2251	\$4,732.92	145.05	\$3,615.93
<b>TOTAL</b>					<b>\$262,052.44</b>		<b>\$235,384.67</b>
Savings & Temp Inv	1013852822	56-6220819	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	\$7,331.86	7,331.86	\$7,331.86
Savings & Temp Inv	1013852822	56-6220819	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	\$507.32	507.32	\$507.32
<b>TOTAL</b>					<b>\$7,839.18</b>		<b>\$7,839.18</b>