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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 11-01-2012 , and ending 10-31-2013

Name of foundation WILLIAM & JEMIMA BROSSMAN CHARITABLE FOUNDATION		A Employer identification number 23-6087844	
Number and street (or P O box number if mail is not delivered to street address) C/OEPHRATA NATIONAL BANK PO BOX 457		B Telephone number (see instructions) (717) 733-6576	
City or town, state, and ZIP code EPHRATA, PA 17522		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <div><input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change</div>		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) <input checked="" type="checkbox"/> \$ 7,688,685	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</small>		(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	170	170	170	
	4 Dividends and interest from securities.	303,322	303,322	303,322	
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	45,636			
	b Gross sales price for all assets on line 6a _____ 1,118,144				
	7 Capital gain net income (from Part IV , line 2)		45,636		
	8 Net short-term capital gain			45,636	
	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)	<input checked="" type="checkbox"/> 4,579	4,579	4,579	
	12 Total. Add lines 1 through 11	353,707	353,707	353,707	
	13 Compensation of officers, directors, trustees, etc	31,980	7,995		23,985
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	<input checked="" type="checkbox"/> 9,300			9,300
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	<input checked="" type="checkbox"/> 15			15
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	<input checked="" type="checkbox"/> 3,500			3,500
	24 Total operating and administrative expenses. Add lines 13 through 23	44,795	7,995		36,800
	25 Contributions, gifts, grants paid	957,175			957,175
	26 Total expenses and disbursements. Add lines 24 and 25	1,001,970	7,995		993,975
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-648,263			
	b Net investment income (if negative, enter -0-)		345,712		
	c Adjusted net income (if negative, enter -0-)			353,707	

Part II 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	827	12,204	12,204
	2	Savings and temporary cash investments	245,707	222,628	222,628
	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)	30,000	199,968	203,333
	b	Investments—corporate stock (attach schedule)	3,126,947 	3,302,641	5,034,803
	c	Investments—corporate bonds (attach schedule).	2,664,508 	1,771,865	1,853,754
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	217,790 	278,712	361,963
	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)	6,285,779	5,788,018	7,688,685	
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 ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	6,285,779	5,788,018	
	30	Total net assets or fund balances (see page 17 of the instructions)	6,285,779	5,788,018	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	6,285,779	5,788,018	

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	6,285,779
2	Enter amount from Part I, line 27a	2	-648,263
3	Other increases not included in line 2 (itemize) ▶ _____ 	3	153,303
4	Add lines 1, 2, and 3	4	5,790,819
5	Decreases not included in line 2 (itemize) ▶ _____ 	5	2,801
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	5,788,018

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	U S GOV'T AGENCY OBLIGATIONS	P	2012-11-01	2013-10-31
b	CORPORATE BONDS AND NOTES	P	2012-11-01	2013-10-31
c	MUTUAL FUNDS - EQUITIES	P	2012-11-01	2013-10-31
d	COMMON STOCK	P	2012-11-01	2013-10-31
e	FOREIGN EQUITIES	P	2012-11-01	2013-10-31

(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 30,000		30,000	
b 1,043,680		976,685	66,995
c 7,374		7,982	-608
d 37,069		57,822	-20,753
e 21		19	2

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			
b			66,995
c			-608
d			-20,753
e			2

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	45,636
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	45,636

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	747,355	7,590,119	0 098464
2010	688,685	8,023,075	0 085838
2009	522,880	7,659,170	0 068268
2008	407,186	5,991,010	0 067966
2007	563,527	6,683,422	0 084317

2 Total of line 1, column (d).	2	0 404853
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 080971
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	7,541,101
5 Multiply line 4 by line 3.	5	610,610
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	3,457
7 Add lines 5 and 6.	7	614,067
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	993,975

Part VI

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

1a		Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1			
		Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	3,457
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	3,457
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	3,457
6		Credits/Payments			
a		2012 estimated tax payments and 2011 overpayment credited to 2012	6a	28,302	
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	28,302
8		Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		8	
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	24,845
11		Enter the amount of line 10 to be Credited to 2013 estimated tax <input checked="" type="checkbox"/> 24,845	Refunded <input 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
		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 <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?	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) <input checked="" type="checkbox"/> PA _____			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	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 ▶EPHRATA NATIONAL BANK Telephone no ▶(717) 733-6576 Located at ▶47 E MAIN ST EPHRATA PA ZIP +4 ▶17522			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ▶	15		
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country ▶				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
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. ▶ <input type="checkbox"/>	1b		No
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?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.</i>).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

Yes

No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

Yes

No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

Yes

No

(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions).

Yes

No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

Yes

No

b

If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5b

No

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
EPHRATA NATIONAL BANK 	TRUSTEE	31,980	0	0
47 E MAIN ST EPHRATA, PA 17522	1 00			

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

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		

Part IX-A

Summary of Direct Charitable Activities

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

Part IX-B

Summary of Program-Related Investments (see instructions)

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

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	7,415,257
b	Average of monthly cash balances.	1b	240,683
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	7,655,940
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	7,655,940
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	114,839
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	7,541,101
6	Minimum investment return. Enter 5% of line 5.	6	377,055

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	377,055
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	3,457
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	3,457
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	373,598
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	373,598
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	373,598

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	993,975
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	993,975
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	3,457
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	990,518
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				373,598
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.				279,224
b From 2008.				116,186
c From 2009.				204,072
d From 2010.				310,437
e From 2011.				378,339
f Total of lines 3a through e.	1,288,258			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 993,975				
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.				373,598
e Remaining amount distributed out of corpus	620,377			
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	1,908,635			
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). . .	279,224			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a.	1,629,411			
10 Analysis of line 9				
a Excess from 2008. . . .				116,186
b Excess from 2009. . . .				204,072
c Excess from 2010. . . .				310,437
d Excess from 2011. . . .				378,339
e Excess from 2012. . . .				620,377

Part XIV

Private Operating Foundations (see instructions and Part VII-A, question 9)

1a

If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling.

b

Check box to indicate whether the organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

☐ 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

(a) 2012

Prior 3 years

(b) 2011

(c) 2010

(d) 2009

(e) Total

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

WILLIAM BARNETT

EPHRATA NATIONAL BANK

EPHRATA, PA 17522

(717) 733-6576

b

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

APPLICATION TO BE OBTAINED FROM THE SELECTION COMMITTEE

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

RECIPIENTS MUST BE 501(C)(3) ORGANIZATIONS

Form 990-PF (2012)

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 See Additional Data Table				
Total			3a	957,175
b Approved for future payment				
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	170	
4	Dividends and interest from securities. . . .			14	303,322	
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	45,636	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory. .					
11	Other revenue a <u>REDEMPTION / REBATE FEES</u>			14	183	
b	<u>PARTNERSHIP DIVIDENDS</u>			14	3,172	
c	<u>PARTNERSHIP RECEIPTS</u>			14	1,224	
d	_____					
e	_____					
12	Subtotal Add columns (b), (d), and (e). .				353,707	
13	Total. Add line 12, columns (b), (d), and (e).					353,707

[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.		
	*****	2014-03-12	*****
	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 <input checked="checked" type="checkbox"/>	PTIN
	LAWRENCE R REICH	LAWRENCE R REICH	2014-03-14		
	Firm's name <input type="checkbox"/>	ROSS BUEHLER FALK & COMPANY LLP		Firm's EIN <input type="checkbox"/>	
		1500 LITITZ PIKE			
	Firm's address <input type="checkbox"/>	LANCASTER, PA 176016506		Phone no (717) 393-2700	


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>				
BROSSMAN FAMILY 47 E MAIN ST PO BOX 457 EPHRATA,PA 17522	NONE	PRIVATE	SCHOLARSHIP	376,175
MILLERSVILLE UNIVERSITY PO BOX 1002 MILLERSVILLE,PA 175510302	NONE	PUBLIC	GENERAL FUND	9,500
MILLERSVILLE UNIVERSITY PO BOX 1002 MILLERSVILLE,PA 175510302	NONE	PUBLIC	VISUAL & PERFORMING ARTS CENTER	25,000
LUTHERAN THEOLOGICAL SEM 7301 GERMANTOWN AVE PHILADELPHIA,PA 191191794	NONE	PUBLIC	GENERAL FUND	5,500
HOSPICE OF LANCASTER 685 GOOD DR PO BOX 4125 LANCASTER,PA 176044125	NONE	PUBLIC	GENERAL FUND	5,000
UNITED WAY OF LANCASTER 630 JANET AVENUE LANCASTER,PA 17601	NONE	PUBLIC	GENERAL FUND	12,000
JUNIOR ACHIEVEMENT OF CENTRAL PA 2420 GEHMAN LANE STE 100 LANCASTER,PA 17602	NONE	PUBLIC	GENERAL FUND	14,500
DOWNTOWN EPHRATA INC PO BOX 124 EPHRATA,PA 17522	NONE	PUBLIC	GENERAL FUND	2,500
LANCASTER COUNTY CAREER AND TECHNOLOGY FOUNDATION 1730 HANS HERR DRIVE PO BOX 527 WILLOW STREET,PA 17584	NONE	PUBLIC	GENERAL FUND	20,000
BOY SCOUTS OF AMERICA PA DUTCH COUNCIL 630 JANET AVE LANCASTER,PA 17601	NONE	PUBLIC	GENERAL FUND	5,000
COCALICO SCHOOL DISTRICT ATT SHERRI STULL PO BOX 800 DENVER,PA 17517	NONE	GOVERNMENTAL	SCHOLARSHIPS	1,000
EPHRATA COMMUN HOSPITAL 169 MARTIN AVE PO BOX 1002 EPHRATA,PA 17522	NONE	PUBLIC	GENERAL FUND	51,400
HACC FOUNDATION 1 HACC DRIVE HARRISBURG,PA 171102903	NONE	PUBLIC	SCHOLARSHIP	27,000
LEBANON VALLEY COLLEGE 101 NORTH COLLEGE AVE ANNVILLE,PA 170030501	NONE	PUBLIC	SCHOLARSHIP	1,000
FRIENDS OF THE ADAMSTOWN AREA LIBRARY 3000 N READING RD PO BOX 356 ADAMSTOWN,PA 19501	NONE	PUBLIC	GENERAL FUND	3,000

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>				
ELIZABETHTOWN COLLEGE 1 ALPHA DRIVE ELIZABETHTOWN,PA 17022	NONE	PUBLIC	GENERAL FUND	50,000
EPHRATA COMMUNITY HOSPITAL 169 MARTIN AVE BOX 1002 EPHRATA,PA 17522	NONE	PUBLIC	INDIGENT CARE	4,000
LANCASTERHISTORYORG 230 NORTH PRESIDENT AVE LANCASTER,PA 17603	NONE	PUBLIC	GENERAL FUND	13,100
LITITZ SPRINGS PARK INC PO BOX 110 LITITZ,PA 17543	NONE	PUBLIC	GENERAL FUND	5,000
HISTORICAL SOCIETY OF THE COCALICO VALLEY 249 WEST MAIN ST PO BOX 193 EPHRATA,PA 17522	NONE	PUBLIC	GENERAL FUND	25,000
LANCASTER GENERAL 609 N CHERRY STREET PO BOX 3555 LANCASTER,PA 17604	NONE	PUBLIC	CANCER CAMPAIGN	25,000
SUSQUEHANNA FOUNDATION FOR THE BLIND 244 NORTH QUEEN ST STE 301 LANCASTER,PA 17603	NONE	PUBLIC	GENERAL FUND	10,000
WITF 4801 LINDLE ROAD HARRISBURG,PA 17111	NONE	PUBLIC	WEGMANS MATCH FOR CENTRAL PA FOOD BK	26,000
LANCASTER CLEFT PALATE CLINIC 223 NORTH LIME STREET LANCASTER,PA 17602	NONE	PUBLIC	GENERAL FUND	2,000
LITITZ ROTARY CLUB ROTARY CLUB OF LITITZ PO BOX 28 EPHRATA,PA 17522	NONE	PUBLIC	GENERAL FUND	250
PA ACADEMY OF ART AND DESIGN 204 NORTH PRINCE STREET PO BOX 59 LANCASTER,PA 176080059	NONE	PUBLIC	GENERAL FUND	250
VENTURE LITITZ 7 SOUTH BROAD STREET LITITZ,PA 17543	NONE	PUBLIC	GENERAL FUND	4,000
SOUTHEAST LANCASTER HEALTH SERVICES AT ARCH STREET 333 NORTH ARCH STREET LANCASTER,PA 17603	NONE	PUBLIC	GENERAL FUND	5,000
CENTRAL PENNSYLVANIA FOOD BANK 3908 COREY ROAD HARRISBURG,PA 171095929	NONE	PUBLIC	GENERAL FUND	5,000
THADDEUS STEVENS FOUNDATION 740 E END AVENUE LANCASTER,PA 176023714	NONE	PUBLIC	GENERAL FUND	15,000

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>				
LUTHERAN THEOLOGICAL SEMINARY 7301 GERMANTOWN AVENUE PHILADELPHIA, PA 17119	NONE	PUBLIC	GENERAL FUND	209,000
Total  3a				957,175

TY 2012 Accounting Fees Schedule**Name:** WILLIAM & JEMIMA BROSSMAN

CHARITABLE FOUNDATION

EIN: 23-6087844

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PREP OF 990-PF	9,300			9,300

TY 2012 Compensation Explanation

Name: WILLIAM & JEMIMA BROSSMAN
CHARITABLE FOUNDATION

EIN: 23-6087844

Person Name	Explanation
EPHRATA NATIONAL BANK	

**TY 2012 Investments Corporate
Bonds Schedule**

Name: WILLIAM & JEMIMA BROSSMAN
CHARITABLE FOUNDATION

EIN: 23-6087844

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CORPORATE BONDS AND NOTES	1,771,865	1,853,754

TY 2012 Investments Corporate Stock Schedule

Name: WILLIAM & JEMIMA BROSSMAN
CHARITABLE FOUNDATION

EIN: 23-6087844

Name of Stock	End of Year Book Value	End of Year Fair Market Value
COMMON STOCK	3,238,781	4,970,889
PREFERRED STOCK	63,860	63,914

TY 2012 Investments - Other Schedule

Name: WILLIAM & JEMIMA BROSSMAN
CHARITABLE FOUNDATION

EIN: 23-6087844

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
MUTUAL FUNDS - EQUITIES	AT COST	198,928	266,096
MUNICIPAL BONDS	AT COST	14,850	14,999
PARTNERSHIPS	AT COST	64,934	80,868

TY 2012 Other Decreases Schedule

Name: WILLIAM & JEMIMA BROSSMAN
CHARITABLE FOUNDATION
EIN: 23-6087844

Description	Amount
COST BASIS EQUITY ADJUSTMENT	2,801

TY 2012 Other Expenses Schedule

Name: WILLIAM & JEMIMA BROSSMAN

CHARITABLE FOUNDATION

EIN: 23-6087844

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
CONSULTING FEES	3,500			3,500

TY 2012 Other Income Schedule

Name: WILLIAM & JEMIMA BROSSMAN
CHARITABLE FOUNDATION

EIN: 23-6087844

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
REDEMPTION / REBATE FEES	183	183	183
PARTNERSHIP DIVIDENDS	3,172	3,172	3,172
PARTNERSHIP RECEIPTS	1,224	1,224	1,224

TY 2012 Other Increases Schedule

Name: WILLIAM & JEMIMA BROSSMAN
CHARITABLE FOUNDATION

EIN: 23-6087844

Description	Amount
UNREALIZED GAIN ON WINDSTREAM HOLDINGS INC	153,303

TY 2012 Taxes Schedule

Name: WILLIAM & JEMIMA BROSSMAN
CHARITABLE FOUNDATION
EIN: 23-6087844

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PA REGISTRATION FEE	15			15

WILLIAM AND JEMIMA BROSSMAN CHARITABLE FOUNDATION – EIN 23-6087844
C/O EPHRATA NATIONAL BANK
P O BOX 457
EPHRATA, PA 17522

ATTACHMENT TO FORM 990-PF
FYE – 10/31/13

Statement required under Treas Reg §53 4945-5(d)(2) concerning expenditure responsibility exercised by the William and Jemima Brossman Charitable Foundation

1 Name and address of the grantee

Brossman Family Charitable Trust for Scholarships
c/o Ephrata National Bank
P O Box 457
Ephrata, PA 17522

2 The date and amount of the grants

November	2, 2012	\$ 20,438	August	7, 2013	\$ 6,238
July	22, 2013	\$ 36,752	August	14, 2013	\$ 1,813
July	22, 2013	\$ 270,970	August	14, 2013	\$ 1,187
July	23, 2013	\$ 9,000	August	21, 2013	\$ 3,619
July	24, 2013	\$ 9,000	August	21, 2013	\$ 5,381
July	31, 2013	\$ 613	August	28, 2013	\$ 1,015
July	31, 2013	\$ 2,387	August	28, 2013	\$ 1,985
August	6, 2013	\$ 15	September	18, 2013	\$ 3,000
August	7, 2013	\$ 2,762			

3 Purpose of the grant

To fund and maintain a scholarship program to benefit high school graduates (or persons holding equivalent certificates or diplomas)

- A From Ephrata Senior High School of Ephrata, PA, or a high school graduate or equivalent who is a resident in the service area of D & E Communications, Inc (now Windstream Communications)
- B Who will matriculate or currently is matriculated in the year the scholarship is granted at an educational institution meeting the requirements of §170(b)(1)(A)(ii) of the Internal Revenue Code of 1986, as amended
- C So long as that person complies with all eligibility requirements and is not a disqualified person within the meaning of §4946 of the Internal Revenue Code of 1986, as amended

The other purposes of the grant are to fund all expenses necessary to the proper operation and maintenance of this program

4 The amount expended by the grantee

Undistributed scholarships carried from previous year	\$	-0-
Scholarships granted	\$	354,500
Grant expenses incurred	\$	21,675
2012 Distributable amount	\$	<u>-0-</u>
 Total amount distributed from Corpus	 \$	 376,175
 Amount to be expended in succeeding year	 \$	 -0-

- 5 To the best knowledge and belief of the managers of the Foundation, and based on the report furnished by the grantee, the grantee has not diverted any portion of the funds from the purpose of the grants
- 6 The Foundation received these reports as of the close of the grantee organization's accounting period (October 31, 2013)
- 7 Pursuant of Treas Reg §53 4945-5(c)(1) and Treas Reg §53 4945-5(d)(2)(vii), the grantor organization has no reason to doubt the accuracy or reliability of the report it has received from the grantee, consequently, it has not conducted an independent verification of such reports