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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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Information about Form 990-PF and its instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013, or tax year beginning 01-01-2013 , and ending 12-31-2013

Name of foundation HARRY H GIBSON FAMILY FOUNDATION		A Employer identification number 20-5338528	
Number and street (or P O box number if mail is not delivered to street address) P O BOX 1724		B Telephone number (see instructions) (864) 582-1611	
City or town, state or province, country, and ZIP or foreign postal code SPARTANBURG, SC 293041724		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ☒ \$ 2,293,843		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	18,147	18,147		
	4 Dividends and interest from securities.	41,463	38,255		
	5a Gross rents	515	515		
	b Net rental income or (loss) _____ 515				
	6a Net gain or (loss) from sale of assets not on line 10	72,372			
	b Gross sales price for all assets on line 6a _____ 652,517				
	7 Capital gain net income (from Part IV , line 2)		72,372		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
Operating and Administrative Expenses	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	132,497	129,289	0	
	13 Compensation of officers, directors, trustees, etc	14,665	14,665	0	0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	3,833	3,833	0	0
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	2,968	80	0	0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	360	0	0	0
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	21,826	18,578	0	0
	25 Contributions, gifts, grants paid	232,200			232,200
	26 Total expenses and disbursements. Add lines 24 and 25	254,026	18,578	0	232,200
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-121,529			
	b Net investment income (if negative, enter -0-)		110,711		
	c Adjusted net income (if negative, enter -0-)			0	

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			
	2	Savings and temporary cash investments	20,597	65,660	65,660
	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			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	1,577,598	1,278,004	1,892,418
	c	Investments—corporate bonds (attach schedule).	48,718	79,491	79,368
	11	Investments—land, buildings, and equipment basis ▶ _____ 127,950 Less accumulated depreciation (attach schedule) ▶ _____	127,950	127,950	127,950
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	26,840	129,069	128,447
	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)	1,801,703	1,680,174	2,293,843	
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	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	1,801,703	1,680,174	
	30	Total net assets or fund balances (see page 17 of the instructions)	1,801,703	1,680,174	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	1,801,703	1,680,174		

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year’s return)	1	1,801,703
2	Enter amount from Part I, line 27a	2	-121,529
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	1,680,174
5	Decreases not included in line 2 (itemize) ▶ _____	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,680,174

Part IV

Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	See Additional Data Table			
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) 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	
a See Additional Data Table			
b			
c			
d			
e			

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	72,372
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	

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))
2012	225,250	2,329,128	0 096710
2011	150,300	2,376,235	0 063251
2010	195,300	2,281,384	0 085606
2009	116,000	2,027,930	0 057201
2008	120,000	1,628,450	0 073690

2	Total of line 1, column (d).	2	0 376458
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 075292
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	2,275,165
5	Multiply line 4 by line 3.	5	171,302
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	1,107
7	Add lines 5 and 6.	7	172,409
8	Enter qualifying distributions from Part XII, line 4.	8	232,200

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)			
1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1		1	1,107
Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b			
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	1,107
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	1,107
6 Credits/Payments			
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	2,440
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	650
d	Backup withholding erroneously withheld	6d	
7 Total credits and payments Add lines 6a through 6d.		7	3,090
8 Enter any penalty for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	1,983
11 Enter the amount of line 10 to be Credited to 2014 estimated tax 1,120 Refunded		11	863

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?		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)?		1b	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 \$ 0 (2) On foundation managers \$ 0			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0			
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)			
SC			
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 2013 or the taxable year beginning in 2013 (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 COLONIAL TRUST Telephone no (864) 582-3356 Located at P O BOX 1724 SPARTANBURG SC ZIP +4 293041724			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here and enter the amount of tax-exempt interest received or accrued during the year.			
		15		
16	At any time during calendar year 2013, 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	Yes	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?			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?			
	(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)?			
	(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).			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	1b		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? 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?			
b	If "Yes," did it have excess business holdings in 2013 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 2013.).	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 2013?	4b		No

Part VII-B

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions).	☐ Yes ☒ No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?		5b	
	Organizations relying on a current notice regarding disaster assistance check here.	☒		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	☐ Yes ☐ No		
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		7b	

Part VIII

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JOAN B GIBSON	TRUSTEE	0	0	0
305 ESSEX RIDGE COURT	0 00			
SPARTANBURG, SC 29307				
HARRY H GIBSON JR	TRUSTEE	0	0	0
1217 PRESTON DRIVE	0 00			
SHERMAN, TX 75092				
COLONIAL TRUST COMPANY	TRUSTEE	14,665	0	0
P O BOX 1724	3 00			
SPARTANBURG, SC 29304				
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.		0

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	
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3.	0

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	2,086,193
b	Average of monthly cash balances.	1b	95,669
c	Fair market value of all other assets (see instructions).	1c	127,950
d	Total (add lines 1a, b, and c).	1d	2,309,812
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	2,309,812
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	34,647
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,275,165
6	Minimum investment return. Enter 5% of line 5.	6	113,758

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	113,758
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	1,107
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	1,107
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	112,651
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	112,651
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	112,651

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	232,200
b	Program-related investments—total from Part IX-B.	1b	0
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	232,200
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	1,107
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	231,093
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 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				112,651
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			0	
b Total for prior years 20__, 20__, 20__		0		
3 Excess distributions carryover, if any, to 2013				
a From 2008.	39,455			
b From 2009.	15,505			
c From 2010.	82,540			
d From 2011.	33,435			
e From 2012.	111,202			
f Total of lines 3a through e.	282,137			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 232,200				
a Applied to 2012, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2013 distributable amount.				112,651
e Remaining amount distributed out of corpus	119,549			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	401,686			
b Prior years' undistributed income Subtract line 4b from line 2b.		0		
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.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				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).	0			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions). . .	39,455			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	362,231			
10 Analysis of line 9				
a Excess from 2009. . . .	15,505			
b Excess from 2010. . . .	82,540			
c Excess from 2011. . . .	33,435			
d Excess from 2012. . . .	111,202			
e Excess from 2013. . . .	119,549			

Part XIV

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling. . . .

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

	Tax year	Prior 3 years			(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV **Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)**

1 Information Regarding Foundation Managers:

■ 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))

• 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 of the person to whom applications should be addressed

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

c Any submission deadlines

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

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	232,200
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2013)

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
150 SHS ABBVIE INC	P	2012-05-17	2013-01-03
175 SHS ENTERGY CORP	P	2013-02-05	2013-03-26
175 SHS HEALTH CARE REIT	P	2012-11-16	2013-09-26
150 SHS ABBVIE INC	P	2011-12-28	2013-01-03
500 SHS CPFL	P	2011-08-03	2013-02-05
450 SHS REALTY INCOME CORP	P	2011-08-03	2013-09-26
300 SHS ABBVIE INC	P	2010-06-30	2013-01-03
35 SHS APPLE INC	P	2008-05-01	2013-09-26
350 SHS CATERPILLAR INC	P	2008-08-06	2013-10-24
4,000 CITIGROUP CAP	P	2007-12-20	2013-04-16
4,000 CORPORATE BACKED	P	2007-12-20	2013-12-24
4,000 GENERAL ELEC CAP	P	2007-12-20	2013-01-02
10,000 GENERAL ELEC CO	P	2008-10-28	2013-02-01
200 NEXTRA ENERGY	P	2008-10-30	2013-09-26
10,000 NUCOR CORP	P	2008-10-28	2013-06-03
4,000 SELECTIVE INS	P	2007-12-20	2013-03-08
100 SPDR GOLD TR	P	2011-12-27	2013-05-10
975 SHS TEVA PHARMACEUTICAL	P	2010-12-07	2013-01-03
100 SHS UNITED TECH	P	2008-10-30	2013-09-26
500 SHS WALMART	P	2008-10-30	2013-04-29
CAPITAL GAINS DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
5,145		4,880	265
10,958		11,385	-427
11,063		10,388	675
5,145		4,378	767
10,284		14,299	-4,015
18,437		14,703	3,734
10,290		7,417	2,873
14,809		6,224	8,585
29,621		17,220	12,401
100,000		84,840	15,160
100,469		100,200	269
100,000		102,680	-2,680
10,000		9,478	522
16,028		9,359	6,669
10,000		9,499	501
100,000		84,000	16,000
13,099		12,311	788
36,500		44,632	-8,132
10,932		5,269	5,663
39,206		26,983	12,223
531			531

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			265
			-427
			675
			767
			-4,015
			3,734
			2,873
			8,585
			12,401
			15,160
			269
			-2,680
			522
			6,669
			501
			16,000
			788
			-8,132
			5,663
			12,223
			531

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 Paid during the year				
ARCH MINISTRIES 6883 REYNOLDS RD MENTOR,OH 44060	NONE		CHARITABLE	500
BOY SCOUTS OF AMERICA 420 S CHURCH ST SPARTANBURG,SC 29306	NONE		CHARITABLE	1,000
BOYS & GIRLS CLUBS OF THE UPSTATE 901 SOUTH PINE STREET SPARTANBURG,SC 29302	NONE		CHARITABLE	12,000
CAROLINA PREGNANCY CENTER PO BOX 5364 SPARTANBURG,SC 29304	NONE		CHARITABLE	1,000
CHAPMAN CULTURAL CENTER 200 E ST JOHN ST SPARTANBURG,SC 29306	NONE		CHARITABLE	2,000
CHARLES LEA CENTER FOUNDATION 195 BURDETTE STREET SPARTANBURG,SC 29307	NONE		CHARITABLE	1,000
CHARLES LEA CENTER 195 BURDETTE STREET SPARTANBURG,SC 29307	NONE		CHARITABLE	2,000
CHILD EVANGELISM FELLOWSHIP OF SC PO BOX 1705238 SPARTANBURG,SC 29301	NONE		CHARITABLE	2,000
CHILDREN SHELTER OF THE UPSTATE INC P O BOX 2663 SPARTANBURG,SC 29304	NONE		CHARITABLE	1,500
CHILDREN'S ADVOCACY CENTER OF SPARTANBURG 100 WASHINGTON PLACE SPARTANBURG,SC 29302	NONE		CHARITABLE	1,000
CLEMSON FUND PO BOX 1889 CLEMSON,SC 29633	NONE		CHARITABLE	15,000
CROSS KEYS MINISTRIES 1035 MAIN ST FOREST PARK,GA 30297	NONE		CHARITABLE	3,500
EAST-WEST MINISTRIES INTERNATIONAL 2001 W PLANO PARKWAY PLANO,TX 75075	NONE		CHARITABLE	4,000
ETV ENDOWMENT OF SC 401 E KENNEDY ST SPARTANBURG,SC 29302	NONE		CHARITABLE	1,500
FAMILY CONNECTION OF SOUTH CAROLINA 2712 MIDDLEBURG DR SUITE 103 COLUMBIA,SC 29204	NONE		CHARITABLE	1,000
Total  3a				232,200

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 Paid during the year				
FIRST PRESBYTERIAN CHURCH 393 EAST MAIN STREET SPARTANBURG, SC 29302	NONE		CHARITABLE	2,000
FIRST TEE 25 OWENS ST GREENVILLE, SC 29611	NONE		CHARITABLE	500
FOUR RIVERS OUTREACH 210 S RUSK STREET SHERMAN, TX 75090	NONE		CHARITABLE	2,000
GIRL SCOUTS OF SC 349-A EAST BLACKSTOCK ROAD SPARTANBURG, SC 29301	NONE		CHARITABLE	1,000
GRAFFITI COMMUNITY MINISTRIES 205 E 7TH ST NEW YORK, NY 10009	NONE		CHARITABLE	1,200
GRAYSON GRAND CENTRAL STATION 2610 SHENANDOAH CIRCLE SHERMAN, TX 75092	NONE		CHARITABLE	1,000
HALTER P O BOX 1403 SPARTANBURG, SC 29304	NONE		CHARITABLE	750
HABITAT FOR HUMANITY 2270 SOUTH PINE STREET SPARTANBURG, SC 29302	NONE		CHARITABLE	2,000
HATCHER GARDEN & WOODLAND PRESERVE 832 JOHN B WHITE SR BLVD SPARTANBURG, SC 29306	NONE		CHARITABLE	1,500
HOPE FOR HURTING HEARTS MINISTRY INC P O BOX 1245 PITTSBURG, TX 75686	NONE		CHARITABLE	2,000
IPTAY PO BOX 1529 CLEMSON, SC 29633	NONE		CHARITABLE	4,300
KIDS ACROSS AMERICA PO BOX 930 BRANSON, MO 65615	NONE		CHARITABLE	3,500
KNIGHTS' QUEST MINISTRIES 7500 POINT REYES DRIVE FORT WORTH, TX 76137	NONE		CHARITABLE	2,150
MIRACLE HILL MINISTRIES PO BOX 2546 GREENVILLE, SC 29602	NONE		CHARITABLE	4,000
MOBILE MEALS 419 EAST MAIN STREET SPARTANBURG, SC 29302	NONE		CHARITABLE	17,000
Total  3a				232,200

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>				
MORNINGSIDE BAPTIST CHURCH 897 S PINE ST SPARTANBURG, SC 29302	NONE		CHARITABLE	23,000
MUSIC FOUNDATION OF SPARTANBURG P O BOX 1274 SPARTANBURG, SC 29304	NONE		CHARITABLE	2,000
OWNERS MANUAL FOR LIFE P O BOX 96 SHERMAN, TX 75091	NONE		CHARITABLE	6,000
PARACLETE MISSION GROUP PO BOX 912576 DENVER, CO 80291	NONE		CHARITABLE	1,500
SALVATION ARMY 40 FOSTER STREET SPARTANBURG, SC 29301	NONE		CHARITABLE	4,500
SC CHRISTIAN FOUNDATION 198 WHITE STAR PT SPARTANBURG, SC 29301	NONE		CHARITABLE	7,500
SCBEST PO BOX 3351 SPARTANBURG, SC 29304	NONE		CHARITABLE	2,500
SMILE TRAIN PO BOX 96231 WASHINGTON, DC 20090	NONE		CHARITABLE	1,000
SPARTANBURG AREA CONSERVANCY 100 EAST MAIN STREET SPARTANBURG, SC 29306	NONE		CHARITABLE	2,000
SPARTANBURG COUNTY FOUNDATION 424 EAST KENNEDY STREET SPARTANBURG, SC 29302	NONE		CHARITABLE	7,000
SPARTANBURG METHODIST COLLEGE 1000 POWELL MILL ROAD SPARTANBURG, SC 29301	NONE		CHARITABLE	1,500
SPIHN 233 NORTH CHURCH STREET SPARTANBURG, SC 29306	NONE		CHARITABLE	2,000
ST LUKE'S FREE MEDICAL CLINIC 162 SOUTH 39 SPARTANBURG, SC 29302	NONE		CHARITABLE	3,000
TEXOMA CHRISTIAN SCHOOL 3500 WEST HOUSTON STREET SHERMAN, TX 75092	NONE		CHARITABLE	4,000
THE JESUS FILM PROJECT PO BOX 628222 ORLANDO, FL 32862	NONE		CHARITABLE	2,200
Total  3a				232,200

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>				
THE SHEPHERD'S CENTER 393 EAST MAIN STREET SPARTANBURG, SC 29302	NONE		CHARITABLE	7,000
THE SOUP KITCHEN 438 N CHURCH STREET SPARTANBURG, SC 29303	NONE		CHARITABLE	6,000
THE WALKER FOUNDATION 355 CEDAR SPRINGS ROAD SPARTANBURG, SC 29302	NONE		CHARITABLE	1,500
TOTAL MINISTRIES 420 UNION STREET SPARTANBURG, SC 29306	NONE		CHARITABLE	9,500
UNITED WAY OF THE PIEDMONT 203 EAST MAIN STREET SPARTANBURG, SC 29319	NONE		CHARITABLE	5,000
WOFFORD COLLEGE 429 NORTH CHURCH STREET SPARTANBURG, SC 29303	NONE		CHARITABLE	7,500
WOMEN GIVING 424 EAST KENNEDY STREET SPARTANBURG, SC 29302	NONE		CHARITABLE	1,100
YOUNG LIFE SHERMANDENISON 1303 S HYDE PARK AVE DENISON, TX 75020	NONE		CHARITABLE	1,000
YOUNG LIFE 2320 E NORTH ST GREENVILLE, SC 29607	NONE		CHARITABLE	30,000
Total  3a				232,200

TY 2013 Accounting Fees Schedule

Name: HARRY H GIBSON FAMILY FOUNDATION

EIN: 20-5338528

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEE	3,833	3,833	0	0

**TY 2013 Investments Corporate
Bonds Schedule****Name:** HARRY H GIBSON FAMILY FOUNDATION**EIN:** 20-5338528

Name of Bond	End of Year Book Value	End of Year Fair Market Value
10,000 GENERAL ELECTRIC	0	0
10,000 NUCOR CORP	0	0
10,000 WALT DISNEY	10,155	10,279
50,000 MORGAN STANLEY	49,750	48,195
10,000 BELLSOUTH	9,061	10,326
10,000 UNITED TECHNOLOGIES	10,525	10,568

TY 2013 Investments Corporate
Stock Schedule

Name: HARRY H GIBSON FAMILY FOUNDATION
EIN: 20-5338528

Name of Stock	End of Year Book Value	End of Year Fair Market Value
450 ACCENTURE	22,348	36,999
1,975 ALPS	31,311	35,135
600 ABBOTT	15,218	22,998
350 AIR PRODUCTS	18,439	39,123
140 APPLE INC	15,047	78,543
600 BB & T	18,877	22,392
115 BOEING	14,892	15,696
500 CPFL ENERGIA	0	0
350 CATERPILLAR INC	0	0
1,100 COCA COLA	24,182	45,441
361 COSTCO WHOLESALE	39,219	42,966
350 DEERE & COMPANY	17,222	31,965
250 DIAGEO	15,462	33,105
600 WALT DISTNEY CO	24,006	45,840
648 DUKE ENERGY CORP	30,013	44,718
500 E M C CORP	11,875	12,575
500 ENERGY TRANSFER PARTNERS	13,097	28,625
575 EXPRESS SCRIPTS	32,380	40,388
325 EXXON MOBIL CORP	24,259	32,890
1,000 FREEPORT MCMORAN COPPER	14,131	37,740
1,000 GENERAL ELECTRIC	13,403	28,030
250 GENERAL MILLS	12,157	12,478
100 GOLDMAN SACHS	14,652	17,726
550 ISHARES EMERGING	22,499	22,987
325 ISHARES MIDCAP	17,730	43,488
325 ISHARES SMALLCAP	14,649	35,467
187 ISHARES BIOTECHNOLOGY	27,092	42,460
900 ISHARES BARCLAYS	94,296	94,914
750 JP MORGAN CHASE	28,043	43,860
600 JOHNSON & JOHNSON	37,130	54,954

Name of Stock	End of Year Book Value	End of Year Fair Market Value
1,000 MICROSOFT	22,625	37,410
350 NATIONAL OILWELL	23,633	27,836
200 NEXTRA ENERGY	9,948	17,124
700 NIKE	33,084	55,048
750 NORDSTROM	37,256	46,350
300 OCCIDENTAL PETROLEUM	25,351	28,530
1,250 ORACLE	32,307	47,825
500 PNC FINL	31,106	38,790
500 PEPSICO	30,008	41,470
640 PROCTER & GAMBLE	41,214	52,102
250 QUALCOMM	16,670	18,563
500 SPDR GOLD	73,260	58,060
400 SCHLUMBERGER LIMITED	19,333	36,044
450 SEMPRA ENERGY	22,291	40,392
500 STRYKER CORP	24,855	37,570
975 TEVA PHARMACEUTICAL	0	0
150 TORO COMPANY	6,850	9,540
50 UNION PACIFIC	7,767	8,400
400 UNITED TECHNOLOGIES	19,007	45,520
220 UNITEDHEALTH GROUP	14,967	16,566
75 VALMONT INDS	10,733	11,184
600 VERIZON COMMUNICATIONS	20,343	29,484
200 VISA INC	15,529	44,536
500 WALMART STORES	0	0
650 YUM BRANDS	21,244	49,147
1,000 PNC FINL SERVS GROUP	27,662	25,250
4,000 CITIGROUP CAP XIV 6.875%	0	0
4,000 CORPORATE BACKED DUKE CA	0	0
4,000 GENERAL ELEC CAP CORP	0	0
4,000 SELECTIVE INS GROUP INC	0	0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
175 HEALTH CARE REIT	10,388	9,375
450 REALTY INCOME CORP	16,944	16,799

TY 2013 Investments - Other Schedule

Name: HARRY H GIBSON FAMILY FOUNDATION

EIN: 20-5338528

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
1,803.048 FIDELITY NEW MARKETS INCOME	AT COST	28,732	28,110
9,993.752 FIDELITY CONSERVATIVE INCOME	AT COST	100,337	100,337

TY 2013 Other Expenses Schedule

Name: HARRY H GIBSON FAMILY FOUNDATION

EIN: 20-5338528

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ENERGY TRANSFER - ORDINARY LOSS	360	0	0	0

TY 2013 Taxes Schedule**Name:** HARRY H GIBSON FAMILY FOUNDATION**EIN:** 20-5338528

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX ON INVESTMENT INC	2,888	0	0	0
FOREIGN TAX	80	80	0	0