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Form **990-PF**

**Return of Private Foundation**

OMB No. 1545-0052

**2013**

Department of the Treasury  
Internal Revenue Service

or Section 4947(a)(1) Trust Treated as Private Foundation  
Do not enter Social Security numbers on this form as it may be made public.

Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf)

Open to Public Inspection

For calendar year 2013 or tax year beginning , 2013, and ending , 20

Name of foundation  
**EARL KOONS SCHOLARSHIP**

Number and street (or P.O. box number if mail is not delivered to street address) Room/suite  
**P O BOX 1802**

City or town, state or province, country, and ZIP or foreign postal code  
**PROVIDENCE, RI 02901-1802**

**A Employer identification number**  
23-6419827

**B Telephone number (see instructions)**  
888-866-3275

**C** If exemption application is pending, check here

**D** 1 Foreign organizations, check here   
2 Foreign organizations meeting the 85% test, check here and attach computation

**E** If private foundation status was terminated under section 507(b)(1)(A), check here

**F** If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

**G** Check all that apply:  
 Initial return  Initial return of a former public charity  
 Final return  Amended return  
 Address change  Name change

**H** Check type of organization:  Section 501(c)(3) exempt private foundation  
 Section 4947(a)(1) nonexempt charitable trust  Other taxable private foundation

**I** Fair market value of all assets at end of year (from Part II, col. (c), line 16) **\$ 101,264.**

**J** Accounting method:  Cash  Accrual  
 Other (specify) \_\_\_\_\_  
 (Part I, column (d) must be on cash basis.)

<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	2,529.	2,452.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,163.			
	b Gross sales price for all assets on line 6a	120,640.			
	7 Capital gain net income (from Part IV, line 2)		1,163.		
	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 (loss) (attach schedule)					
11 Other income (attach schedule)	-26.	1.		STMT 2	
12 <b>Total. Add lines 1 through 11.</b>	3,666.	3,616.			
<b>Operating and Administrative Expenses</b>	13 Compensation of officers, directors, trustees, etc.	88.	53.		35.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	292.	56.		STMT 3
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)		45.		STMT 4
	24 <b>Total operating and administrative expenses.</b> Add lines 13 through 23	380.	154.		35.
	25 Contributions, gifts, grants paid	9,600.			9,600.
26 <b>Total expenses and disbursements.</b> Add lines 24 and 25	9,980.	154.		9,635.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-6,314.				
b Net investment income (if negative, enter -0-)		3,462.			
c <b>Adjusted net income</b> (if negative, enter -0-)					

SCANNED MAY 27 2014



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 . . . . .		NONE	
	2	Savings and temporary cash investments . . . . .	7,270.	4,287.	4,287.
	3	Accounts receivable ▶ Less: allowance for doubtful accounts ▶		NONE	
	4	Pledges receivable ▶ Less: allowance for doubtful accounts ▶		NONE	
	5	Grants receivable . . . . .		NONE	
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .		NONE	
	7	Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use . . . . .		NONE	
	9	Prepaid expenses and deferred charges . . . . .		NONE	
	10 a	Investments - U S and state government obligations (attach schedule) . . . . .		NONE	
	b	Investments - corporate stock (attach schedule) . <b>STMT 5</b> . . . . .	89,689.	85,633.	92,974.
	c	Investments - corporate bonds (attach schedule) . . . . .		NONE	
	11	Investments - land, buildings, and equipment basis ▶ Less: accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans . . . . .		NONE	
	13	Investments - other (attach schedule) . . . . . <b>STMT 6</b> . . . . .	3,009.	4,026.	4,003.
	14	Land, buildings, and equipment basis ▶ Less: accumulated depreciation (attach schedule) ▶		NONE	
15	Other assets (describe ▶ ) . . . . .		NONE		
16	<b>Total assets</b> (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .	99,968.	93,946.	101,264.	
Liabilities	17	Accounts payable and accrued expenses . . . . .		NONE	
	18	Grants payable . . . . .		NONE	
	19	Deferred revenue . . . . .		NONE	
	20	Loans from officers, directors, trustees, and other disqualified persons . . . . .		NONE	
	21	Mortgages and other notes payable (attach schedule) . . . . .		NONE	
	22	Other liabilities (describe ▶ ) . . . . .		NONE	
23	<b>Total liabilities</b> (add lines 17 through 22) . . . . .		NONE		
Net Assets or Fund Balances	<b>Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/></b> <b>and complete lines 24 through 26 and lines 30 and 31.</b>				
	24	Unrestricted . . . . .			
	25	Temporarily restricted . . . . .			
	26	Permanently restricted . . . . .			
	<b>Foundations that do not follow SFAS 117, . . . ▶ <input checked="" type="checkbox"/></b> <b>check here and complete lines 27 through 31.</b>				
	27	Capital stock, trust principal, or current funds . . . . .	99,968.	93,946.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund . . . . .			
	29	Retained earnings, accumulated income, endowment, or other funds . . . . .			
30	<b>Total net assets or fund balances</b> (see instructions) . . . . .	99,968.	93,946.		
31	<b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .	99,968.	93,946.		

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 99,968.
2	Enter amount from Part I, line 27a . . . . .	2 -6,314.
3	Other increases not included in line 2 (itemize) ▶ <b>SEE STATEMENT 7</b> . . . . .	3 492.
4	Add lines 1, 2, and 3 . . . . .	4 94,146.
5	Decreases not included in line 2 (itemize) ▶ <b>SEE STATEMENT 8</b> . . . . .	5 200.
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6 93,946.



**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.)
<b>1a PUBLICLY TRADED SECURITIES</b>				
<b>b OTHER GAINS AND LOSSES</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
(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 21,669.		20,942.	727.	
b 98,971.		98,535.	436.	
c				
d				
e				
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) 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			727.	
b			436.	
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 1,163.
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		{ 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 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			
2011			
2010			
2009			
2008			

2 Total of line 1, column (d)	2	
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	
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	
5 Multiply line 4 by line 3	5	
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	
7 Add lines 5 and 6	7	
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	



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

Table with 11 rows for excise tax calculations. Includes sub-rows 6a-6d for credits and payments. Total tax due is 72, refunded 59.

Part VII-A Statements Regarding Activities

Table with 10 rows of activity statements. Includes questions about political campaigns, unrelated business income, and state reporting. Includes a sub-table for state reporting with columns Yes/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		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? . . . . .	13	X	
Website address ▶ <u>N/A</u>				
14	The books are in care of ▶ <u>US TRUST FIDUCIARY TAX SERVICES</u> Telephone no ▶ <u>(888) 866-3275</u> Located at ▶ <u>P.O. BOX 1802, PROVIDENCE, RI</u> ZIP+4 ▶ <u>02901</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here . . . . .			<input checked="" type="checkbox"/>
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 the 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 instructions)? . . . . .	1b	X
Organizations relying on a current notice regarding disaster assistance check here . . . . . ▶ <input type="checkbox"/>			
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	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 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? . . . . . <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No If "Yes," list the years ▶ <u>2010</u>		
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	X
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ _____		
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 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	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 2013?	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)?  Yes  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?  Yes  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?  Yes  No

**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
BANK OF AMERICA, NA PO BOX 1802, PROVIDENCE, RI 02901	TRUSTEE 1	88.	-0-	-0-
-----				
-----				
-----				

**2 Compensation of five highest-paid employees (other than those included on line 1 - see instructions). If none, enter "NONE."**

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE		NONE	NONE	NONE
-----				
-----				
-----				

Total number of other employees paid over \$50,000  **NONE**



**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		NONE
-----		
-----		
-----		
-----		
-----		
-----		
<b>Total number of others receiving over \$50,000 for professional services . . . . .</b>		<b>NONE</b>

**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	
-----	
-----	
<b>Total. Add lines 1 through 3 . . . . .</b>	



**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>	97,425.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	4,897.
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	NONE
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	102,322.
<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>	NONE
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	102,322.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	1,535.
<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>	100,787.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	5,039.

**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>	5,039.
<b>2a</b>	Tax on investment income for 2013 from Part VI, line 5	<b>2a</b>	69.
<b>b</b>	Income tax for 2013. (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	69.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	4,970.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	NONE
<b>5</b>	Add lines 3 and 4	<b>5</b>	4,970.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	NONE
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	<b>7</b>	4,970.

**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>	9,635.
<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>	NONE
<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>	NONE
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	NONE
<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>	9,635.
<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>	N/A
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	9,635.

**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
<b>1</b> Distributable amount for 2013 from Part XI, line 7 . . . . .				4,970.
<b>2</b> Undistributed income, if any, as of the end of 2013				
<b>a</b> Enter amount for 2012 only . . . . .			4,846.	
<b>b</b> Total for prior years 20 <u>11</u> , 20 <u>  </u> , 20 <u>  </u>		NONE		
<b>3</b> Excess distributions carryover, if any, to 2013.				
<b>a</b> From 2008 . . . . .	NONE			
<b>b</b> From 2009 . . . . .	NONE			
<b>c</b> From 2010 . . . . .	NONE			
<b>d</b> From 2011 . . . . .	NONE			
<b>e</b> From 2012 . . . . .	NONE			
<b>f</b> Total of lines 3a through e . . . . .	NONE			
<b>4</b> Qualifying distributions for 2013 from Part XII, line 4: ▶ \$ <u>9,635.</u>				
<b>a</b> Applied to 2012, but not more than line 2a . . . . .			4,846.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions) . . . . .		NONE		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions) . . . . .	NONE			
<b>d</b> Applied to 2013 distributable amount . . . . .				4,789.
<b>e</b> Remaining amount distributed out of corpus . . . . .	NONE			
<b>5</b> Excess distributions carryover applied to 2013 . . . . . (If an amount appears in column (d), the same amount must be shown in column (a) )	NONE			NONE
<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	NONE			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .		NONE		
<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 . . . . .		NONE		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions . . . . .		NONE		
<b>e</b> Undistributed income for 2012 Subtract line 4a from line 2a. Taxable amount - see instructions . . . . .				
<b>f</b> Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014 . . . . .				181.
<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) . . . . .	NONE			
<b>8</b> Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) . . . . .	NONE			
<b>9</b> Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a . . . . .	NONE			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2009 . . . . .	NONE			
<b>b</b> Excess from 2010 . . . . .	NONE			
<b>c</b> Excess from 2011 . . . . .	NONE			
<b>d</b> Excess from 2012 . . . . .	NONE			
<b>e</b> Excess from 2013 . . . . .	NONE			



Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

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

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

Table with 5 columns: (a) 2013, (b) 2012, (c) 2011, (d) 2010, (e) Total. Rows include 2a (Adjusted net income), 2b (85% of line 2a), 2c (Qualifying distributions), 2d (Amounts included in line 2c), 2e (Qualifying distributions made directly), 3 (Alternative tests: Assets, Endowment, Support, Gross investment income).

Part XV Supplementary Information (Complete this part only if the foundation 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).)

N/A

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.

N/A

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 address of the person to whom applications should be addressed:
SEE STATEMENT 13

b The form in which applications should be submitted and information and materials they should include:
N/A

c Any submission deadlines:
N/A

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



**Part XV Supplementary Information (continued)**

**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	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 Paid during the year</b>				
PENN STATE UNIVERSITY FBO KAITLYN BANDHOLZ STATE COLLEGE PA 16801	NONE	PC	SCHOLARSHIP	1,300.
LEHIGH CARBON COMMUNITY COLLEGE FBO AVERY FRO 4525 EDUCATION PARK DR SCHNECKSVILLE PA 1807	NONE	PC	SCHOLARSHIP	1,300.
BLOOMSBURG UNIVERSITY FBO JURNEE STRAWSER BLOOMSBURG PA 17815	NONE	PC	SCHOLARSHIP	1,300.
WILKES UNIVERSITY FBO KRISTA M. REHRIG WILKES-BARRE PA 18701	NONE	PC	SCHOLARSHIP	500.
CEDAR CREST COLLEGE FBO ELIZABETH REICHARD ALLENTOWN PA 18104	NONE	PC	SCHOLARSHIP	1,300.
KUTZTOWN UNIVERSITY FBO KAITLYN PIEKARSKI KUTZTOWN PA 19530	NONE	PC	SCHOLARSHIP	1,300.
ALBRIGHT COLLEGE FBO KRISTINA SCHNELL READING PA 19604	NONE	PC	SCHOLARSHIP	1,300.
LEHIGH CARBON COMMUNITY COLLEGE FBO ROWAN LAI SCHNECKSVILLE PA 18078	NONE	PC	SCHOLARSHIP	1,300.
<b>Total</b> . . . . . ▶ <b>3a</b>				<b>9,600.</b>
<b>b Approved for future payment</b>				
<b>Total</b> . . . . . ▶ <b>3b</b>				





FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
USGI REPORTED AS NONQUALIFIED DIVIDENDS	28.	28.
FOREIGN DIVIDENDS	314.	314.
NONDIVIDEND DISTRIBUTIONS	77.	
DOMESTIC DIVIDENDS	457.	457.
OTHER INTEREST	582.	582.
FOREIGN INTEREST	31.	31.
U.S. GOVERNMENT INTEREST (FEDERAL TAXABLE	61.	61.
US GOVERNMENT INTEREST REPORTED AS QUALI	13.	13.
NONQUALIFIED FOREIGN DIVIDENDS	135.	135.
NONQUALIFIED DOMESTIC DIVIDENDS	831.	831.
TOTAL	2,529.	2,452.

FORM 990PF, PART I - OTHER INCOME  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
NON-TAXABLE FOREIGN INCOME	-26.	
PARTNERSHIP INCOME		1.
TOTALS	-26.	1.
	=====	=====

FORM 990PF, PART I - TAXES  
=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	44.	44.
EXCISE TAX - PRIOR YEAR	36.	
EXCISE TAX ESTIMATES	200.	
FOREIGN TAXES ON QUALIFIED FOR	6.	6.
FOREIGN TAXES ON NONQUALIFIED	6.	6.
TOTALS	292.	56.

EARL KOONS SCHOLARSHIP

23-6419827

FORM 990PF, PART I - OTHER EXPENSES  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
PARTNERSHIP EXPENSES		45.
TOTALS	-----	-----
	=====	=====



EARL KOONS SCHOLARSHIP

23-6419827

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
922908553 VANGUARD REIT ETF	6,363.	6,133.
466001864 IVY ASSET STRATEGY F	3,300.	3,826.
693390841 PIMCO HIGH YIELD FD	957.	995.
714199106 PERMANENT PORTFOLIO	2,424.	2,187.
72200Q182 PIMCO ALL ASSET ALL	6,881.	6,564.
77956H104 ROWE T PRICE INTL FD		
1261291M7 INTERM GOVT/CREDIT B		
993361880 GOVERNMENT CREDIT CT		
1261292H7 INTERNATIONAL EQUITY		
202670915 LARGE CAP VALUE QUAN		
207543877 SMALL CAP GROWTH LEA	1,483.	2,018.
29099J109 EMERGING MARKETS STO	3,370.	3,523.
302993993 MID CAP VALUE CTF	2,970.	4,080.
303995997 SMALL CAP VALUE CTF	1,597.	2,238.
323991307 MID CAP GROWTH CTF	3,452.	4,046.
993360882 LARGE CAP GROWTH CTF		
464287507 ISHARES CORE S&P MID	2,729.	3,078.
464287655 ISHARES RUSSELL 2000	1,913.	2,192.
921943858 VANGUARD FTSE DEVELO	3,671.	4,043.
922042858 VANGUARD FTSE EMERGI	3,204.	3,497.
202671913 AGGREGATE BOND CTF	8,024.	7,967.
45399C107 DIVIDEND INCOME COMM	9,332.	10,222.
99Z466163 HIGH QUALITY CORE CO	4,904.	5,277.
99Z466197 INTERNATIONAL FOCUS	10,282.	11,032.
99Z501647 STRATEGIC GROWTH COM	8,777.	10,056.
TOTALS	85,633.	92,974.

EARL KOONS SCHOLARSHIP

23-6419827

FORM 990PF, PART II - OTHER INVESTMENTS  
=====

COST/  
FMV  
C OR F  
-----

ENDING  
BOOK VALUE  
-----  
ENDING  
FMV  
----

73935S105 POWERSHARES DB COMMO

4,026.

4,026.

C

TOTALS

4,026.

4,026.

C



EARL KOONS SCHOLARSHIP

23-6419827

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

=====

DESCRIPTION -----	AMOUNT -----
CTF ADJUSTMENT	86.
PARTNERSHIP ADJUSTMENT	406.
	-----
TOTAL	492.
	=====



EARL KOONS SCHOLARSHIP

23-6419827

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

=====

DESCRIPTION -----	AMOUNT -----
COST BASIS ADJUSTMENT	65.
INCOME ADJUSTMENT	132.
ROUNDING	3.
	-----
TOTAL	200.
	=====



EARL KOONS SCHOLARSHIP  
Schedule D Detail of Long-term Capital Gains and Losses

23 - 6419827

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
<b>OTHER GAINS AND LOSSES</b>					
670.716 INTERM GOVT/CREDIT BOND CTF	10/25/2002	02/28/2013	8,659.00	8,672.00	-13.00
20.407 INTERM GOVT/CREDIT BOND CTF	10/25/2002	05/31/2013	261.00	268.00	-7.00
23.219 INTERM GOVT/CREDIT BOND CTF	11/08/2002	05/31/2013	297.00	309.00	-12.00
239.198 INTERM GOVT/CREDIT BOND CTF	11/19/2004	05/31/2013	3,057.00	3,114.00	-57.00
203.396 INTERM GOVT/CREDIT BOND CTF	11/30/2005	05/31/2013	2,599.00	2,591.00	8.00
121.273 INTERM GOVT/CREDIT BOND CTF	12/31/2006	05/31/2013	1,550.00	1,553.00	-3.00
101.028 INTERM GOVT/CREDIT BOND CTF	09/30/2009	05/31/2013	1,291.00	1,339.00	-48.00
77.255 INTERNATIONAL EQUITY CTF	10/31/2008	02/28/2013	1,576.00	1,026.00	550.00
5.806 INTERNATIONAL EQUITY CTF	09/30/2011	02/28/2013	118.00	103.00	15.00
74.195 INTERNATIONAL EQUITY CTF	09/30/2011	05/31/2013	1,553.00	1,361.00	192.00
241.752 LARGE CAP VALUE QUANTITATIVE	11/19/2004	02/28/2013	3,484.00	3,813.00	-329.00
5.239 LARGE CAP VALUE QUANTITATIVE CTF	11/19/2004	05/31/2013	82.00	92.00	-10.00
97.373 LARGE CAP VALUE QUANTITATIVE	03/31/2008	05/31/2013	1,517.00	1,587.00	-70.00
15.926 LARGE CAP VALUE QUANTITATIVE	03/31/2011	05/31/2013	248.00	281.00	-33.00
94.641 LARGE CAP VALUE QUANTITATIVE	09/30/2011	05/31/2013	1,475.00	1,443.00	32.00
19.882 SMALL CAP GROWTH LEADERS CTF	02/28/2009	11/30/2013	416.00	264.00	152.00
44.572 EMERGING MARKETS STOCK COMMON	01/31/2011	11/30/2013	2,124.00	2,039.00	85.00
6.041 EMERGING MARKETS STOCK COMMON					
TRUST FUND					
34.46 LARGE CAP GROWTH CTF	09/30/2011	11/30/2013	288.00	205.00	83.00
1.589 LARGE CAP GROWTH CTF	11/19/2004	02/28/2013	3,409.00	3,620.00	-211.00
12.928 LARGE CAP GROWTH CTF	11/19/2004	05/31/2013	166.00	187.00	-21.00
6.647 LARGE CAP GROWTH CTF	04/22/2005	05/31/2013	1,352.00	1,500.00	-148.00
9.965 LARGE CAP GROWTH CTF	03/31/2008	05/31/2013	695.00	746.00	-51.00
1527.026 GOVERNMENT CREDIT CTF	09/30/2011	05/31/2013	1,042.00	1,059.00	-17.00
2.454 GOVERNMENT CREDIT CTF	10/25/2002	02/28/2013	12,619.00	13,128.00	-509.00
3.178 GOVERNMENT CREDIT CTF	04/11/2003	02/28/2013	20.00	21.00	-1.00
3.11 GOVERNMENT CREDIT CTF	11/21/2003	02/28/2013	26.00	27.00	-1.00
181.893 GOVERNMENT CREDIT CTF	06/11/2004	02/28/2013	26.00	25.00	1.00
294.065 GOVERNMENT CREDIT CTF	06/11/2004	05/31/2013	1,485.00	1,508.00	-23.00
282.551 GOVERNMENT CREDIT CTF	11/19/2004	05/31/2013	2,401.00	2,493.00	-92.00
387.445 GOVERNMENT CREDIT CTF	03/31/2006	05/31/2013	2,307.00	2,317.00	-10.00
Totals	06/30/2007	05/31/2013	3,163.00	3,164.00	-1.00





## GAINS AND LOSSES FROM PASS-THRU ENTITIES

=====

NET SHORT-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS  
AND OTHER FIDUCIARIES

COMMON TRUST FUNDS 101.00

-----

TOTAL NET SHORT-TERM GAIN OR LOSS (ROUNDED)

-----  
101.00

=====

NET LONG-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS  
AND OTHER FIDUCIARIES

COMMON TRUST FUNDS 2,316.00

PARTNERSHIPS, TRUSTS, S CORPORATIONS

-406.00

-----

TOTAL NET LONG-TERM GAIN OR LOSS (ROUNDED)

-----  
1,910.00

=====



• EARL KOONS SCHOLARSHIP  
FORM 990PF, PART XV - LINES 2a - 2d  
=====

23-6419827

RECIPIENT NAME:  
LEHIGHTON AREA HIGH SCHOOL, PRINCIPAL  
ADDRESS:  
1 INDIAN LANE  
LEHIGHTON, PA 18235

FEDERAL FOOTNOTES

=====

FORM 990-PF - PART VIII, LINE 1(B) - AVERAGE HOURS PER WEEK DEVOTED TO POSITION: THE COMPENSATION SHOWN ON THE RETURN THAT IS PAID TO BANK OF AMERICA, N.A. AS CORPORATE TRUSTEE IS NOT CALCULATED BASED UPON AN HOURLY RATE FOR TIME SPENT BY THE TRUSTEE; RATHER, BANK OF AMERICA'S COMPENSATION AS CORPORATE TRUSTEE IS CALCULATED USING A MARKET VALUE FEE SCHEDULE. THE TRUST OFFICER'S TIME SPENT PERFORMING ADMINISTRATIVE RESPONSIBILITIES FOR THIS FOUNDATION AVERAGES ONE HOUR PER WEEK. IN ADDITION, TIME IS SPENT BY OTHER STAFF MEMBERS FOR RECORDKEEPING, INVESTMENT MANAGEMENT, INCOME COLLECTION, RENDERING STATEMENTS AND ACCOUNTINGS, REGULATORY REPORTING, REGULATORY COMPLIANCE, AND TAX SERVICES.