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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 JANE L KELLER CHARITABLE TRUST		A Employer identification number 25-6719850
Number and street (or P O box number if mail is not delivered to street address) C/O SUSQ TR 1570 MANHEIM PIKE BX	Room/suite	B Telephone number (see instructions) (717) 735-8764
City or town, state or province, country, and ZIP or foreign postal code LANCASTER, PA 176043300		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <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		2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 815,951	J Accounting method: <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ <i>(Part I, column (d) must be on cash basis.)</i>	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
		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 <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</i>		(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	6	6		
	4 Dividends and interest from securities	19,247	16,957		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	23,659			
	b Gross sales price for all assets on line 6a 333,989				
	7 Capital gain net income (from Part IV, line 2)		23,659		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	42,912	40,622			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	9,492	9,492		
	14 Other employee salaries and wages		0	0	0
	15 Pension plans, employee benefits		0	0	
	16a Legal fees (attach schedule)				0
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				0
	17 Interest				0
	18 Taxes (attach schedule) (see instructions)	909	179		0
	19 Depreciation (attach schedule) and depletion	0	0		
	20 Occupancy				
	21 Travel, conferences, and meetings		0	0	
	22 Printing and publications		0	0	
	23 Other expenses (attach schedule)	11	11		
	24 Total operating and administrative expenses. Add lines 13 through 23	10,412	9,682	0	0
	25 Contributions, gifts, grants paid	30,000			30,000
26 Total expenses and disbursements. Add lines 24 and 25	40,412	9,682	0	30,000	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	2,500				
b Net investment income (if negative, enter -0-)		30,940			
c Adjusted net income (if negative, enter -0-)			0		

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

Part II Balance Sheets		Beginning of year			End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing						
	2 Savings and temporary cash investments	94,030			-178		-178
	3 Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____				0		0
	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 ▶ _____ 0						
	8 Inventories for sale or use						
	9 Prepaid expenses and deferred charges						
	10a Investments—U S and state government obligations (attach schedule)	236,842	<input checked="" type="checkbox"/>		185,581		186,264
	b Investments—corporate stock (attach schedule)	360,987	<input checked="" type="checkbox"/>		372,929		496,446
	c Investments—corporate bonds (attach schedule)		<input checked="" type="checkbox"/>		135,366		133,419
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____						
	12 Investments—mortgage loans						
	13 Investments—other (attach schedule)						0
	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)	691,859			693,698		815,951	
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	691,859			693,698		
	28 Paid-in or capital surplus, or land, bldg, and equipment fund						
	29 Retained earnings, accumulated income, endowment, or other funds						
30 Total net assets or fund balances (see page 17 of the instructions)	691,859			693,698			
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	691,859			693,698			

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	691,859
2	Enter amount from Part I, line 27a	2	2,500
3	Other increases not included in line 2 (itemize) ▶ _____ <input checked="" type="checkbox"/>	3	1
4	Add lines 1, 2, and 3	4	694,360
5	Decreases not included in line 2 (itemize) ▶ _____ <input checked="" type="checkbox"/>	5	662
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	693,698

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			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a	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	23,659
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	29,819	767,383	0.038858
2011	30,004	764,648	0.039239
2010	31,701	728,888	0.043492
2009			
2008			
2	Total of line 1, column (d).		2 0.121589
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 0.04053
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.		4 783,258
5	Multiply line 4 by line 3.		5 31,745
6	Enter 1% of net investment income (1% of Part I, line 27b).		6 309
7	Add lines 5 and 6.		7 32,054
8	Enter qualifying distributions from Part XII, line 4.		8 30,000

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)

Table with 11 main rows and sub-rows (a-e) for credits and payments. Includes columns for line numbers and amounts. Total tax due is 113, with 113 refunded.

Part VII-A Statements Regarding Activities

Table with 10 rows (1a-10) regarding foundation activities. Columns include question text, 'Yes', and 'No' response boxes. Includes questions about political activities, unrelated business income, and asset requirements.

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? Website address ▶ _____	13	Yes			
14	The books are in care of ▶ <u>SUSQUEHANNA TR & INV CO</u> Telephone no ▶ <u>(717) 735-8764</u> Located at ▶ <u>1570 MANHEIM PIKE PO BOX 3300 LANCASTER PA</u> ZIP +4 ▶ <u>176043300</u>					
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 ▶ <table border="1"><tr><td>15</td><td></td></tr></table>	15				
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? See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country ▶ _____	16	Yes	No		

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 type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <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)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here. ▶ <input type="checkbox"/>	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? <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		No
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 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)

<p>5a During the year did the foundation pay or incur any amount to</p> <p>(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/></p> <p>c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i></p> <p>6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><i>If "Yes" to 6b, file Form 8870.</i></p> <p>7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	5b		
	6b		No
	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
SUSQUEHANNA TRUST AND INVESTMENT CO 1570 MANHEIM PIKE PO BOX 3300 LANCASTER, PA 176043300	TRUSTEE / PART-TIME 1	9,492		

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	

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	795,201
b	Average of monthly cash balances.	1b	-15
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	795,186
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	795,186
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	11,928
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	783,258
6	Minimum investment return. Enter 5% of line 5.	6	39,163

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	39,163
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	619
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	619
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	38,544
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	38,544
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	38,544

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	30,000
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	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	30,000
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	30,000

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				38,544
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			19,714	
b Total for prior years 2011, 20__, 20__		0		
3 Excess distributions carryover, if any, to 2013				
a From 2008.	0			
b From 2009.	0			
c From 2010.	0			
d From 2011.	0			
e From 2012.	0			
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ <u>30,000</u>				
a Applied to 2012, but not more than line 2a			19,714	
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.				10,286
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2013 <i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
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				28,258
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).	0			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2009.	0			
b Excess from 2010.	0			
c Excess from 2011.	0			
d Excess from 2012.	0			
e Excess from 2013.	0			

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 2013, 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)

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	Prior 3 years			(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
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 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 <i>Paid during the year</i> See Additional Data Table				
Total				3a 30,000
b <i>Approved for future payment</i>				
Total				3b

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?
a Transfers from the reporting foundation to a noncharitable exempt organization of
(1) Cash.
(2) Other assets.
b Other transactions
(1) Sales of assets to a noncharitable exempt organization.
(2) Purchases of assets from a noncharitable exempt organization.
(3) Rental of facilities, equipment, or other assets.
(4) Reimbursement arrangements.
(5) Loans or loan guarantees.
(6) Performance of services or membership or fundraising solicitations.
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

Table with 4 columns: (a) Line No, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements.

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 [x] No

b If "Yes," complete the following schedule
Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship.

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.

Signature of officer or trustee: ***** Date: 2014-05-07 Title: *****

May the IRS discuss this return with the preparer shown below (see instr.)? [x] Yes [] No

Paid Preparer Use Only
Table with 5 columns: Print/Type preparer's name, Preparer's Signature, Date, Check if self-employed, PTIN.
Firm's name: ERNST & YOUNG US LLP
Firm's address: 99 WOOD AVE SOUTH Iselin, NJ 08830
Phone no: (732) 767-9100

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)
50 CLOROX COM		2011-12-14	2013-01-02
50 ABBVIE INC		2010-11-18	2013-01-08
75 ISHARES FTSE CHINA 25 INDEX FUND		2012-11-02	2013-01-09
275 EMC CORPORATION		2012-05-21	2013-01-10
100 DISNEY WALT COMPANY		2011-09-19	2013-01-18
25 DUPONT DE NEMOURS EI CO COM		2011-08-10	2013-02-01
125 ISHARES FTSE CHINA 25 INDEX FUND		2012-11-02	2013-02-08
125 DEVON ENERGY CORPORATION NEW		2013-01-11	2013-02-13
50 TRANSCANADA CORP COM		2010-12-21	2013-02-22
25 CHEVRONTEXACO CORP		2012-05-24	2013-03-01
25 KIMBERLY CLARK CORP		2010-03-16	2013-03-11
25 CLOROX COM		2011-12-14	2013-03-14
50 J P MORGAN CHASE & CO		2012-05-15	2013-03-18
50 EMERSON ELECTRIC COMPANY		2012-01-13	2013-03-26
25 COLGATE-PALMOLIVE COMPANY COM		2010-05-26	2013-04-03
125 ISHARES MSCI BRAZIL CAPP INDEX ETF		2013-01-30	2013-04-03
125 PFIZER INC COM		2007-12-04	2013-04-09
50 CHEVRONTEXACO CORP		2012-05-24	2013-04-15
100 APACHE CORP		2013-03-11	2013-04-16
75 DEERE & CO		2012-12-26	2013-04-17
275 BARRICK GOLD CORP		2010-11-04	2013-04-18
225 BRISTOL-MYERS SQUIBB CO COM		2011-04-18	2013-04-18
25 PEPSICO INC		2011-11-03	2013-04-18
25 PFIZER INC COM		2005-11-14	2013-04-24
50 MERCK & CO INC		2011-10-28	2013-04-25
50 VERIZON COMMUNICATIONS		2011-12-01	2013-05-01
50 J P MORGAN CHASE & CO		2012-05-15	2013-05-02
50 BRISTOL-MYERS SQUIBB CO COM		2011-04-18	2013-05-03
25 J P MORGAN CHASE & CO		2012-05-15	2013-05-03
10 APPLE COMPUTER		2013-01-16	2013-05-07

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)
50 WALGREEN CO COM		2012-03-12	2013-05-07
100 BP PLC ADR SPON		2013-02-12	2013-05-14
50 EMERSON ELECTRIC COMPANY		2012-01-13	2013-05-21
50 AUTOMATIC DATA PROCESSING		2011-02-07	2013-05-22
25 DUPONT DE NEMOURS EI CO COM		2012-08-10	2013-05-23
75 SCHLUMBERGER LTD COM		2013-05-06	2013-05-23
50 PROCTER & GAMBLE COM		2012-02-13	2013-05-24
500 BANK AMER CORP		2013-05-07	2013-05-29
100 AT & T INC		2009-01-28	2013-06-03
25 EXXON MOBIL CORPORATION		2011-07-11	2013-06-03
75 WASTE MANAGEMENT INC NEW		2011-06-29	2013-06-03
50 WAL-MART STORES INC COM		2006-03-16	2013-06-04
25 BRISTOL-MYERS SQUIBB CO COM		2005-02-17	2013-06-20
25 CLOROX COM		2011-12-14	2013-06-20
100 NEWMONT MINING		2004-04-06	2013-06-20
100 COCA COLA COMPANY		2005-05-05	2013-06-21
250 PEOPLE'S UNITED FINANCIAL INC		2012-03-27	2013-06-21
75 KINDER MORGAN INC		2012-06-04	2013-08-06
75 CISCO SYS INC		2011-09-12	2013-08-14
25 PROCTER & GAMBLE COM		2012-06-26	2013-08-19
150 GOLDCORP INC NEW		2007-04-10	2013-08-20
25 NEWMONT MINING		2007-08-10	2013-08-20
125 CA INC		2012-11-09	2013-08-21
25 WALGREEN CO COM		2012-03-12	2013-08-27
50 NEWMONT MINING		2009-05-05	2013-08-28
25 KINDER MORGAN INC		2012-06-04	2013-09-05
25 VERIZON COMMUNICATIONS		2012-08-28	2013-09-12
75 NEWMONT MINING		2008-11-21	2013-09-13
125 PEOPLE'S UNITED FINANCIAL INC		2012-03-27	2013-09-19
35000 NORTH STRABANE TWP PA 1 00% 10/01/13		2010-10-21	2013-10-01

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)
75 SYSCO CORP		2011-11-28	2013-10-01
275 YAMANA GOLD INC		2013-04-18	2013-10-02
325 YAMANA GOLD INC		2011-10-21	2013-10-02
50 UNITED TECHNOLOGIES CORP		2013-09-04	2013-10-23
50 CATERPILLAR INC		2013-10-18	2013-11-01
200 GOLDCORP INC NEW		2004-09-21	2013-11-20
150 SOUTHERN COMPANY		2013-09-20	2013-12-03
150 FRANCO NEVADA CORP		2013-10-29	2013-12-05
75 VALERO ENERGY CORP		2013-10-10	2013-12-05
217 014 VANGUARD INTL GROWTH FUND ADML -581		2013-09-10	2013-12-09
50000 FED HOME LOAN BKS 3 125% 12/13/13		2009-05-21	2013-12-13

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)
3,682		3,252	430
1,682		1,208	474
3,082		2,831	251
6,516		7,003	-487
5,191		3,238	1,953
1,197		1,133	64
4,972		4,718	254
7,566		6,748	818
2,326		1,876	450
2,921		2,488	433
2,356		1,511	845
2,100		1,626	474
2,467		1,824	643
2,762		2,443	319
2,932		1,975	957
6,678		7,082	-404
3,658		2,974	684
5,855		4,976	879
7,153		7,543	-390
6,179		6,515	-336
4,910		7,961	-3,051
9,108		6,180	2,928
2,055		1,561	494
767		562	205
2,366		1,711	655
2,631		1,886	745
2,400		1,824	576
2,006		1,289	717
1,185		912	273
4,559		5,069	-510

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)
2,461		1,685	776
4,305		4,318	-13
2,942		2,443	499
3,545		2,473	1,072
1,350		1,274	76
5,585		5,718	-133
4,101		2,956	1,145
6,733		6,552	181
3,485		2,465	1,020
2,280		2,052	228
3,122		2,786	336
3,789		2,286	1,503
1,121		603	518
2,031		1,626	405
2,945		4,544	-1,599
3,986		2,199	1,787
3,619		3,341	278
2,835		2,470	365
1,962		1,179	783
1,991		1,487	504
4,732		2,732	2,000
822		1,050	-228
3,743		2,783	960
1,183		843	340
1,600		2,089	-489
886		823	63
1,168		1,070	98
2,096		1,901	195
1,789		1,671	118
34,755		34,755	

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)
2,384		2,098	286
2,833		3,179	-346
3,348		4,664	-1,316
5,305		5,166	139
4,159		4,372	-213
4,689		2,667	2,022
6,157		6,270	-113
5,613		6,805	-1,192
3,413		2,603	810
15,864		15,000	864
50,000		51,413	-1,413

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	
			430
			474
			251
			-487
			1,953
			64
			254
			818
			450
			433
			845
			474
			643
			319
			957
			-404
			684
			879
			-390
			-336
			-3,051
			2,928
			494
			205
			655
			745
			576
			717
			273
			-510

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	
			776
			-13
			499
			1,072
			76
			-133
			1,145
			181
			1,020
			228
			336
			1,503
			518
			405
			-1,599
			1,787
			278
			365
			783
			504
			2,000
			-228
			960
			340
			-489
			63
			98
			195
			118

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	
			286
			-346
			-1,316
			139
			-213
			2,022
			-113
			-1,192
			810
			864
			-1,413

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>				
BETHANY CHILDREN'S HOME ATTN DEVELOPMENT OFFICE 1863 BETHANY RD WOMELSDORF, PA 195679214	NONE	N/A	PROVIDE FINANCIAL SUPPORT	4,500
CHICHESTER SCHOOL DISTRICT ATTN BUSINESS ADMINISTRATOR PO BOX 2100 BOOTHWYN, PA 190612100	NONE	N/A	PROVIDE FINANCIAL SUPPORT	3,000
EPHRATA AREA SCHOOL DISTRICT ATTN BUSINESS MANAGER 803 OAK BLVD EPHRATA, PA 17522	NONE	N/A	PROVIDE FINANCIAL SUPPORT	3,000
BETHANY UNITED CHURCH OF CHRIST 140 E MAIN ST EPHRATA, PA 17522	NONE	N/A	PROVIDE FINANCIAL SUPPORT	12,000
MILLERSVILLE UNIVERSITY PO BOX 1002 MILLERSVILLE, PA 175510302	NONE	N/A	PROVIDE FINANCIAL SUPPORT	3,000
ZION REFORMED UNITED CHURCH OF CHRIST 1356 APPLE ST EPHRATA, PA 17522	NONE	N/A	PROVIDE FINANCIAL SUPPORT	4,500
Total			▶ 3a	30,000

**TY 2013 Investments Corporate
Bonds Schedule**

Name: JANE L KELLER CHARITABLE TRUST

EIN: 25-6719850

Name of Bond	End of Year Book Value	End of Year Fair Market Value
BP CAPITAL MKTS 3.561% 11/1/21	30,365	30,234
CSTCO WHSLE COR 1.70% 12/15/19	35,026	33,713
EBAY INC 3.250% 10/15/20	40,875	40,694
TARGET CORP 2.900% 1/15/22	29,100	28,778

**TY 2013 Investments Corporate
Stock Schedule****Name:** JANE L KELLER CHARITABLE TRUST**EIN:** 25-6719850

Name of Stock	End of Year Book Value	End of Year Fair Market Value
3M CO	4,086	7,013
AT&T INC	11,677	13,185
ABBOTT LABORATORIES	5,753	6,708
ARCHER DANIELS MIDLAND		
BARRICK GOLD CORP		
BRISTOL-MYERS SQUIBB CO	4,821	11,959
BUFFALO SMALL CAP FUND INC		
CENTRAL FUND CANADA	7,671	11,925
CHEVRON CORP		
CHINA MOBILE LTD SPONS ADR	6,721	6,481
CISCO SYS INC	8,802	10,654
CLOROX	3,672	4,638
COCA COLA COMPANY	6,913	10,327
COLGATE-PALMOLIVE COMPANY	3,877	6,521
DEERE & CO COM	8,384	9,133
EXXON MOBIL CORPORATION	10,126	12,650
GENERAL ELECTRIC COMPANY	9,323	16,117
GLAXO SMITHKLINE PLC SPONS ADR	7,031	8,008
GOLDCORP INC NEW		
INTEL CORP	10,881	13,626
ISHARES MSCI JAPAN INDEX	10,646	12,746
JOHNSON & JOHNSON	12,194	18,318
JPMORGAN CHASE & CO		
KIMBERLY CLARK CORP	6,280	7,834
MERCK & CO INC	9,699	12,512
MICROSOFT CORP	8,189	12,158
NEWMONT MINING		
PAYCHEX INC	8,061	13,659
PEPSICO INC	4,581	6,220
PFIZER INC	9,264	16,846

Name of Stock	End of Year Book Value	End of Year Fair Market Value
PROCTOR & GAMBLE	5,283	8,141
RYL DTCH SHELL PLC SPONS ADR B	5,401	7,511
TRANSCANADA CORP COM	2,814	3,425
TRAVELERS COMPANIES INC	7,883	11,318
VERIZON COMMUNICATIONS	5,481	8,600
VODAFONE GRP PLC NEW SPONS ADR	10,276	16,683
WAL MART STORES INC	7,032	7,869
WASTE MANAGEMENT INC	7,242	11,218
AUTOMATIC DATA PROCESSING INC	4,946	8,080
KRAFT FOODS INC		
DISNEY WALT COMPANY		
DUPONT DE NEMOURS EI CO	8,944	11,370
ELI LILLY & COMPANY		
EXELON CORP		
YAMANA GOLD INC		
SYSCO CORP	5,787	7,220
CA INC	3,897	5,889
EMC CORPORATION	5,671	5,659
EMERSON ELECTRIC COMPANY	2,473	3,509
ISHARES FTSE CHINA 25 INDEX FD		
KINDER MORGAN INC	3,293	3,600
PEOPLE'S UNITED FINL INC	2,005	2,268
WELLS FARGO & CO	11,338	14,755
WALGREEN COMPANY	2,383	4,308
THOMSON REUTERS CORP	8,005	10,401
BECTON DICKINSON	5,758	8,287
TEXAS INSTRUMENTS INC	10,182	12,075
CORNING INC	7,114	7,573
CAMPBELL SOUP CO	7,436	7,574
POTASH CORP SASK INC	7,248	7,398

Name of Stock	End of Year Book Value	End of Year Fair Market Value
BP PLC ADR SPON	4,195	4,861
BANK OF NEW YORK MELLON CORP	5,854	6,988
CITIGROUP INC	8,859	9,119
US BANCORP DEL	7,476	9,090
WISDOMTREE EMERG MK EQ FD ETF	9,177	8,930
VALERO ENERGY CORP	5,161	7,560
BROADCOM CORP CL A	5,663	5,929

**TY 2013 Investments Government
Obligations Schedule****Name:** JANE L KELLER CHARITABLE TRUST**EIN:** 25-6719850**US Government Securities - End of
Year Book Value:** 185,581**US Government Securities - End of
Year Fair Market Value:** 186,264**State & Local Government
Securities - End of Year Book
Value:****State & Local Government
Securities - End of Year Fair
Market Value:**

TY 2013 Other Decreases Schedule**Name:** JANE L KELLER CHARITABLE TRUST**EIN:** 25-6719850

Description	Amount
ADJUSTMENT FOR ROUNDING	7
WSC OID YEAR END ADJUSTMENT	65
ADJUSTMENT FOR CANADIAN FOREIGN TAX OVERWITHHELD	81
ACCRUED INTEREST PAID ON 2013 PURCHASES	509

TY 2013 Other Expenses Schedule

Name: JANE L KELLER CHARITABLE TRUST

EIN: 25-6719850

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OTHER ALLOCABLE EXPENSE- INCOME	11	11		0

TY 2013 Other Increases Schedule

Name: JANE L KELLER CHARITABLE TRUST

EIN: 25-6719850

Description	Amount
MUTUAL FUND FACTOR ADJUSTMENT	1

TY 2013 Taxes Schedule

Name: JANE L KELLER CHARITABLE TRUST

EIN: 25-6719850

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	161	161		0
FEDERAL ESTIMATES - PRINCIPAL	730	0		0
FOREIGN TAXES ON QUALIFIED FOR	16	16		0
FOREIGN TAXES ON NONQUALIFIED	2	2		0