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Form **990-PF****Return of Private Foundation**
or Section 4947(a)(1) Trust Treated as Private Foundation

OMB No 1545-0052

2014Department of the Treasury
Internal Revenue Service

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

Open to Public Inspection

For calendar year 2014 or tax year beginning , and ending

Name of foundation HALL FOUNDATION C/O ROBERT E. HALL		A Employer identification number 23-6243044
Number and street (or P.O. box number if mail is not delivered to street address) P.O. BOX 1200	Room/suite	B Telephone number (see instructions) 717-761-1057
City or town, state or province, country, and ZIP or foreign postal code CAMP HILL PA 17001		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) ► \$ 7,076,874 (Part I, column (d) must be on cash basis)	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

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	7,373	7,373		
	4 Dividends and interest from securities	84,202	84,202		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	237,032			
	b Gross sales price for all assets on line 6a 1,522,505				
	7 Capital gain net income (from Part IV, line 2)		237,032		
	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	328,607	328,607	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	108,960	44,034		54,030
	14 Other employee salaries and wages	4,800	4,320		
	15 Pension plans; employee benefits	10,530	4,212		5,265
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) Stmt 1	6,050	6,050		
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) Stmt 2	4,236	1,940		1,164
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	15,066	6,780		6,780
	22 Printing and publications				
	23 Other expenses (att sch) Stmt 3	65,311	51,401		11,251
	24 Total operating and administrative expenses. Add lines 13 through 23	214,953	118,737	0	78,490
	25 Contributions, gifts, grants paid	282,840			282,840
26 Total expenses and disbursements. Add lines 24 and 25	497,793	118,737	0	361,330	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-169,186				
b Net investment income (if negative, enter -0-)		209,870			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (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			
	2	Savings and temporary cash investments	449,216	393,595	393,595
	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 (att. schedule) ▶ Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges	13,520	880	880
	10a	Investments – U S and state government obligations (attach schedule) Stmt 4	3,540	3,200	3,195
	b	Investments – corporate stock (attach schedule) See Stmt 5	4,913,160	5,011,188	6,479,204
	c	Investments – corporate bonds (attach schedule) See Stmt 6	198,613		
	11	Investments – land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch.) ▶ Stmt 7	231,133	231,133	200,000
	12	Investments – mortgage loans			
	13	Investments – other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch.) ▶			
	15	Other assets (describe ▶)			
	16	Total assets (to be completed by all filers – see the instructions. Also, see page 1, item I)	5,809,182	5,639,996	7,076,874
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			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	5,809,182	5,639,996	
	30	Total net assets or fund balances (see instructions)	5,809,182	5,639,996	
	31	Total liabilities and net assets/fund balances (see instructions)	5,809,182	5,639,996	

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	5,809,182
2	Enter amount from Part I, line 27a	2	-169,186
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	5,639,996
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	5,639,996

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 FID CONS INCOME BD FD		P	07/31/13	07/18/14
b FIDELITY INVESTMENTS		P	Various	Various
c Capital Gain Distrib				
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 50,000		50,000	
b 1,429,531		1,235,473	194,058
c 42,974			42,974
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			
b			194,058
c			42,974
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	237,032
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 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))
2013	326,407	6,496,172	0.050246
2012	300,878	6,493,574	0.046335
2011	283,505	6,453,341	0.043932
2010	266,758	6,076,175	0.043902
2009	271,710	5,487,678	0.049513

2 Total of line 1, column (d)	2	0.233928
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	0.046786
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	6,618,882
5 Multiply line 4 by line 3	5	309,671
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,099
7 Add lines 5 and 6	7	311,770
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	361,330

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1	2,099
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	2,099
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	2,099
6	Credits/Payments		
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	880
b	Exempt foreign organizations – tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	880
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	1,219
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be Credited to 2015 estimated tax ☐ Refunded ☐	11	

Part VII-A Statements Regarding Activities

	Yes	No
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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☐ \$ _____ (2) On foundation managers ☐ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ PA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► HALL FOUNDATION Telephone no ►			
	PO BOX 1200			
	Located at ► CAMP HILL PA ZIP+4 ► 17001			
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 2014, 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 FinCEN Form 114, (formerly TD F 90-22.1) If "Yes," enter the name of the foreign country ►			X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes	☒ No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes	☒ No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes	☒ No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes	☒ 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)?	☐ Yes	☒ 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)	☐ Yes	☒ No
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	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 2014?	N/A	1c
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? If "Yes," list the years ► 20 , 20 , 20 , 20	☐ Yes	☒ No
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement – see instructions)	N/A	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?	☐ Yes	☒ No
b	If "Yes," did it have excess business holdings in 2014 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 2014)	N/A	3b
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a
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 2014?		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 4945(d)(4)(A)? (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)?		N/A	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?		N/A		
If "Yes," attach the statement required by Regulations section 53.4945–5(d)		☐ Yes ☐ No		
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	X
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?		N/A	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
See Statement 8				

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

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

Total number of other employees paid over \$50,000

0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services ▶**Part IX-A Summary of Direct Charitable Activities**

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

	Expenses
1 See Statement 9	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1 N/A	
2	
All other program-related investments See 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	6,506,907
b	Average of monthly cash balances	1b	6,006
c	Fair market value of all other assets (see instructions)	1c	206,764
d	Total (add lines 1a, b, and c)	1d	6,719,677
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	6,719,677
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	100,795
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,618,882
6	Minimum investment return. Enter 5% of line 5	6	330,944

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	330,944
2a	Tax on investment income for 2014 from Part VI, line 5	2a	2,099
b	Income tax for 2014 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	2,099
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	328,845
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	328,845
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	328,845

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	361,330
b	Program-related investments – total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	361,330
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	2,099
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	359,231

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 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7.				328,845
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			18,354	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2014				
a From 2009				
b From 2010				
c From 2011				
d From 2012				
e From 2013				
f Total of lines 3a through e				
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 361,330				
a Applied to 2013, but not more than line 2a			18,354	
b Applied to undistributed income of prior years (Election required – see instructions)				
c Treated as distributions out of corpus (Election required – see instructions)				
d Applied to 2014 distributable amount				328,845
e Remaining amount distributed out of corpus	14,131			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	14,131			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount – see instructions				
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount – see instructions				
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)				
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	14,131			
10 Analysis of line 9				
a Excess from 2010				
b Excess from 2011				
c Excess from 2012				
d Excess from 2013				
e Excess from 2014	14,131			

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 2014, 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)

	Tax year	Prior 3 years			(e) Total
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	
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 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
ROBERT E. HALL 717-761-1057
PO BOX 1200 CAMP HILL PA 17001

b The form in which applications should be submitted and information and materials they should include
See Statement 10

c Any submission deadlines
See Statement 11

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors
See Statement 12

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 schedule attached			See statement	282,840
Total			▶ 3a	282,840
b Approved for future payment N/A				
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.

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[illegible]

- 2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

**Sign
Here**

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

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

Signature of officer or trustee

Date _____

Title

Paid
Preparer
Use Only

Print/Type preparer's name

Preparer's signature _____

Date _____

Check ☒ if self-employed

Martin Van Coevering

05/12/15

Firm's name ▶ **Martin Van Coevering, CPA**

PTIN P01282942

Firm's address ▶ 560 Mount Zion Rd
Dillsburg, PA 17019

Firm's EIN ▶ **25-1629675**

Phone no **717-432-2264**

Federal Statements

5/13/2015 8 57 PM

Statement 1 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Indirect Accounting Fees	\$ 6,050	\$ 6,050	\$	\$
Total	\$ 6,050	\$ 6,050	\$ 0	\$ 0

Statement 2 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Federal excise tax	\$ 873	\$	\$	\$
Real estate tax	2,587	1,164		1,164
Foreign tax	776	776		
Total	\$ 4,236	\$ 1,940	\$ 0	\$ 1,164

Statement 3 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Expenses				
Administrative fee	38,712	38,712		360
Insurance	2,397	1,798		2,532
Office	5,625	2,532		4,014
Repairs	8,921	4,014		3,094
Telephone	6,875	3,094		1,251
Utilities	2,781	1,251		
Total	\$ 65,311	\$ 51,401	\$ 0	\$ 11,251

Federal Statements

Statement 4 - Form 990-PF, Part II, Line 10a - US and State Government Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
U.S. GOVERNMENT OBLIGATIONS	\$ 3,540	\$ 3,200	Cost	\$ 3,195
Total	\$ 3,540	\$ 3,200		\$ 3,195

Statement 5 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
STATEMENT ATTACHED COST BASIS	\$ 4,913,160	\$ 5,011,188	Cost	\$ 6,479,204
Total	\$ 4,913,160	\$ 5,011,188		\$ 6,479,204

Statement 6 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
STATEMENT ATTACHED COST BASIS	\$ 198,613	\$	Cost	\$
Total	\$ 198,613	\$ 0		\$ 0

Statement 7 - Form 990-PF, Part II, Line 11 - Land, Building, and Equipment Investments

Description	Beginning Net Book	End Cost / Basis	End Accumulated Depreciation	Net FMV
OFFICE BLDG	\$ 231,133	\$ 231,133	\$	\$ 200,000
Total	\$ 231,133	\$ 231,133	\$ 0	\$ 200,000

Federal Statements

Statement 8 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees, Etc.

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
ROBERT E. HALL 630 N FRONT ST WORMLEYSBURG PA 17043	EXEC DIR/TTE	20.00	69,960	0	0
LEROY ZIMMERMAN 4525 CUSTER DR HARRISBURG PA 17110	TRUSTEE	10.00	3,000	0	0
GERALD HALL, JR 1067 COUNTRY CLUB DR CAMP HILL PA 17011	SECY/TRUSTEE	10.00	15,000	0	0
R. JAREK HALL PO BOX 1200 CAMP HILL PA 17001	TREAS/TRUSTEE	10.00	15,000	0	0
DARREN HALL 13 EAGLETON DR JACOBUS PA 17407	TRUSTEE	10.00	6,000	0	0

Federal Statements

Statement 9 - Form 990-PF, Part IX-A, Line 1 - Summary of Direct Charitable Activities

Description

PROVIDE COLLEGE SCHOLARSHIP CONTRIBUTIONS TO EDUCATIONAL INSTITUTIONS TO RECOGNIZE MERITORIOUS ACADEMIC ACHIEVEMENT, LEADERSHIP QUALITIES AND COMMUNITY SERVICE; CONTRIBUTIONS TO QUALIFIED CHARITIES.

Statement 10 - Form 990-PF, Part XV, Line 2b - Application Format and Required Contents

Description

SCHOLARSHIP GRANTS AS REQUIRED BY THE PARTICIPATING COLLEGE ADMINSTRATOR; CHARITABLE CONTRIBUTIONS HAVE NO SPECIFIED FORMAT.

Statement 11 - Form 990-PF, Part XV, Line 2c - Submission Deadlines

Description

THREE CALENDAR MONTHS PRIOR TO THE DATE OF REQUESTED CONTRIBUTION OR GRANT.

Statement 12 - Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations

Description

College scholarship grants (up to \$2,000) awarded to individuals graduating from high school districts which sponsor Harrisburg Area Community College. Awards based on meritorious achievement, leadership qualities and personal service to others as determined exclusively by the participating school districts. Amounts are awarded annually at the discretion of the foundation. Other scholarship programs resulting from local charitable events as determined by the foundation Trustees at regular meetings. All scholarship grants are remitted to the educational institution as selected by the appropriate school district for the benefit of the recipient. Other charitable grants are at the discretion of the Board of Trustees and limited to IRC Sec. 501(c)(3) organizations.

Hall Foundation

#23-6243044

December 31, 2014

COST BASIS

Page 2, Part II, Line 10(b) Corporate Stock:

Accenture PLC	86,492
Amazon Com	53,445
American Express	69,756
Amerisourcebergen Corp	12,986
Apple Inc	15,582
Autozone Inc	48,774
Canadian National Railway	77,566
Chevron Corp	84,942
Dollar Tree Inc	63,786
Express Scripts	35,462
Facebook Inc	46,351
Google Inc	48,364
Hershey Co	20,635
IBM	80,941
IsharesBIOTECH	120,968
IsharesFLOT	91,182
Mastercard Inc	63,358
Microsoft Corp	79,830
Nestle Sa	53,267
Pimco ETF	278,740

COST BASIS

Priceline Com	64,853
Qualcomm Inc	59,691
Shire ADR	10,029
Starbucks Corp	46,261
Union Pacific Corp	17,109
United Technologies Corp	109,732
Vanguard Malvern Fds	196,568
Vanguard Sector Index Energy	132,412
Vanguard Sector Index Health	119,922
Vanguard Scottsdale Fds	556,584
Wells Fargo & Co	60,801
Dreyfus Small Cap Fd	482,000
Fid Conservative Income Fd	325,000
Fid Mega Cap Stock Fd	100,000
Fid Four In One Fd	205,000
Harbor Int'l Inv Sh	60,000
Oppenheimer Dev Mkts Fd	55,000
Spartan S/T Treasury Bd Fd	250,000
Spartan Bond Index	675,000
Simon Ppty Gp Inc	48,861
Washington Prime Gp	3,938

TOTAL: \$ 5,011,188

HALL FOUNDATION

#23-6243044

December 31, 2014

Page 11, Part XV, Line 3 Purpose of grant or contribution:

Charitable contributions are for the financial support of various organizations as determined by the Board of Trustees and limited to IRC Sec. 501 (c)(3) organizations.

College scholarship grants of up to \$2,000 are awarded to students as selected by the individual school districts and are based on student excellence, achievement, and leadership. Amounts are awarded annually at the discretion of the foundation.

Other contributions relate to the Foundation's participation in local charitable events and are intended to support the charitable and educational purposes of those organizations.

Hall Foundation
#23-6243044
December 31, 2014

Page 11, Part XV Line 3(a): Charitable Contributions

<u>DESCRIPTION</u>	<u>AMOUNT</u>	<u>ADDRESS</u>
Allenbery_Cancer_Benefit	3,000	Boiling Springs, Pa 17007
Allison Hill Community Min	250	Harrisburg, Pa 17104
Art_Assoc_of_Harrisburg	4,600	Harrisburg, Pa 17101
American_Cancer_Soc	600	Harrisburg, Pa 17110
Antique Auto Club Museum	1,500	Hershey, Pa 17033
Backyard_Benefits_Inc	2,000	Harrisburg, Pa 17110
Big_33	9,000	Harrisburg, Pa 17111
Big_Brothers & Sisters	2,000	Harrisburg, Pa 17110
American_Heart_Assoc	1,000	Harrisburg, Pa 17111
Boy_Scouts_of_Amer	1,650	Mechanicsburg_Pa 17055
Boy's & _Girl's_Club	5,000	Harrisburg, Pa 17104
Camp_Curtain_Historical_Soc	100	Harrisburg, Pa 17110
Bethesda Mission	2,000	Harrisburg, Pa 17105
Capital_Region_Literacy	1,000	Harrisburg, Pa 17108
Cedar_Cliff School	500	Camp Hill, Pa 17011
Center_for_Champions	1,000	Harrisburg, Pa 17102
Central_Penn_College_Educ_Fd	10,000	Summerdale, Pa 17093
Central_Pa_Food_Bk	1,750	Harrisburg, Pa 17101
Central_Pa_Friends/Jazz	1,000	Harrisburg, Pa 17112
Channels_Food_Rescue	700	Harrisburg, Pa 17110
Children's_Miracle_NW	2,500	Harrisburg, Pa 17108
Civic_Club_of_Harrisburg_	2,450	Harrisburg, Pa 17106

Page 11, Part XV Line 3(a): Charitable Contributions

Pa Parks & Forests	1,600	Camp Hill, Pa 17011
Community Check-Up Center	1,500	Harrisburg, Pa 17104
Contact Helpline	500	Lemoyne, Pa 17043
Cultural Enrichment Fund	2,000	Harrisburg, Pa 17101
Cystic Fibrosis Fdn	2,000	Harrisburg, Pa 17110
Dauphin County Historic Soc	360	Harrisburg, Pa 17106
Churchville Recreation	300	Churchville, Md 21028
Downtown Daily Bread	1,000	Harrisburg, Pa 17101
Dallastown Area SD	500	Dallastown, Pa 17303
Elegant Progressions	15,000	Harrisburg, Pa 17102
Elizabethtown College	2,500	Elizabethtown, Pa 17022
Family Support of Central Pa	3,500	Harrisburg, Pa 17110
Fort Hunter	1,000	Harrisburg, Pa 17110
Foundation for Enhancing	500	Harrisburg, Pa 17108
Fredrickson Library	250	Camp Hill, Pa 17011
Domestic Violence Services	250	Carlisle, Pa 17013
Girl Scout Troop 10635	1,500	Enola, Pa 17025
Glitten Cancer Fd	1,500	Mechanicsburg, Pa 17055
Grace United Methodist Ch	1,750	Harrisburg, Pa 17101
East Pennsboro MS	500	Enola, Pa 17025
Harrisburg Symphony Soc	15,000	Harrisburg, Pa 17110
Harrisburg Riverboat Soc	5,000	Harrisburg, Pa 17105
Harrisburg YMCA	15,000	Harrisburg, Pa 17102

Hall Foundation
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December 31, 2014

Page 11, Part XV Line 3(a): Charitable Contributions

Pa Wounded Warriors	500	Camp Hill, Pa 17011
Ronald McDonald House	650	Hershey, Pa 17033
State Museum of Pa	500	Harrisburg, Pa 17120
HersheyGardens	1,000	Hershey, Pa 17033
Historic Harrisburg Assoc	200	Harrisburg, Pa 17102
Friends of Gettysburg Fdn	250	Gettysburg, Pa 17325
Hoffman Homes for Youth	500	Littlestown, Pa 17340
Holy Spirit Hospital	1,000	Camp Hill, Pa 17011
Goodwill Ind	1,550	Harrisburg, Pa 17101
Harrisburg Area Comm Col	7,230	Harrisburg, Pa 17110
Healthy World Cafe	1,500	York, Pa 17405
Homeland Center	500	Harrisburg, Pa 17102
Jump Street	3,550	Harrisburg, Pa 17101
Keystone Human Services	7,500	Harrisburg, Pa 17101
Keystone Partnership	4,550	Harrisburg, Pa 17101
Kallan's Klan	1,500	Camp Hill, Pa 17011
Leukemia & Lymphoma Soc	1,350	Harrisburg, Pa 17110
Jr Achievement of SC Pa	600	York, Pa 17401
Mental Health Assoc	1,100	Harrisburg, Pa 17101
Mt Gretna Theatre	1,000	Mt Gretna, Pa 17064
Multiple Sclerosis Central Pa	2,000	Harrisburg, Pa 17105
Ned Smith Center	1,000	Millersburg, Pa 17061
Strand Performing Arts	1,000	York, Pa 17401

Page 11, Part XV Line 3(a): Charitable Contributions

World Affairs Council Hbg	2,250	Harrisburg, Pa 17101
West Chester Univ	500	West Chester, Pa 19318
Penn State Univ Harrisburg	2,500	Middletown, Pa 17057
Perry County Council Arts	500	Newport, Pa 17074
Pinnacle Health Fdn	1,000	Harrisburg, Pa 17105
Salvation Army	1,250	Harrisburg, Pa 17106
Susquehanna Art Museum	250	Harrisburg, Pa 17120
Lauren Spencer Day Fdn	500	Camp Hill, Pa 17011
Susquehanna River School	5,000	Wormleysburg, Pa 17043
Theatre Harrisburg	3,800	Harrisburg, Pa 17110
The Wetlands Institute	1,150	Stone Harbor, NJ 08247
United Cerebral Palsy	2,700	Camp Hill, Pa 17011
United Way	22,000	Enola, Pa 17025
Lion Foundation	100	Camp Hill, Pa 17011
Vickie's Angel Walk	1,350	New Cumberland, Pa 17070
M S. Hershey Fdn	350	Hershey, Pa 17033
National Civil War Museum	5,300	Harrisburg, Pa 17103
Volunteers of America	500	Harrisburg, Pa 17103
Whitaker Center	8,500	Harrisburg, Pa 17105
WITF	2,500	Harrisburg, Pa 17110
Open State Harrisburg	850	Harrisburg, Pa 17101
WRTI	500	Philadelphia, Pa 19121
New Cumberland River Resc	250	New Cumberland, Pa 17070

West Shore Fire Bureau	100	Wormleysburg, Pa 17043
Arcadia Univ	2,000	Glenside, Pa 19038
Boston Univ	2,000	Boston, Ma 02215
California Univ of Pa	2,000	California, Pa 15419
Drexel Univ	2,000	Philadelphia, Pa 19104
Elizabethtown College	2,000	Elizabethtown, Pa 17022
George Washington Univ	2,000	Washington, DC 20052
Georgia Institute of Tech	2,000	Atlanta, Ga 30332
Gettysburg College	2,000	Gettysburg, Pa 17325
Hbg Area Comm College	2,000	Harrisburg, Pa 17110
Indiana Univ of Pa	2,000	Indiana, Pa 15705
Jacobs School of Music	2,000	Bloomington, In 47405
Messiah College	4,000	Mechanicsburg, Pa 17055
Millersville Univ	2,000	Millersville, Pa 17551
Penn State Univ	8,000	University Park, Pa 16802
John Hopkins Univ	2,000	Baltimore, Md 21218
Thaddeus Stevens College	2,000	Lancaster, Pa 17602
Temple Univ	2,000	Philadelphia, Pa 19122.
University of Oklahoma	2,000	Norman, Ok 73019
Univ of Maryland	4,000	College Park, Md 20742
University of Pittsburgh	2,000	Pittsburgh, Pa 15260
University of Virginia	2,000	Charlottesville, Va 22904

Hall Foundation
#23-6243044
December 31, 2014

Page 11, Part XV Line 3(a): Charitable Contributions

TOTAL CONTRIBUTIONS	282,840
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