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

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2014

Open to Public Inspection

For calendar year 2014, or tax year beginning , 2014, and ending

GLENN AND RUTH MENGLE FOUNDATION
C/O FIRST COMM BK, 5355 SHAFFER RD
DUBOIS, PA 15801

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 foundationI Fair market value of all assets at end of year
(from Part II, column (c), line 16)

▶ \$ 15,783,080.

J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify)

(Part I, column (d) must be on cash basis)

A Employer identification number

25-6067616

B Telephone number (see instructions)

(814) 371-0660

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 ☐

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. (attach schedule)

2 Ck ☒ if the foundn is not required to attach Sch B

3 Interest on savings and temporary cash investments

73,402.

73,402.

N/A

4 Dividends and interest from securities

290,117.

290,117.

5a Gross rents

b Net rental income or (loss)

6a Net gain or (loss) from sale of assets not on line 10

1,220,915.

b Gross sales price for all assets on line 6a 4,417,767.

7 Capital gain net income (from Part IV, line 2)

1,220,915.

8 Net short-term capital gain

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

1,584,434.

1,584,434.

13 Compensation of officers, directors, trustees, etc.

116,218.

116,218.

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees (attach schedule)

b Accounting fees (attach sch) SEE ST 1

2,295.

2,295.

c Other prof fees (attach sch)

17 Interest

1,022.

1,022.

18 Taxes (attach schedule) (see instrs) SEE STM 2

-22,662.

-22,662.

19 Depreciation (attach sch) and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses (attach schedule)

SEE STATEMENT 3

15.

15.

24 Total operating and administrative expenses. Add lines 13 through 23.

96,888.

96,888.

25 Contributions, gifts, grants paid PART XV

783,291.

783,291.

26 Total expenses and disbursements. Add lines 24 and 25

880,179.

96,888.

783,291.

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

704,255.

b Net investment income (if negative, enter -0-)

1,487,546.

c Adjusted net income (if negative, enter -0-)

SCANNED MAY 12 2015
ADMINISTRATIVE EXPENSES

614 4

| 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 | | 724,594. | 1,620,771. | 1,620,771. |
| | 3 | Accounts receivable ▶ | | | | |
| | | Less: allowance for doubtful accounts ▶ | | | | |
| | 4 | Pledges receivable ▶ | | | | |
| | | Less: allowance for doubtful accounts ▶ | | | | |
| | 5 | Grants receivable | | | | |
| | 6 | Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) | | | | |
| | 7 | Other notes and loans receivable (attach sch) ▶ | | | | |
| | | Less: allowance for doubtful accounts ▶ | | | | |
| | 8 | Inventories for sale or use | | | | |
| | 9 | Prepaid expenses and deferred charges | | | | |
| | 10a | Investments — U.S. and state government obligations (attach schedule) STATEMENT 4 | | 152,969. | 103,899. | 103,970. |
| | b | Investments — corporate stock (attach schedule) STATEMENT 5 | | 9,537,682. | 9,281,820. | 11,123,618. |
| | c | Investments — corporate bonds (attach schedule) STATEMENT 6 | | 1,450,122. | 1,148,009. | 1,213,519. |
| | LIABILITIES | 11 | Investments — land, buildings, and equipment: basis ▶ | | | |
| | | Less: accumulated depreciation (attach schedule) ▶ | | | | |
| 12 | | Investments — mortgage loans | | | | |
| 13 | | Investments — other (attach schedule) STATEMENT 7 | | 1,253,229. | 1,768,352. | 1,721,202. |
| 14 | | Land, buildings, and equipment: basis ▶ | | | | |
| | | Less: accumulated depreciation (attach schedule) ▶ | | | | |
| 15 | | Other assets (describe ▶) | | 100,000. | | |
| 16 | | Total assets (to be completed by all filers — see the instructions. Also, see page 1, item i) | | 13,218,596. | 13,922,851. | 15,783,080. |
| 17 | | Accounts payable and accrued expenses | | | | |
| 18 | | Grants payable | | | | |
| NET FUND ASSETS OR BALANCES | 19 | Deferred revenue | | | | |
| | 20 | Loans from officers, directors, trustees, & 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. | |
| | | Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/> | | | | |
| | 24 | Unrestricted | | | | |
| | 25 | Temporarily restricted | | | | |
| | 26 | Permanently restricted | | | | |
| | | Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/> | | | | |
| 27 | Capital stock, trust principal, or current funds | | 13,218,596. | 13,922,851. | | |
| 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 instructions) | | 13,218,596. | 13,922,851. | | |
| 31 | Total liabilities and net assets/fund balances (see instructions) | | 13,218,596. | 13,922,851. | | |

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 | 13,218,596. |
| 2 | Enter amount from Part I, line 27a | 2 | 704,255. |
| 3 | Other increases not included in line 2 (itemize) ▶ | 3 | |
| 4 | Add lines 1, 2, and 3 | 4 | 13,922,851. |
| 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 | 13,922,851. |

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 shares MLC Company) | | (b) How acquired P — Purchase D — Donation | (c) Date acquired (month, day, year) | (d) Date sold (month, day, year) |
|--|--|--|---|-------------------------------------|
| 1 a SEE STATEMENT 8 | | | | |
| 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 | | | |
| b | | | |
| c | | | |
| d | | | |
| e | | | |

| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 | | | (l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h)) |
|---|--------------------------------------|---|---|
| (i) Fair Market Value as of 12/31/69 | (j) Adjusted basis as of 12/31/69 | (k) Excess of column (i) over column (j), if any | |
| a | | | |
| 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 | 1,220,915. |
| 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 | 6,535. |

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.

| (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 (column (b) divided by column (c)) |
|--|---------------------------------------|--|--|
| 2013 | 666,919. | 14,667,358. | 0.045470 |
| 2012 | 718,321. | 13,778,402. | 0.052134 |
| 2011 | 735,644. | 13,485,206. | 0.054552 |
| 2010 | 453,310. | 12,888,072. | 0.035173 |
| 2009 | 579,748. | 11,261,753. | 0.051479 |

| | | |
|---|----------|--------------------|
| 2 Total of line 1, column (d) | 2 | 0.238808 |
| 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 | 0.047762 |
| 4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5. | 4 | 15,870,521. |
| 5 Multiply line 4 by line 3 | 5 | 758,008. |
| 6 Enter 1% of net investment income (1% of Part I, line 27b) | 6 | 14,875. |
| 7 Add lines 5 and 6 | 7 | 772,883. |
| 8 Enter qualifying distributions from Part XII, line 4 | 8 | 783,291. |

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 instructions)

| | | | |
|---|--|----|---------|
| 1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary – see instrs) | | | |
| b Domestic foundations that meet the section 4940(e) requirements in Part V, check here.. <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b .. | | 1 | 14,875. |
| c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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 | 14,875. |
| 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 | 14,875. |
| 6 Credits/Payments: | | | |
| a 2014 estimated tax pmts and 2013 overpayment credited to 2014 | | 6a | 15,000. |
| 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 | 15,000. |
| 8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached | | 8 | |
| 9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed | | 9 | 0. |
| 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid | | 10 | 125. |
| 11 Enter the amount of line 10 to be: Credited to 2015 estimated tax. 125. Refunded. | | 11 | 0. |

Part VII-A Statements Regarding Activities

| | Yes | No |
|---|-----|----|
| 1 a 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)? <i>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</i> | | 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 .. \$ 0. (2) On foundation managers .. \$ 0. | | |
| e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers .. \$ 0. | | |
| 2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities</i> | | 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? <i>If 'Yes,' attach a conformed copy of the changes</i> | | X |
| 4 a 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? | N/A | |
| 5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i> | | 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? <i>If 'Yes,' complete Part II, column (c), and Part XV.</i> | X | |
| 8 a 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? <i>If 'No,' attach explanation</i> | 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)? <i>If 'Yes,' complete Part XIV</i> | | X |
| 10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i> | | X |

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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 <u>N/A</u> | 13 | X | |
| 14. The books are in care of <u>FIRST COMMONWEALTH BANK TRUST</u> Telephone no. <u>(814) 371-0660</u> Located at <u>5355 SHAFFER ROAD DUBOIS PA</u> ZIP + 4 <u>15801</u> | | | |
| 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 <u>N/A</u> | 15 | | N/A |
| 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 |
|--|-----|-----|
| 1 a 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 instructions)? <input type="checkbox"/> | 1 b | N/A |
| 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 2014? | 1 c | 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 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years <u>20</u> , <u>20</u> , <u>20</u> , <u>20</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) | 2 b | N/A |
| c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u> | | |
| 3 a 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 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) | 3 b | N/A |
| 4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? | 4 a | 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 2014? | 4 b | X |

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5 a** 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)?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 ☐ Yes ☐ No

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d)

6 a 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

7 a 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**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 |
|--|---|---|---|---------------------------------------|
| FIRST COMMONWEALTH BANK TRUST 5355 SHAFFER ROAD DUBOIS, PA 15801 | TRUSTEE 5.00 | 116,218. | 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 | | | | |
| ----- | | | | |
| ----- | | | | |
| ----- | | | | |
| ----- | | | | |
| ----- | | | | |
| ----- | | | | |

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

0

Part VII 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 N/A | |
| 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. | 0. |

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Form 990-PF (2014)

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 | 1 a | 15,289,428. |
| b Average of monthly cash balances | 1 b | 822,776. |
| c Fair market value of all other assets (see instructions) | 1 c | |
| d Total (add lines 1a, b, and c) | 1 d | 16,112,204. |
| e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) | 1 e | 0. |
| 2 Acquisition indebtedness applicable to line 1 assets | 2 | 0. |
| 3 Subtract line 2 from line 1d. | 3 | 16,112,204. |
| 4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions) | 4 | 241,683. |
| 5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 | 5 | 15,870,521. |
| 6 Minimum investment return. Enter 5% of line 5 | 6 | 793,526. |

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 | 793,526. |
| 2 a Tax on investment income for 2014 from Part VI, line 5 | 2 a | 14,875. | |
| b Income tax for 2014. (This does not include the tax from Part VI.) | 2 b | | |
| c Add lines 2a and 2b | 2 c | 14,875. | |
| 3 Distributable amount before adjustments Subtract line 2c from line 1 | 3 | 778,651. | |
| 4 Recoveries of amounts treated as qualifying distributions | 4 | | |
| 5 Add lines 3 and 4 | 5 | 778,651. | |
| 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 | 778,651. | |

Part XII Qualifying Distributions (see instructions)

| | | |
|---|------------|----------|
| 1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes: | | |
| a Expenses, contributions, gifts, etc. — total from Part I, column (d), line 26 | 1 a | 783,291. |
| b Program-related investments — total from Part IX-B | 1 b | |
| 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) | 3 a | |
| b Cash distribution test (attach the required schedule) | 3 b | |
| 4 Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4 | 4 | 783,291. |
| 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 | 14,875. |
| 6 Adjusted qualifying distributions. Subtract line 5 from line 4. | 6 | 768,416. |

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 | | | | 778,651. |
| 2 Undistributed income, if any, as of the end of 2014: | | | | |
| a Enter amount for 2013 only | | | 74,053. | |
| b Total for prior years: 20__, 20__, 20__ | | 0. | | |
| 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. | 0. | | | |
| 4 Qualifying distributions for 2014 from Part XII, line 4: \$ 783,291. | | | | |
| a Applied to 2013, but not more than line 2a | | | 74,053. | |
| 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 2014 distributable amount | | | | 709,238. |
| e Remaining amount distributed out of corpus | 0. | | | |
| 5 Excess distributions carryover applied to 2014. (If an amount appears in column (d), the same amount must be shown in column (a)) | 0. | | | 0. |
| 6 Enter the net total of each column as indicated below: | | | | |
| a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 | 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 2013. Subtract line 4a from line 2a. Taxable amount — see instructions | | | 0. | |
| f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015. | | | | 69,413. |
| 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) | 0. | | | |
| 8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions) | 0. | | | |
| 9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a | 0. | | | |
| 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 | | | | |

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

N/A

- 1 a** 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)

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 |
|---|--|--------------------------------------|-------------------------------------|----------|
| a Paid during the year SEE STATEMENT 10 | | | | |
| Total | | | 3 a | 783,291. |
| b Approved for future payment | | | | |
| Total | | | 3 b | |

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

| Enter gross amounts unless otherwise indicated | Unrelated business income | | Excluded by section 512, 513, or 514 | | (e) Related or exempt function income (See instructions.) |
|---|---------------------------|---------------|--------------------------------------|---------------|--|
| | (a) Business code | (b) Amount | (c) Exclu- sion code | (d) Amount | |
| 1 Program service revenue: | | | | | |
| a | | | | | |
| b | | | | | |
| c | | | | | |
| d | | | | | |
| e | | | | | |
| f | | | | | |
| g Fees and contracts from government agencies | | | | | |
| 2 Membership dues and assessments | | | | | |
| 3 Interest on savings and temporary cash investments | | | 14 | 73,402. | |
| 4 Dividends and interest from securities | | | 14 | 290,117. | |
| 5 Net rental income or (loss) from real estate: | | | | | |
| a Debt-financed property | | | | | |
| b Not debt-financed property | | | | | |
| 6 Net rental income or (loss) from personal property | | | | | |
| 7 Other investment income | | | | | |
| 8 Gain or (loss) from sales of assets other than inventory | | | 18 | 1,220,915. | |
| 9 Net income or (loss) from special events | | | | | |
| 10 Gross profit or (loss) from sales of inventory | | | | | |
| 11 Other revenue. | | | | | |
| a | | | | | |
| b | | | | | |
| c | | | | | |
| d | | | | | |
| e | | | | | |
| 12 Subtotal. Add columns (b), (d), and (e) | | | | 1,584,434. | |
| 13 Total. Add line 12, columns (b), (d), and (e) | | | | 13 | 1,584,434. |

(See worksheet in line 13 instructions to verify calculations.)

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

[illegible]

2014

FEDERAL STATEMENTS

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STATEMENT 1
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

| | (A) EXPENSES PER BOOKS | (B) NET INVESTMENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
|---------------------|------------------------------|---------------------------------|-------------------------------|-------------------------------|
| TAX PREPARATION FEE | \$ 2,295. | \$ 2,295. | | |
| TOTAL | \$ 2,295. | \$ 2,295. | | \$ 0. |

STATEMENT 2
FORM 990-PF, PART I, LINE 18
TAXES

| | (A) EXPENSES PER BOOKS | (B) NET INVESTMENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
|-------------------|------------------------------|---------------------------------|-------------------------------|-------------------------------|
| EXCISE TAX REFUND | \$ -22,662. | \$ -22,662. | | |
| TOTAL | \$ -22,662. | \$ -22,662. | | \$ 0. |

STATEMENT 3
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

| | (A) EXPENSES PER BOOKS | (B) NET INVESTMENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
|--------------|------------------------------|---------------------------------|-------------------------------|-------------------------------|
| FILING FEE | \$ 15. | \$ 15. | | |
| TOTAL | \$ 15. | \$ 15. | | \$ 0. |

STATEMENT 4
FORM 990-PF, PART II, LINE 10A
INVESTMENTS - U.S. AND STATE GOVERNMENT OBLIGATIONS

| U.S. GOVERNMENT OBLIGATIONS | VALUATION METHOD | BOOK VALUE | FAIR MARKET VALUE |
|------------------------------|---------------------|--------------------|----------------------|
| US GOVERNMENT & AGENCY BONDS | COST | \$ 3,103. | \$ 3,475. |
| | TOTAL | \$ 3,103. | \$ 3,475. |
| STATE/MUNICIPAL OBLIGATIONS | VALUATION METHOD | BOOK VALUE | FAIR MARKET VALUE |
| OUT OF STATE MUNICIPAL BONDS | COST | 0. | 0. |
| PA SCHOOL BONDS | COST | 100,796. | 100,495. |
| | TOTAL | \$ 100,796. | \$ 100,495. |
| | TOTAL | \$ 103,899. | \$ 103,970. |

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STATEMENT 5
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

| CORPORATE STOCKS | VALUATION METHOD | BOOK VALUE | FAIR MARKET VALUE |
|----------------------------|---------------------|---------------|----------------------|
| CABCO TR FOR JCPENNEY DEBS | COST | \$ 0. | \$ 0. |
| CONSUMER DISCRETIONARY | COST | 615,369. | 768,001. |
| CONSUMER STAPLES | COST | 426,184. | 564,687. |
| ENERGY | COST | 549,656. | 601,577. |
| FINANCIAL | COST | 582,343. | 916,928. |
| HEALTH CARE | COST | 552,588. | 923,864. |
| INDUSTRIALS | COST | 603,622. | 711,309. |
| INFORMATION TECHNOLOGY | COST | 971,053. | 1,307,806. |
| MATERIALS | COST | 176,349. | 172,336. |
| TELECOMMUNICATION SERVICES | COST | 108,439. | 118,392. |
| UTILITIES | COST | 83,970. | 114,592. |
| EQUITY FUNDS | COST | 4,612,247. | 4,924,126. |
| TOTAL | | \$ 9,281,820. | \$ 11,123,618. |

STATEMENT 6
FORM 990-PF, PART II, LINE 10C
INVESTMENTS - CORPORATE BONDS

| CORPORATE BONDS | VALUATION METHOD | BOOK VALUE | FAIR MARKET VALUE |
|-------------------------|---------------------|---------------|----------------------|
| PACIFIC BELL CO | COST | \$ 113,850. | \$ 146,515. |
| BANK OF AMERICA CORP | COST | 0. | 0. |
| MORGAN STANLEY | COST | 100,000. | 103,593. |
| MORGAN STANLEY | COST | 100,000. | 99,750. |
| NATIONAL CITY CORP | COST | 131,475. | 150,225. |
| UBS | COST | 100,000. | 100,608. |
| WELLS FARGO & CO | COST | 0. | 0. |
| JP MORGAN CHASE & CO | COST | 100,943. | 100,298. |
| MORGAN STANLEY | COST | 200,000. | 209,624. |
| AT&T INC | COST | 100,000. | 99,962. |
| BANK OF NEW YORK MELLON | COST | 101,741. | 102,426. |
| JP MORGAN CHASE & CO | COST | 100,000. | 100,518. |
| MORGAN STANLEY | COST | 0. | 0. |
| TOTAL | | \$ 1,148,009. | \$ 1,213,519. |

STATEMENT 7
FORM 990-PF, PART II, LINE 13
INVESTMENTS - OTHER

| OTHER INVESTMENTS | VALUATION METHOD | BOOK VALUE | FAIR MARKET VALUE |
|---|---------------------|---------------|----------------------|
| FEDERATED INSTL TR | COST | \$ 301,266. | \$ 299,870. |
| FEDERATED MORTGAGE FUND | COST | 484,455. | 474,207. |
| FIDELITY FLOATING RATE HIGH INCOME FUND | COST | 112,897. | 110,780. |
| FIDELITY ADVISOR SER VIII | COST | 267,859. | 246,332. |
| VANGUARD INFLATION PROTECTED SECURITIES | COST | 166,737. | 163,390. |
| VANGUARD GNMA | COST | 110,138. | 110,240. |

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STATEMENT 7 (CONTINUED)
FORM 990-PF, PART II, LINE 13
INVESTMENTS - OTHER

| | VALUATION METHOD | BOOK VALUE | FAIR MARKET VALUE |
|--------------------------------|---------------------|---------------|----------------------|
| <u>OTHER INVESTMENTS</u> | | | |
| GOLDMAN SACHS STRATEGIC INCOME | COST | \$ 325,000. | \$ 316,383. |
| | TOTAL | \$ 1,768,352. | \$ 1,721,202. |

STATEMENT 8
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

| ITEM | (A) DESCRIPTION | (B) HOW ACQUIRED | (C) DATE ACQUIRED | (D) DATE SOLD |
|------|-----------------------------------|---------------------|----------------------|------------------|
| 1 | ALLERGAN INC | PURCHASED | VARIOUS | 11/21/2014 |
| 2 | AMERICAN EXPRESS CO | PURCHASED | VARIOUS | 12/02/2014 |
| 3 | AMERICAN INTERNATIONAL GROUP, INC | PURCHASED | VARIOUS | 12/02/2014 |
| 4 | APPLE INC | PURCHASED | VARIOUS | 12/02/2014 |
| 5 | ARTISAN MID CAP | PURCHASED | VARIOUS | 11/25/2014 |
| 6 | AT&T INC | PURCHASED | VARIOUS | 12/02/2014 |
| 7 | BANK OF AMERICA CORP | PURCHASED | VARIOUS | 7/08/2014 |
| 8 | BOEING CO | PURCHASED | VARIOUS | 12/02/2014 |
| 9 | BROWN-FORMAN CORP | PURCHASED | VARIOUS | 12/02/2014 |
| 10 | CABCO TR FOR JCPENNY DEBS | PURCHASED | VARIOUS | 4/28/2014 |
| 11 | CADENCE DESIGN SYS INC | PURCHASED | VARIOUS | 12/02/2014 |
| 12 | CELGENE CORP | PURCHASED | VARIOUS | 12/02/2014 |
| 13 | CERNER CORP | PURCHASED | VARIOUS | 12/02/2014 |
| 14 | CISCO SYSTEMS | PURCHASED | VARIOUS | 12/02/2014 |
| 15 | COACH INC | PURCHASED | VARIOUS | 4/03/2014 |
| 16 | COCA COLA CO | PURCHASED | VARIOUS | 11/25/2014 |
| 17 | CONOCOPHILLIPS | PURCHASED | VARIOUS | 4/03/2014 |
| 18 | CUMMINS ENGINE INC | PURCHASED | VARIOUS | 12/02/2014 |
| 19 | CVS/CAREMARK COPR | PURCHASED | VARIOUS | 12/02/2014 |
| 20 | DISNEY WALT CO | PURCHASED | VARIOUS | 12/02/2014 |
| 21 | DUPONT DE NEMOUR | PURCHASED | VARIOUS | 12/02/2014 |
| 22 | EMC CORP | PURCHASED | VARIOUS | 12/02/2014 |
| 23 | EXXON MOBIL CORP | PURCHASED | VARIOUS | 12/02/2014 |
| 24 | FEDERAL HOM LN MORTGAGE | PURCHASED | VARIOUS | VARIOUS |
| 25 | FEDERATED STRATEGIC VALUE FUND | PURCHASED | VARIOUS | 11/25/2014 |
| 26 | FEDEX CORP | PURCHASED | VARIOUS | 12/02/2014 |
| 27 | FLOWSERVE CORP | PURCHASED | VARIOUS | 12/02/2014 |
| 28 | FLUOR CORP NEW | PURCHASED | VARIOUS | 12/02/2014 |
| 29 | FREEPORT-MCMORAN INC | PURCHASED | VARIOUS | 12/02/2014 |
| 30 | GENERAL ELECTRIC | PURCHASED | VARIOUS | 12/02/2014 |
| 31 | GILEAD SCIENCES INC | PURCHASED | VARIOUS | 12/02/2014 |
| 32 | GOOGLE INC - CL A | PURCHASED | VARIOUS | 12/02/2014 |
| 33 | GOOGLE INC - CL C | PURCHASED | VARIOUS | 12/02/2014 |
| 34 | HALLIBURTON CO | PURCHASED | VARIOUS | 12/02/2014 |
| 35 | HARBOR INTERNATIONAL #11 | PURCHASED | VARIOUS | VARIOUS |
| 36 | HELMERICH & PAYNE | PURCHASED | VARIOUS | 12/02/2014 |
| 37 | HONEYWELL INTERNATIONAL INC | PURCHASED | VARIOUS | 12/02/2014 |
| 38 | HUMANA INC | PURCHASED | VARIOUS | 12/02/2014 |
| 39 | INTERNATIONAL FALLS NATL PARK | PURCHASED | VARIOUS | 10/01/2014 |
| 40 | INT'L BUSINESS MACHINES CORP | PURCHASED | VARIOUS | 11/21/2014 |
| 41 | JP MORGAN CHASE & CO | PURCHASED | VARIOUS | 12/02/2014 |

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STATEMENT 8 (CONTINUED)
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

| ITEM | (A) DESCRIPTION | (B) HOW ACQUIRED | (C) DATE ACQUIRED | (D) DATE SOLD |
|------|--|---------------------|----------------------|------------------|
| 42 | LAZARD LTD CL A | PURCHASED | VARIOUS | 7/03/2014 |
| 43 | LOUISIANA-PACIFIC CORP | PURCHASED | VARIOUS | 11/21/2014 |
| 44 | MCDONALDS CORP | PURCHASED | VARIOUS | 12/02/2014 |
| 45 | METLIFE INC | PURCHASED | VARIOUS | 12/02/2014 |
| 46 | MORGAN STANLEY 1.875% VARIABLE | PURCHASED | VARIOUS | 1/24/2014 |
| 47 | MYLAN INC | PURCHASED | VARIOUS | 12/02/2014 |
| 48 | PETSMART INC | PURCHASED | VARIOUS | 12/02/2014 |
| 49 | PHILLIP MORRIS INTERNATIONAL | PURCHASED | VARIOUS | 4/03/2014 |
| 50 | PNC BANK CORP | PURCHASED | VARIOUS | 12/02/2014 |
| 51 | PPL CORP COMP | PURCHASED | VARIOUS | 12/02/2014 |
| 52 | PRECISION CASTPARTS CORP | PURCHASED | VARIOUS | 12/02/2014 |
| 53 | SANDISK CORP | PURCHASED | VARIOUS | 12/02/2014 |
| 54 | STATE STREET CORP COM | PURCHASED | VARIOUS | 12/02/2014 |
| 55 | SUNTRUST BANK | PURCHASED | VARIOUS | 5/28/2014 |
| 56 | TARGET CORP | PURCHASED | VARIOUS | 12/02/2014 |
| 57 | THERMO FISHER SCIENTIFIC INC | PURCHASED | VARIOUS | 12/02/2014 |
| 58 | TIME WARNER CABLE, INC | PURCHASED | VARIOUS | 11/21/2014 |
| 59 | TJX COMPANIES | PURCHASED | VARIOUS | 12/02/2014 |
| 60 | TRIMBLE NAVIGATION LTD | PURCHASED | VARIOUS | 11/21/2014 |
| 61 | TRINITY INDUSTRIES, INC | PURCHASED | VARIOUS | 12/02/2014 |
| 62 | UNITED RENTALS INC | PURCHASED | VARIOUS | 12/02/2014 |
| 63 | US BANKCORP DEL NEW | PURCHASED | VARIOUS | 12/02/2014 |
| 64 | VANGUARD GNMA FD | PURCHASED | VARIOUS | 11/25/2014 |
| 65 | VANGUARD INFLATION PROTECTED SEC FD | PURCHASED | VARIOUS | 11/25/2014 |
| 66 | VANGUARD REIT ETF | PURCHASED | VARIOUS | 12/02/2014 |
| 67 | VERIZON COMMUNICATIONS | PURCHASED | VARIOUS | 12/02/2014 |
| 68 | WALMART STORES INC | PURCHASED | VARIOUS | 12/02/2014 |
| 69 | WELLS FARGO & CO | PURCHASED | VARIOUS | 7/08/2014 |
| 70 | XCEL ENERGY INC | PURCHASED | VARIOUS | 12/02/2014 |
| 71 | ZIMMER HLDGS INC | PURCHASED | VARIOUS | 12/02/2014 |
| 72 | ARTISAN MID CAP | PURCHASED | VARIOUS | 11/21/2014 |
| 73 | FEDERATED STRATEGIC VALUE DIVIDEND FUND | PURCHASED | VARIOUS | 12/04/2014 |
| 74 | FEDERATED STRATEGIC VALUE DIVIDEND FUND | PURCHASED | VARIOUS | 12/04/2014 |
| 75 | FEDERATED INSTL TR HI YIELD BD #900 | PURCHASED | VARIOUS | 12/04/2014 |
| 76 | FEDERATED INSTL TR HI YIELD BD #900 | PURCHASED | VARIOUS | 12/04/2014 |
| 77 | FIDELITY FLOATING RATE HIGH INCOME FUND | PURCHASED | VARIOUS | 12/08/2014 |
| 78 | FIDELITY FLOATING RATE HIGH INCOME FUND | PURCHASED | VARIOUS | 12/08/2014 |
| 79 | FIDELITY ADVISOR SER VIII EMERGING INSTL | PURCHASED | VARIOUS | 12/29/2014 |
| 80 | FIDELITY ADVISOR SER VIII EMERGING INSTL | PURCHASED | VARIOUS | 12/29/2014 |
| 81 | HARDING LOEVNER EMERGING MARKETS | PURCHASED | VARIOUS | 12/22/2014 |
| 82 | NEUBERGER BERMAN GENESIS ASSET FUND | PURCHASED | VARIOUS | 12/17/2014 |
| 83 | VANGUARD GNMA FD | PURCHASED | VARIOUS | 12/18/2014 |
| 84 | VANGUARD INFLATION PROTECTED SEC FD | PURCHASED | VARIOUS | 12/29/2014 |

| ITEM | (E) GROSS SALES | (F) DEPREC. ALLOWED | (G) COST BASIS | (H) GAIN (LOSS) | (I) FMV 12/31/69 | (J) ADJ. BAS. 12/31/69 | (K) EXCESS (I) - (J) | (L) GAIN (LOSS) |
|------|-----------------------|---------------------------|----------------------|-----------------------|------------------------|------------------------------|----------------------------|-----------------------|
| 1 | 218,749. | | 103,238. | 115,511. | | | | \$ 115,511. |
| 2 | 11,819. | | 7,203. | 4,616. | | | | 4,616. |
| 3 | 45,880. | | 32,359. | 13,521. | | | | 13,521. |
| 4 | 79,918. | | 25,180. | 54,738. | | | | 54,738. |
| 5 | 53,472. | | 46,135. | 7,337. | | | | 7,337. |
| 6 | 18,587. | | 14,986. | 3,601. | | | | 3,601. |
| 7 | 111,300. | | 101,625. | 9,675. | | | | 9,675. |
| 8 | 67,953. | | 28,027. | 39,926. | | | | 39,926. |

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STATEMENT 8 (CONTINUED)
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

| ITEM | (E) GROSS SALES | (F) DEPREC. ALLOWED | (G) COST BASIS | (H) GAIN (LOSS) | (I) FMV 12/31/69 | (J) ADJ. BAS. 12/31/69 | (K) EXCESS (I) - (J) | (L) GAIN (LOSS) |
|------|-----------------------|---------------------------|----------------------|-----------------------|------------------------|------------------------------|----------------------------|-----------------------|
| 9 | 20,535. | | 13,329. | 7,206. | | | | \$ 7,206. |
| 10 | 41,568. | | 51,390. | -9,822. | | | | -9,822. |
| 11 | 7,297. | | 5,768. | 1,529. | | | | 1,529. |
| 12 | 13,472. | | 8,831. | 4,641. | | | | 4,641. |
| 13 | 26,592. | | 19,066. | 7,526. | | | | 7,526. |
| 14 | 10,152. | | 7,108. | 3,044. | | | | 3,044. |
| 15 | 85,098. | | 92,353. | -7,255. | | | | -7,255. |
| 16 | 123,332. | | 101,943. | 21,389. | | | | 21,389. |
| 17 | 82,908. | | 69,201. | 13,707. | | | | 13,707. |
| 18 | 45,231. | | 31,402. | 13,829. | | | | 13,829. |
| 19 | 57,965. | | 29,034. | 28,931. | | | | 28,931. |
| 20 | 13,036. | | 7,170. | 5,866. | | | | 5,866. |
| 21 | 82,296. | | 58,123. | 24,173. | | | | 24,173. |
| 22 | 24,919. | | 22,298. | 2,621. | | | | 2,621. |
| 23 | 12,498. | | 4,723. | 7,775. | | | | 7,775. |
| 24 | 735. | | 731. | 4. | | | | 4. |
| 25 | 79,187. | | 60,731. | 18,456. | | | | 18,456. |
| 26 | 51,463. | | 26,481. | 24,982. | | | | 24,982. |
| 27 | 4,197. | | 3,618. | 579. | | | | 579. |
| 28 | 25,907. | | 25,111. | 796. | | | | 796. |
| 29 | 27,600. | | 41,488. | -13,888. | | | | -13,888. |
| 30 | 2,034. | | 2,652. | -618. | | | | -618. |
| 31 | 110,400. | | 25,696. | 84,704. | | | | 84,704. |
| 32 | 1,092. | | 674. | 418. | | | | 418. |
| 33 | 54,958. | | 34,327. | 20,631. | | | | 20,631. |
| 34 | 11,732. | | 8,739. | 2,993. | | | | 2,993. |
| 35 | 644,077. | | 549,482. | 94,595. | | | | 94,595. |
| 36 | 36,883. | | 23,400. | 13,483. | | | | 13,483. |
| 37 | 32,689. | | 21,084. | 11,605. | | | | 11,605. |
| 38 | 68,648. | | 33,619. | 35,029. | | | | 35,029. |
| 39 | 154,500. | | 149,136. | 5,364. | | | | 5,364. |
| 40 | 73,981. | | 58,744. | 15,237. | | | | 15,237. |
| 41 | 11,566. | | 6,981. | 4,585. | | | | 4,585. |
| 42 | 142,843. | | 92,894. | 49,949. | | | | 49,949. |
| 43 | 58,058. | | 67,025. | -8,967. | | | | -8,967. |
| 44 | 3,846. | | 4,017. | -171. | | | | -171. |
| 45 | 17,133. | | 11,658. | 5,475. | | | | 5,475. |
| 46 | 100,000. | | 100,510. | -510. | | | | -510. |
| 47 | 53,256. | | 21,615. | 31,641. | | | | 31,641. |
| 48 | 29,759. | | 27,074. | 2,685. | | | | 2,685. |
| 49 | 99,806. | | 104,464. | -4,658. | | | | -4,658. |
| 50 | 19,791. | | 10,111. | 9,680. | | | | 9,680. |
| 51 | 18,991. | | 15,516. | 3,475. | | | | 3,475. |
| 52 | 22,460. | | 15,267. | 7,193. | | | | 7,193. |
| 53 | 25,239. | | 10,633. | 14,606. | | | | 14,606. |
| 54 | 2,606. | | 1,423. | 1,183. | | | | 1,183. |
| 55 | 100,000. | | 100,000. | 0. | | | | 0. |
| 56 | 26,450. | | 7,427. | 19,023. | | | | 19,023. |
| 57 | 43,054. | | 19,424. | 23,630. | | | | 23,630. |
| 58 | 147,474. | | 83,396. | 64,078. | | | | 64,078. |
| 59 | 33,787. | | 31,650. | 2,137. | | | | 2,137. |
| 60 | 70,375. | | 67,168. | 3,207. | | | | 3,207. |
| 61 | 8,533. | | 8,175. | 358. | | | | 358. |

CLIENT MENGLE

GLENN AND RUTH MENGLE FOUNDATION

25-6067616

2/24/15

11.49AM

STATEMENT 8 (CONTINUED)
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

| ITEM | (E) GROSS SALES | (F) DEPREC. ALLOWED | (G) COST BASIS | (H) GAIN (LOSS) | (I) FMV 12/31/69 | (J) ADJ. BAS. 12/31/69 | (K) EXCESS (I) - (J) | (L) GAIN (LOSS) |
|-------|-----------------------|---------------------------|----------------------|-----------------------|------------------------|------------------------------|----------------------------|-----------------------|
| 62 | 91,222. | | 44,308. | 46,914. | | | | \$ 46,914. |
| 63 | 18,089. | | 12,956. | 5,133. | | | | 5,133. |
| 64 | 97,350. | | 97,620. | -270. | | | | -270. |
| 65 | 137,665. | | 147,358. | -9,693. | | | | -9,693. |
| 66 | 2,165. | | 1,787. | 378. | | | | 378. |
| 67 | 22,727. | | 17,311. | 5,416. | | | | 5,416. |
| 68 | 4,402. | | 2,897. | 1,505. | | | | 1,505. |
| 69 | 113,501. | | 99,000. | 14,501. | | | | 14,501. |
| 70 | 18,441. | | 11,808. | 6,633. | | | | 6,633. |
| 71 | 16,475. | | 9,174. | 7,301. | | | | 7,301. |
| 72 | 82,706. | | 0. | 82,706. | | | | 82,706. |
| 73 | 43,162. | | 0. | 43,162. | | | | 43,162. |
| 74 | 4,098. | | 0. | 4,098. | | | | 4,098. |
| 75 | 712. | | 0. | 712. | | | | 712. |
| 76 | 42. | | 0. | 42. | | | | 42. |
| 77 | 253. | | 0. | 253. | | | | 253. |
| 78 | 207. | | 0. | 207. | | | | 207. |
| 79 | 187. | | 0. | 187. | | | | 187. |
| 80 | 2,188. | | 0. | 2,188. | | | | 2,188. |
| 81 | 7,614. | | 0. | 7,614. | | | | 7,614. |
| 82 | 84,584. | | 0. | 84,584. | | | | 84,584. |
| 83 | 92. | | 0. | 92. | | | | 92. |
| 84 | 198. | | 0. | 198. | | | | 198. |
| TOTAL | | | | | | | | \$ 1220915. |

STATEMENT 9
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM:

NAME:

FIRST COMMONWEALTH BANK, TRUST DIVISION

CARE OF:

TAMMY DEVERS

STREET ADDRESS:

5355 SHAFFER ROAD

CITY, STATE, ZIP CODE:

DUBOIS, PA 15801

TELEPHONE:

(814) 371-7730

E-MAIL ADDRESS:

FORM AND CONTENT:

WRITTEN APPLICATION INCLUDING CURRENT FINANCIAL
 STATEMENTS, FINANCIAL STATEMENTS FOR THE PAST THREE YEARS,
 AND A BUDGET FOR THE NEXT YEAR.

SUBMISSION DEADLINES:

SEPTEMBER 1

RESTRICTIONS ON AWARDS:

GRANTS ARE PRIMARILY LIMITED TO 501(C) (3) ORGRANIZATIONS
 THAT OPERATE IN THE DUBOIS, BROCKWAY, AND ERIE,
 PENNSYLVANIA AREAS.

CLIENT MENGLE

GLENN AND RUTH MENGLE FOUNDATION

25-6067616

2/20/15

03:49PM

STATEMENT 10
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

| NAME AND ADDRESS | DONEE RELATIONSHIP | FOUND- ATION STATUS | PURPOSE OF GRANT | AMOUNT |
|--|-----------------------|---------------------------|---|------------|
| BROCKWAY AREA SCHOOL DISTRICT 40 NORTH STREET BROCKWAY, PA 15824 | N/A | 501 (C) (3) | 2014 GRANT RESTRICTED \$12,000 SCHOLARSHIPS, \$12,000 DALE CARNEGIE COURSE, \$11,000 ARTS/HUMANITIES & STUDENT FIELD TRIPS | \$ 35,000. |
| BUCKTAIL COUNCIL INC., BSA 209 FIRST STREET DUBOIS, PA 15801 | N/A | 501 (C) (3) | 2014 GRANT DISTRIBUTION \$40,000 TO BE USED IN SUPPORT "MODELING FUTURE LEADERS PROGRAM", \$10,000 FOR REPLACEMENT OF AIR CONDITIONING UNIT | 50,000. |
| DUBOIS CATHOLIC CHARITIES 90 BEAVER DR, SUITE 119-D, BOX 2 DUBOIS, PA 15801 | N/A | 501 (C) (3) | GRANT DISTRIBUTION IN SUPPORT OF THE MATERNITY/INFANT CLOSET PROGRAM RESTRICTED TO PURCHASE OF BABY NEEDS | 4,500. |
| CHRIST THE KING MANOR 1100 W. LONG ST., PO BOX 448 DUBOIS, PA 15801 | N/A | 501 (C) (3) | 2014 GRANT TO BE USED FOR ARIAL EMERGENCY CALL SYSTEM, 4 AEDS, AND SUPPLEMENTAL SECURITY SYSTEM | 31,000. |
| DUBOIS AREA YMCA 25 PARKWAY DRIVE DUBOIS, PA 15801 | N/A | 501 (C) (3) | 2014 GRANT DISTRIBUTION \$64,658 TO SUPPORT POOL OPERATION EXP, \$19,400 MIDDLE SHCOOL INITIATIVE | 84,058. |

CLIENT MENGLE

GLENN AND RUTH MENGLE FOUNDATION

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STATEMENT 10 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

| NAME AND ADDRESS | DONEE RELATIONSHIP | FOUND- ATION STATUS | PURPOSE OF GRANT | AMOUNT |
|--|-----------------------|---------------------------|--|------------|
| DUBOIS AREA CATHOLIC SCHOOLS PO BOX 567 DUBOIS, PA 15801 | N/A | 501 (C) (3) | 2014 GRANT DISTRIBUTION \$9,000 FOR LIGHTING AND SOUND SYSTEM, \$5,693 FOR TECH 21 INITIATIVE, \$8,497 FOR PURCHASE OF COMPUTERS | \$ 23,190. |
| DUBOIS AREA FOOD PANTRY 5 SOUTH JARED STREET DUBOIS, PA 15801 | N/A | 501 (C) (3) | GRANT DISTRIBUTION IN SUPPORT FOR PURCHASING FOOD FOR DISTRIBUTION | 10,000. |
| PENN HIGHLANDS HEALTHCARE - DUBOIS 100 HOSPITAL AVE, PO BOX 447 DUBOIS, PA 15801 | N/A | 501 (C) (3) | 2014 GRANT DISTRIBUTION FOR PURCHASE OF RADIMETRICS SOFTWARE | 40,000. |
| FREE MEDICAL CLINIC OF DUBOIS 47 WEST LONG AVE DUBOIS, PA 15801 | N/A | 501 (C) (3) | 2014 GRANT DISTRIBUTION TO SUPPORT THE FREE MEDICAL SERVICES PROJECT | 60,000. |
| MAKE A WISH FOUNDATION 312 WEST MAHONING ST PUNXSUTAWNEY, PA 15767 | N/A | 501 (C) (3) | GRANT DISTRIBUTION IN SUPPORT TO FULFILL THE WISHES OF TWO JEFFERSON COUNTY CHILDREN | 7,800. |
| MENGLE MEMORIAL LIBRARY 324 MAIN STREET BROCKWAY, PA 15824 | N/A | 501 (C) (3) | 2014 GRANT TO BE USED \$45,000 MENGLE LIB. OPERATING/BLDG DEPRECIATION & TECHNOLOGY \$55,000 RESTRICTED NORTHWEST REG. CONTENT MGMT SYST PROJECT | 100,000. |

CLIENT MENGLE

GLENN AND RUTH MENGLE FOUNDATION

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STATEMENT 10 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

| NAME AND ADDRESS | DONEE RELATIONSHIP | FOUND- ATION STATUS | PURPOSE OF GRANT | AMOUNT |
|---|-----------------------|---------------------------|--|------------|
| MOORHEAD UNITED METHODIST 335 MAIN STREET, PO BOX 233 BROCKWAY, PA 15824 | N/A | 501 (C) (3) | GRANT DISTRIBUTION TO SUPPORT THE AFTER SCHOOL PROGRAM AND TO ASSIST WITH OPERATING EXPENSES AT THE CHURCH | \$ 15,000. |
| NATIONAL MERIT SCHOLARSHIP CORP 1560 SHERMAN AVE, SUITE 200 EVANSTON, IL 60201 | N/A | 501 (C) (3) | 2014 GRANT TO PROVIDE FOUR YEAR FIXED STIPENDS | 6,630. |
| PENN STATE, DUBOIS COLLEGE PLACE DUBOIS, PA 15801 | N/A | 501 (C) (3) | 2014 GRANT \$35,000 ANN. SCHOLARSHIPS AT PENN STATE DUBOIS, \$25,000 FOR FUNDING OF STUDNET PROGRAMS | 60,000. |
| SHRINERS HOSPITALS FOR CHILDREN 1645 WEST EIGHTH STREET ERIE, PA 16505 | N/A | 501 (C) (3) | GRANT DISTRIBUTION FOR REPLACEMENT OF OPERATING ROOM LIGHTING | 54,698. |
| TEEN COURT, CLEARFIELD COUNTY 3 SOUTH BRADY ST, RM 342 DUBOIS, PA 15801 | N/A | 501 (C) (3) | GRANT DISTRIBUTION TO SUPPORT THE TEEN COURT PROJECT | 3,000. |
| YMCA OF GREATER ERIE 31 WEST 10TH STREET ERIE, PA 16501 | N/A | 501 (C) (3) | GRANT DISTRIBUTION TO BE USED FOR SPRAY AND PLAY PARK | 27,039. |
| DUBOIS AREA UNITED WAY 223 S. JARED ST. DUBOIS, PA 15801 | N/A | 501 (C) (3) | 2014 GRANT DISTRIBUTION IN SUPPORTING UNITED WAY ANNUAL CAMPAIGN | 35,000. |
| DUBOIS AREA SCHOOLS EDUCATIONAL FDN 500 LIBERTY BOULEVARD DUBOIS, PA 15801 | N/A | 501 (C) (3) | 2014 GRANT PURPOSE OF TECHNOLOGY INITIATIVE FOR ADDITIONAL LAPTOP COMPUTERS | 16,352. |

CLIENT MENGLE

GLENN AND RUTH MENGLE FOUNDATION

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STATEMENT 10 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

| NAME AND ADDRESS | DONEE RELATIONSHIP | FOUND- ATION STATUS | PURPOSE OF GRANT | AMOUNT |
|--|-----------------------|---------------------------|---|-----------|
| DUBOIS SENIOR & COMMUNITY CENTER 120 WEST PARK AVENUE DUBOIS, PA 15801 | N/A | 501 (C) (3) | 2014 GRANT TO BE USED FOR HANDICAP ACCECC FOR THE FRONT DOOR | \$ 6,000. |
| GIRL SCOUTS OF WESTERN PA 30 ISABELLA STREET, SUITE 107 PITTSBURGH, PA 15212 | N/A | 501 (C) (3) | 2014 GRANT RESTRICTED FOR THE PURPOSE OF ASSISTING IN CAPITAL IMPROVEMENTS FOR CAMP CURRY CREEK AND SMALL UTILITY VEHICLE | 25,400. |
| BROCKWAY VOLUNTEER HOSE COMPANY INC 751 TAYLOR WAY BROCKWAY, PA 15824 | N/A | 501 (C) (3) | 2014 GRANT DISTRIBUTION RESTRICTED FOR THE PURCHASE OF NEW SCBA UNITS | 28,000. |
| CULTURAL RESOURCES INC. PO BOX 598 DUBOIS, PA 15801 | N/A | 501 (C) (3) | 2014 GRANT PURPOSE OF SUPPORTING THE SPECIAL NEEDS THEATER PROGRAM | 1,500. |
| YOUNG PEOPLE WHO CARE PO BOX 129 FRENCHVILLE, PA 16836 | N/A | 501 (C) (3) | 2014 GRANT DISTRIBUTION TO BE USED FOR OFFSETTING COSTS | 5,000. |
| HAVEN HOUSE SHELTER PO BOX 472 DUBOIS, PA 15801 | N/A | 501 (C) (3) | 2014 GRANT TO PROVIDE FOOD FOR THE HOMELESS GUESTS | 10,000. |
| MOUNT ALOYSIUS COLLEGE 7373 ADMIRAL PEARY HIGHWAY CRESSON, PA 16630 | N/A | 501 (C) (3) | 2014 GRANT TO UPGRADE CLASSROOM INSTRUCTIONAL EQUIPMENT | 20,686. |
| PUNXSUTAWNEY WEATHER DISCOVERY CENTER 201 NORTH FINDLEY STREET PUNXSUTAWNEY, PA 15767 | N/A | 501 (C) (3) | 2014 GRANT TO BE USED FOR EDUCATIONAL PURPOSES | 2,000. |

2014

FEDERAL STATEMENTS

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GLENN AND RUTH MENGLE FOUNDATION

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STATEMENT 10 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

| NAME AND ADDRESS | DONEE RELATIONSHIP | FOUND- ATION STATUS | PURPOSE OF GRANT | AMOUNT |
|---|-----------------------|---------------------------|--|-------------|
| WESTERN PA CONSERVANCY 800 WATERFRONT DRIVE PITTSBURGH, PA 15222 | N/A | 501 (C) (3) | 2014 GRANT TO BE USED FOR ADDRESSING THE IMPACTS FROM FLOODING | \$ 10,000. |
| WRC PENNSYLVANIA MEMORIAL HOME 985 ROUTE 28 BROOKVILLE, PA 15825 | N/A | 501 (C) (3) | 2014 GRANT TO BE USED FOR PROJECT SNOEZELEN THERAPY | 11,438. |
| TOTAL | | | | \$ 783,291. |