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Form 990-PF

Return of Private Foundation

OMB No. 1545-0052

2016

Department of the Treasury
Internal Revenue Service

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

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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 2016 or tax year beginning

, 2016, and ending

, 20

Name of foundation

JOSEPH T AND HELEN M SIMPSON FOUNDATION

A Employer identification number

23-6242538

Number and street (or P O box number if mail is not delivered to street address)

Room/suite

B Telephone number (see instructions)

ONE M & T PLAZA, 7TH FLOOR

717-231-2669

City or town, state or province, country, and ZIP or foreign postal code

BUFFALO, NY 14203

G Check all that apply:

Initial return

Initial return of a former public charity

Final return

Amended return

Address change

Name change

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation

I Fair market value of all assets at

end of year (from Part II, col. (c), line

16) \$ 4,031,165.

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

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

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)

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
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				
4 Dividends and interest from securities	83,154.	81,560.		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	55,025.			
b Gross sales price for all assets on line 6a	164,100.			
7 Capital gain net income (from Part IV, line 2)		55,025.		
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	138,179.	136,585.		
13 Compensation of officers, directors, trustees, etc.	47,764.	47,764.		
14 Other employee salaries and wages		NONE	NONE	
15 Pension plans, employee benefits		NONE	NONE	
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see instructions)	58,781.	695.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings		NONE	NONE	
22 Printing and publications		NONE	NONE	
23 Other expenses (attach schedule)	88,385.	88,385.		
24 Total operating and administrative expenses. Add lines 13 through 23.	194,930.	136,844.	NONE	
25 Contributions, gifts, grants paid	167,420.			167,420.
26 Total expenses and disbursements. Add lines 24 and 25.	362,350.	136,844.	NONE	167,420.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-224,171.			
b Net investment income (if negative, enter -0-)		-0-		
c Adjusted net income (if negative, enter -0-)				

30 Received in
Batching Ogden
MAY 22 2017
SCANNED MAY 22 2017POSTMARK RECEIVED
MAY 10 '17 MAY 16 '17
20 OGDEN
SERVICE CENTER

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	292,210.	109,633.	109,633.
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less: allowance for doubtful accounts ▶ NONE			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) . STMT 4	3,122,589.	3,084,939.	3,921,532.
	c	Investments - corporate bonds (attach schedule)			
	Liabilities	11	Investments - land, buildings, and equipment basis ▶		
		Less: accumulated depreciation ▶ (attach schedule)			
12		Investments - mortgage loans			
13		Investments - other (attach schedule)			
14		Land, buildings, and equipment basis ▶			
		Less: accumulated depreciation ▶ (attach schedule)			
15		Other assets (describe ▶)			
16		Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	3,414,799.	3,194,572.	4,031,165.
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)		NONE		
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	3,414,799.	3,194,572.	
	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)	3,414,799.	3,194,572.	
	31	Total liabilities and net assets/fund balances (see instructions)	3,414,799.	3,194,572.	

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	3,414,799.
2	Enter amount from Part I, line 27a	2	-224,171.
3	Other increases not included in line 2 (itemize) ▶ FUND RETURNED	3	5,000.
4	Add lines 1, 2, and 3	4	3,195,628.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 7	5	1,056.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,194,572.

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.)
1 a PUBLICLY TRADED SECURITIES					
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 164,100.		109,075.	55,025.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a			55,025.		
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	55,025.	
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))
2015	193,150.	4,247,977.	0.045469
2014	214,875.	4,528,697.	0.047447
2013	286,625.	4,432,275.	0.064668
2012	262,475.	4,241,252.	0.061886
2011	250,550.	4,508,405.	0.055574
2 Total of line 1, column (d)			2 0.275044
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 0.055009
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 4,242,580.
5 Multiply line 4 by line 3.			5 233,380.
6 Enter 1% of net investment income (1% of Part I, line 27b).			6
7 Add lines 5 and 6.			7 233,380.
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.			8 167,420.

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)	1	NONE
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b.		
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2.	3	NONE
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	NONE
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	NONE
6	Credits/Payments.		
a	2016 estimated tax payments and 2015 overpayment credited to 2016.	6a	29,052.
b	Exempt foreign organizations - tax withheld at source.	6b	NONE
c	Tax paid with application for extension of time to file (Form 8868).	6c	NONE
d	Backup withholding erroneously withheld.	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	29,052.
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached.	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	29,052.
11	Enter the amount of line 10 to be: Credited to 2017 estimated tax ☐ NONE Refunded ☐	11	29,052.

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 2016 or the taxable year beginning in 2016 (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

Part VII-A Statements Regarding Activities (continued)

	Yes	No
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 ► M AND T BANK Telephone no. ► (717) 231-2669		
Located at ► 1100 WEHRLE DRIVE, 2ND FLOOR, BUFFALO, NY ZIP+4 ► 14221		
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 2016, 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	X
See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►		

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ 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)?	1b	
Organizations relying on a current notice regarding disaster assistance check here ► ☐		
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 2016?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016?	☐ Yes ☒ No	
If "Yes," list the years ►		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	2b	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 2016 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 2016.)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b	X

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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)? ☐ **5b**Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No
If "Yes," attach the statement required by Regulations section 53.4945-5(d).**6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ **6b** 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? ☐ **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
M AND T TRUST CO	TRUSTEE			
1100 WEHRLE DRIVE, 2ND FLOOR, BUFFALO, NY 14221	10	23,764.	-0-	-0-
HUGH J T SIMPSON	EXECUTIVE DIRECT			
76 EMLYN LANE, MECHANICSBURG, PA 17015	10	24,000.	-0-	-0-

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

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

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

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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	4,148,951.
b	Average of monthly cash balances	1b	158,237.
c	Fair market value of all other assets (see instructions).	1c	NONE
d	Total (add lines 1a, b, and c)	1d	4,307,188.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	4,307,188.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	64,608.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,242,580.
6	Minimum investment return. Enter 5% of line 5	6	212,129.

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	212,129.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	NONE
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	NONE
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	212,129.
4	Recoveries of amounts treated as qualifying distributions	4	5,000.
5	Add lines 3 and 4	5	217,129.
6	Deduction from distributable amount (see instructions).	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	217,129.

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	167,420.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	167,420.
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	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	167,420.

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 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				217,129.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			NONE	
b Total for prior years 20 <u>14</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2016.				
a From 2011	27,627.			
b From 2012	53,151.			
c From 2013	71,063.			
d From 2014	NONE			
e From 2015	9,801.			
f Total of lines 3a through e	161,642.			
4 Qualifying distributions for 2016 from Part XII, line 4. ► \$ <u>167,420.</u>				
a Applied to 2015, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2016 distributable amount				167,420.
e Remaining amount distributed out of corpus.	NONE			
5 Excess distributions carryover applied to 2016 . (If an amount appears in column (d), the same amount must be shown in column (a).)	49,709.			49,709.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	111,933.			
b Prior years' undistributed income. Subtract line 4b from line 2b.		NONE		
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		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount - see instructions			NONE	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017.				NONE
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)	NONE			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	111,933.			
10 Analysis of line 9:				
a Excess from 2012	31,069.			
b Excess from 2013	71,063.			
c Excess from 2014	NONE			
d Excess from 2015	9,801.			
e Excess from 2016				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, 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) 2016	(b) 2015	(c) 2014	(d) 2013	
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:

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

c Any submission deadlines:

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

Part XV **Supplementary Information** *(continued)***3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient 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 32				167,420.
Total			3a	167,420.
b Approved for future payment				
Total			3b	

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)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions.)
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					
4 Dividends and interest from securities			14	83,154.	
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	55,025.	
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)				138,179.	
13 Total. Add line 12, columns (b), (d), and (e)				138,179.	

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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

- | | | Yes | No |
|----------|--|--------------|----|
| 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 | 1a(1) | X |
| | (2) Other assets | 1a(2) | X |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| | (4) Reimbursement arrangements | 1b(4) | X |
| | (5) Loans or loan guarantees | 1b(5) | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| 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. | | |

[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

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.

**Sign
Here**

Diane M. Bimer

05/05/2017
Date

▶ Vice President
Title

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

**Paid
Preparer
Use Only**

Print/Type preparer's name

ERIC W COURSEY

Preparer's signature _____

Date _____

05/05/2017

7	Check ☐ if self-employed	PTIN
---	---	------

Firm's name ▶ ERNST & YOUNG U.S. LLP

Firm's EIN ▶

Firm's address ► 2100 E CARY ST. SUITE 201

RICHMOND, VA

23223

Phone no 804-344-4548

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS AND INTEREST	83,154.	81,560.
TOTAL	83,154.	81,560.

FORM 990PF, PART I - TAXES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
FOREIGN TAXES	46.	46.
FEDERAL TAXES PRIOR YEAR BALAN	29,034.	
FEDERAL ESTIMATED TAX DEPOSITS	29,052.	
FOREIGN TAXES ON QUALIFIED FOR	634.	634.
FOREIGN TAXES ON NONQUALIFIED	15.	15.
	-----	-----
TOTALS	58,781.	695.
	=====	=====

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
OTHER NON-ALLOCABLE EXPENSE -	67,876.	67,876.
OTHER NON-ALLOCABLE EXPENSE -	20,509.	20,509.
TOTALS	88,385. =====	88,385. =====

JOSEPH T AND HELEN M SIMPSON FOUNDATION
 FORM 990PF, PART II - CORPORATE STOCK
 =====

23-6242538

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ----
COLGATE PALMOLIVE COMPANY	6,645.	19,632.
PEPSICO INC	16,788.	41,852.
JOHNSON & JOHNSON	26,192.	69,126.
WELLS FARGO & COMPANY	20,389.	66,132.
CHEVRON CORP	22,032.	70,620.
TEVA PHARMACEUTICAL		
AMGEN INC	17,820.	43,863.
EXPRESS SCRIPTS INC	3,964.	34,395.
CISCO SYSTEMS INC	13,391.	30,220.
HARBOR INT'L FUND #11	191,767.	258,679.
EMERSON ELECTRIC	10,337.	22,300.
VERIZON COMMUNICATIONS	22,940.	42,704.
EXXON MOBIL	14,228.	36,104.
CONOCOPHILLIPS	8,755.	20,056.
ABBOTT LABORATORIES	5,986.	11,523.
UNITED TECHNOLOGIES	21,436.	43,848.
CVS	13,359.	55,237.
BAXTER INTERNATIONAL	8,254.	17,736.
GILEAD SCIENCES	6,981.	35,805.
EOG RESOURCES	14,438.	40,440.
SCHLUMBERGER LTD	35,604.	41,975.
GOLDMAN SACHS GROUP	32,496.	47,890.
APPLE COMPUTER INC	5,231.	46,328.
QUALCOMM INC	11,325.	19,560.
FEDERATED STRAT VAL FUND	57,956.	52,062.
PHILIP MORRIS INTERNATIONAL	7,661.	18,298.
INTUITIVE SURGICAL INC	10,767.	63,417.
VANGUARD SM CAP VALUE #860	71,137.	102,746.
FEDERATED TOTAL RETURN	226,824.	214,939.

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	---
GENERAL ELECTRIC	25,912.	31,600.
LOWES COMPANIES	22,106.	28,448.
ABBVIE INC	6,491.	18,786.
CELGENE CORP	31,133.	46,300.
AIR PRODUCTS & CHEMICALS INC	19,679.	21,573.
DANAHER CORP COM	22,222.	27,244.
DELTA AIR LINES INC	28,634.	29,514.
FEDEX CORP COM	26,430.	27,930.
LOCKHEED MARTIN CORPORATION CO	29,230.	37,491.
UNION PACIFIC CORP COM	24,273.	20,736.
NORDSTROM INC COM	30,715.	19,172.
OMNI COM GROUP INC COM	33,418.	38,300.
KINDER MORGAN INCORPORATED		
MARATHON OIL CORP		
OCCIDENTAL PETROLEUM CORP COMM	15,922.	14,246.
ACE LIMITED		
AMERICAN INTL GROUP INC	21,950.	22,859.
AMERICAN TOWER CORP	15,074.	15,852.
BB&T CORP COM	33,796.	42,318.
CITIGROUP INC	21,144.	23,772.
JP MORGAN CHASE & CO	25,548.	38,831.
METLIFE INC	24,386.	26,945.
PNC FINANCIAL SERVICES GROUP I	26,524.	35,088.
T ROWE PRICE GROUP INC COMMON		
U S BANCORP DEL COM NEW	10,825.	12,843.
BAXALTA INC		
CARDINAL HEALTH INC	21,103.	17,993.
PFIZER INC	32,793.	32,480.
ALPHABET INC CL A	15,562.	39,623.

JOSEPH T AND HELEN M SIMPSON FOUNDATION

23-6242538

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ----
ALPHABET INC CL C	15,560.	38,591.
MAXIM INTEGRATED PRODS INC COM	25,506.	28,928.
PPL CORP COM	21,438.	22,133.
SOUTHERN CO COM	15,640.	14,757.
LSV VALUE EQUITY FD STRATEGY	178,872.	197,711.
MORGAN STANLEY INSTL FD INC GR	213,809.	192,120.
T ROWE PRICE LARGE CAP GROWTH	189,118.	198,259.
VANGUARD INSTITUTIONAL INDEX F	221,191.	238,901.
MAINSTAY EPOCH GLOBAL EQUITY Y	68,853.	61,713.
MFS INTL NEW DISCOVERY FD	45,467.	43,455.
ISHARES RUSSELL MID-CAP GROWTH	133,291.	138,780.
ISHARES RUSSELL MID-CAP VALUE	222,252.	241,290.
ISHARES RUSSELL 2000 GROWTH	58,594.	61,576.
VANGUARD REIT	129,250.	127,922.
MERCK & COMPANY INC	37,313.	35,322.
ORACLE CORPORATION COM	10,971.	9,613.
CHUBB LTD	28,241.	33,030.
	-----	-----
TOTALS	3,084,939.	3,921,532.
	=====	=====

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES
=====DESCRIPTION
-----AMOUNT
-----COST BASIS ADJUST FOR RETURN OF CAPITAL
ROUNDING

1,053.

3.

TOTAL

1,056.

=====

AVERAGE MONTHLY FMV - 990PF, PART X, LINES 1a-1c

=====

MONTH -----	LINE 1a-FMV SECURITIES -----	LINE 1b-FMV CASH BALANCES -----	LINE 1c-FMV OTHER ASSETS -----
JANUARY	3,557,798.	297,311.	
FEBRUARY	3,574,383.	263,811.	
MARCH	3,798,850.	250,254.	
APRIL	7,460,723.	249,962.	
MAY	3,873,661.	212,573.	
JUNE	3,853,531.	85,457.	
JULY	3,997,652.	87,229.	
AUGUST	3,992,902.	86,154.	
SEPTEMBER	3,982,070.	68,708.	
OCTOBER	3,885,544.	68,427.	
NOVEMBER	3,888,761.	119,321.	
DECEMBER	3,921,532.	109,633.	
	-----	-----	-----
TOTAL	49,787,407.	1,898,840.	
	=====	=====	=====
AVERAGE FMV	4,148,951.	158,237.	
	=====	=====	=====

=====

RECIPIENT NAME:

HOSPICE OF CENTRAL PENNSYLVANIA

ADDRESS:

1320 LINGLESTOWN ROAD

HARRISBURG, PA 17110

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,500.

RECIPIENT NAME:

DAUPHIN COUNTY LIBRARY SYSTEMS

ADDRESS:

101 WALNUT ST.

HARRISBURG, PA 17101

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 500.

RECIPIENT NAME:

HUMANE SOCIETY OF HARRISBURG

ADDRESS:

7790 GRAYSON ROAD

HARRISBURG, PA 17111

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 500.

RECIPIENT NAME:
SALVATION ARMY INC
ADDRESS:
PO BOX 61798
HARRISBURG, PA 17106-1798
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PUBLIC SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 8,500.

RECIPIENT NAME:
HERITAGE FOUNDATION
ADDRESS:
214 MASSACHUSETTS AVE NE
WASHINGTON, DC 20002
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:
SUSQUEHANNA ART MUSEUM
ADDRESS:
301 MARKET STREET
HARRISBURG, PA 17101
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PUBLIC SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 15,000.

RECIPIENT NAME:
THEATRE HARRISBURG
ADDRESS:
513 HURLOCK STREET
HARRISBURG, PA 17110-1489
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PUBLIC SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:
CUMB-PERRY ASSN RET CIT CTR IND
ADDRESS:
262 SILVER SPRING ROAD
MECHANICSBURG, PA 17055
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PUBLIC SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
HUMMELSTOWN HISTORICAL SOCIETY
ADDRESS:
N ROSANNA & NORTH ALLEY
HUMMELSTOWN, PA 17036
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PUBLIC SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
ST LABRE INDIAN SCHOOL
MAJOR AND PLANNED GIVING DEPARTMENT
ADDRESS:
P.O. BOX 797
ASHLAND, MT 59003
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PUBLIC SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 600.

RECIPIENT NAME:
BOYS & GIRLS CLUB OF CENTRAL PA
ADDRESS:
1227 BERRYHILL STREET
HARRISBURG, PA 17104
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
HARRISBURG SYMPHONY ASSOC.
ATTN: JEFF WOODRUFF
ADDRESS:
800 CORPORATE CIRCLE STE 101
HARRISBURG, PA 17110
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:
GOODWILL KEYSTONE AREA
ADDRESS:
1150 GOODWILL DR
HARRISBURG, PA 17101-2400
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:
AMERICAN RED CROSS OF
SUSQUEHANNA VALLEY
ADDRESS:
1804 N SIXTH ST
HARRISBURG, PA 17110
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PUBLIC SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,500.

RECIPIENT NAME:
HARRISBURG AREA RIVERBOAT
SOCIETY
ADDRESS:
PO BOX 910
HARRISBURG, PA 17108
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PUBLIC SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 300.

=====

RECIPIENT NAME:

JOSEPH T SIMPSON PUBLIC
LIBRARY

ADDRESS:

16 N CHESTNUT ST
MECHANICSBURG, PA 17055

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

MCDANIEL COLLEGE

ADDRESS:

2 COLLEGE HILL
WESTMINSTER, MD 21157

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,500.

RECIPIENT NAME:

METROPOLITAN OPERA GUILD

ADDRESS:

LINCOLN CENTER
NEW YORK, NY 10023

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
OPEN STAGE OF HARRISBURG
ADDRESS:
223 WALNUT ST
HARRISBURG, PA 17101
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PUBLIC SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 750.

RECIPIENT NAME:
PINNACLE HEALTH AUXILIARY
ADDRESS:
PO BOX 8700
HARRISBURG, PA 17105
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PUBLIC SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 500.

RECIPIENT NAME:
UNITED WAY OF THE CAPITAL
REGION
ADDRESS:
2235 MILLENIUM WAY
ENOLA, PA 17025
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PUBLIC SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 15,170.

JOSEPH T AND HELEN M SIMPSON FOUNDATION

23-6242538

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:

WXPN

ADDRESS:

3025 WALNUT ST

PHILADELPHIA, PA 19104

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 500.

RECIPIENT NAME:

CHRISTIAN SERVICES

COUNSELING

ADDRESS:

309 ALLEN ROAD

CARLISLE, PA 17013

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

HARRISBURG SHAKESPEARE

FESTIVAL

ADDRESS:

605 STRAWBERRY SQUARE

HARRISBURG, PA 17101

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 500.

JOSEPH T AND HELEN M SIMPSON FOUNDATION

23-6242538

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

MECHANICSBURG AREA

MEALS ON WHEELS INC

ADDRESS:

PO BOX 1093

MECHANICSBURG, PA 17055

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 500.

RECIPIENT NAME:

NATIONAL MS SOCIETY OF

CENTRAL PA

ADDRESS:

2040 LINGLESTOWN RD STE 104

HARRISBURG, PA 17110

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

SONSHINE MINISTRIES

ADDRESS:

PO BOX 902

HARRISBURG, PA 17103

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 3,500.

=====

RECIPIENT NAME:

UCP CENTRAL PA

ADDRESS:

925 KUBDA KABE

CAMP HILL, PA 17011

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,400.

RECIPIENT NAME:

WETA

ADDRESS:

3939 CAMPBELL AVE.

ARLINGTON, VA 22206

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 550.

RECIPIENT NAME:

CENTRAL PA FOOD BANK

ADDRESS:

3908 COREY

HARRISBURG, PA 17109

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
CAPITAL AREA SCHOOL FOR THE ARTS
ADDRESS:
150 STRAWBERRY SQUARE
HARRISBURG, PA 17101
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EDUCATION
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
COMMONWEALTH FOUNDATION
ADDRESS:
225 STATE STREET SUITE 302
HARRISBURG, PA 17101
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PUBLIC AWARENESS
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
STATE STREET ACADEMY OF MUSIC
ADDRESS:
110 STATE STREET
HARRISBURG, PA 17101
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EDUCATION
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 500.

RECIPIENT NAME:
YMCA - WEST SHORE
ADDRESS:
410 FALLOWFIELD ROAD
CAMP HILL, PA 17011
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PUBLIC SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,500.

RECIPIENT NAME:
CENTRAL PA YOUTH BALLETT
ADDRESS:
50 NORTH ORANGE ST
CARLISLE, PA 17013
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PUBLIC SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
CUMBERLAND COUNTY HISTORICAL
SOCIETY
ADDRESS:
21 N PITT ST
CARLISLE, PA 17013
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PUBLIC SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 800.

RECIPIENT NAME:
CULTURAL ENRICHMENT FUND
ADDRESS:
PO BOX 12084
HARRISBURG, PA 17108
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PUBLIC SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 4,000.

RECIPIENT NAME:
RONALD MCDONALD HOUSE
ADDRESS:
745 W GOVERNOR RAOD
HERSHEY, PA 17033
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PUBLIC SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,200.

RECIPIENT NAME:
CHILDRENS MIRACLE NETWORK-PENN
STATE CHILDRENS HOSPITAL
ADDRESS:
PENN STATE M.S. HERSHEY
HERSHEY, PA 17033
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROVIDE MEDICAL CARE FOR CHILDREN
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 500.

RECIPIENT NAME:
NATIVITY SCHOOL OF HARRISBURG
ADDRESS:
2135 NORTH 6TH ST
HARRISBURG, PA 17110
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EDUCATION
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 500.

RECIPIENT NAME:
HOMELAND CENTER
ADDRESS:
1901 N FIFTH STREET
HARRISBURG, PA 17102
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
WRTI-FM
ADDRESS:
1509 CECIL B MOORE AVE 3RD FL
PHILADELPHIA, PA 19121
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 500.

RECIPIENT NAME:
GAMUT THEATRE GROUP
ADDRESS:
605 STRAWBERRY SQUARE
HARRISBURG, PA 17101
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PUBLIC SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 6,250.

RECIPIENT NAME:
UNITED METHODIST HOME FOR CHILDREN
ADDRESS:
5120 SIMPSON FERRY RD
MECHANICSBURG, PA 17055
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PUBLIC SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 750.

RECIPIENT NAME:
HEALTH MINISTRIES OF CHRIST
LUTHERAN CHURCH
ADDRESS:
124 SOUTH 13TH STREET
HARRISBURG, PA 17104
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,500.

=====

RECIPIENT NAME:

CAPITAL REGION LITERACY COUNCIL

ADDRESS:

PO BOX 678

HARRISBURG, PA 17108

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,500.

RECIPIENT NAME:

FUND FOR JOHNS HOPKINS MEDICINE

ATTN:KIMMEL CANCER CENTER (DR HANN)

ADDRESS:

750 E PRATT ST. 17TH FL

BALTIMORE, MD 21202

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

MEDICINE

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

HARVARD SQUARE COLLEGE FINANCIAL ADV

ADDRESS:

5490 SMITH DR

MECHANICSBURG, PA 17050

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,000.

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RECIPIENT NAME:

SKI ROUNDTOP RACING CLUB

ADDRESS:

145 E LAUER LANE

CAMP HILL, PA 17011

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 500.

RECIPIENT NAME:

ST ANNE'S SCHOOL OF ANNAPOLIS

ADDRESS:

3112 ARUNFEL ON THE BAY RD

ANNAPOLIS, MD 21403

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

HAMILTON HEALTH CENTER

ADDRESS:

110S 17TH ST.

HARRISBURG, PA 17104

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 20,000.

RECIPIENT NAME:
BRAIN & BEHAVIOR RESEACH FDN
ADDRESS:
90 PARK AVE 16TH FL
NEW YORK, NY 10157
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PUBLIC SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 800.

RECIPIENT NAME:
EXPONENT PHILANTHROPY
ADDRESS:
1720 N STREET, NW
WASHINGTON, DC 20036
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PUBLIC SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 300.

RECIPIENT NAME:
GIRL SCOUTS IN THE HEART OF PENN.
PAUL LEWIS, TREASURER
ADDRESS:
350 HALE AVENUE
HARRISBURG, PA 17104
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PUBLIC SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 500.

=====

RECIPIENT NAME:

GIRL SCOUTS OF CONNECTICUT
CAMPSHIP FUND

ADDRESS:

340 WASHINGTON ST
HARTFORD, CT

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

DAUPHIN COUNTY HISTORICAL SOCIETY

ADDRESS:

219 S FRONT ST
HARRISBURG, PA 17104

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 500.

RECIPIENT NAME:

THE CHRISTIAN SCHOOL OF GRACE
BAPTIST CHURCH

ADDRESS:

777 W NORT ST.
CARLISLE, PA 17013

RELATIONSHIP:

NONW

PURPOSE OF GRANT:

PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
LECTICA INC
ADDRESS:
35 SOUTH PARK TERRACE
NORTHHAMPTON, MA 01060
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PUBLIC SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
NEW HOPE MINISTRIES
ADDRESS:
PO BOX 448
DILLSBURG, PA 17019
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PUBLIC SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:
WITF TV-FM
GREG POLAND
ADDRESS:
4801 LINDLE ROAD
HARRISBURG, PA 17111
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PUBLIC SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,500.

RECIPIENT NAME:
3 STAR FOUNDATION
ADDRESS:
6003 JONESTOWN RD
HARRISBURG, PA 17112
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PUBLIC SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 500.

RECIPIENT NAME:
FOUNDATION FOR ENHANCING COMMUNITIES
ADDRESS:
200 NORTH THIRD STREET, 8TH FLOOR
HARRISBURG, PA 17108-0678
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PUBLIC SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,750.

RECIPIENT NAME:
MARKET SQUARE CONCERTS
ADDRESS:
P.O. BOX 1292
HARRISBURG, PA 17108
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PUBLIC SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,500.

RECIPIENT NAME:
MESSIAH COLLEGE
FINANCE DEPARTMENT
ADDRESS:
ONE COLLEGE AVENUE SUITE 3010
MECHANICSBURG, PA 17055
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PUBLIC SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
YOUNG WOMEN'S CHRISTIAN ASSOC
JOHN CRAIN CENTER
ADDRESS:
1101 MARKET STREET
HARRISBURG, PA 17103
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PUBLIC SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
BETHESDA MISSION
ADDRESS:
P.O. BOX 3041
HARRISBURG, PA 17105
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 6,500.

RECIPIENT NAME:
HARRISBURG AREA YMCA
C/O RICHARD A. CURL, PRESIDENT & CEO
ADDRESS:
123 FORSTER ST
HARRISBURG, PA 17102-3409
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PUBLIC SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
HARRISBURG CHORAL SOCIETY
ADDRESS:
P.O. BOX 0215
CAMP HILL, PA 17001-0215
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PUBLIC SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 300.

RECIPIENT NAME:
WORLD SURGICAL FOUNDATION, INC.
DR. DOMINGO T. ALVEAR, PRESIDENT
ADDRESS:
P.O. BOX 1006
CAMP HILL, PA 17001
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PUBLIC SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 4,000.

JOSEPH T AND HELEN M SIMPSON FOUNDATION 23-6242538
FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID
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RECIPIENT NAME:

WEDNESDAY CLUB
SCHOLARSHIP FUND

ADDRESS:

P, O. BOX 3765
HARRISBURG, PA 17105

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 500.

TOTAL GRANTS PAID: 167,420.
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