

Return of Private Foundation

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

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2017

Open to Public Inspection

Form **990-PF**

Department of the Treasury
Internal Revenue Service

For calendar year 2017 or tax year beginning

, and ending

Name of foundation ANIMAL CARE SANCTUARY		A Employer identification number 22-1837635
Number and street (or P.O. box number if mail is not delivered to street address) P.O. BOX A	Room/suite	B Telephone number 570-596-2200
City or town, state or province, country, and ZIP or foreign postal code EAST SMITHFIELD, PA 18817		C If exemption application is pending, check here ... <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here ... <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ... <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ... <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 4,774,448.	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ... <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	883,863.			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	37,493.	37,493.	37,493.	STATEMENT 1
	4 Dividends and interest from securities	27,180.	27,180.	27,180.	STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	37,948.			
	b Gross sales price for all assets on line 6a	1,360,618.			
	7 Capital gain net income (from Part IV, line 2)		37,948.		
	8 Net short-term capital gain			15,276.	
	9 Income modifications				
	10a Gross sales less returns and allowances	31,561.			STATEMENT 3
b Less: Cost of goods sold	17.				
c Gross profit or (loss)	31,544.		31,544.		
11 Other income	374,679.	10,235.	374,679.	STATEMENT 4	
12 Total. Add lines 1 through 11	1,392,707.	112,856.	486,172.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	69,473.	0.	0.	69,473.
	14 Other employee salaries and wages	960,591.	0.	188,384.	772,207.
	15 Pension plans, employee benefits	141,714.	0.	34,419.	107,295.
	16a Legal fees STMT 5	14,894.	0.	13.	14,881.
	b Accounting fees STMT 6	15,875.	0.	14.	15,861.
	c Other professional fees STMT 7	95,974.	28,318.	28,376.	67,598.
	17 Interest				
	18 Taxes STMT 8	7,813.	0.	1,025.	6,378.
	19 Depreciation and depletion	88,294.	0.	88,294.	
	20 Occupancy				
	21 Travel, conferences, and meetings	16,009.	0.	156.	15,853.
	22 Printing and publications	16,079.	0.	0.	16,079.
	23 Other expenses STMT 9	460,836.	0.	137,022.	323,814.
	24 Total operating and administrative expenses. Add lines 13 through 23	1,887,552.	28,318.	477,703.	1,409,439.
	25 Contributions, gifts, grants paid	0.			0.
26 Total expenses and disbursements. Add lines 24 and 25	1,887,552.	28,318.	477,703.	1,409,439.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-494,845.				
b Net investment income (if negative, enter -0-)		84,538.			
c Adjusted net income (if negative, enter -0-)			8,469.		

Part II Balance Sheets <small>Attached schedules and amounts in the description column should be for end-of-year amounts only.</small>		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	54,345.	52,972.	52,972.
	2 Savings and temporary cash investments	173,059.	94,059.	94,059.
	3 Accounts receivable ▶ 1,918.			
	Less: allowance for doubtful accounts ▶	1,371.	1,918.	1,918.
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable		96,693.	96,693.
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use	4,444.	6,320.	6,320.
	9 Prepaid expenses and deferred charges	36,888.	291.	291.
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 10	11,274.	13,867.	13,867.
	c Investments - corporate bonds STMT 11	787,581.	524,228.	524,228.
	11 Investments - land, buildings, and equipment: basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 12	2,787,667.	2,717,385.	2,717,385.	
14 Land, buildings, and equipment: basis ▶ 2,674,507.				
Less: accumulated depreciation STMT 13 ▶ 1,420,392.	1,186,473.	1,254,115.	1,254,115.	
15 Other assets (describe ▶ GOODWILL)	14,400.	12,600.	12,600.	
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	5,057,502.	4,774,448.	4,774,448.	
Liabilities	17 Accounts payable and accrued expenses	166,560.	196,228.	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable	67,600.	67,052.	
	22 Other liabilities (describe ▶			
	23 Total liabilities (add lines 17 through 22)	234,160.	263,280.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26, and lines 30 and 31.			
	24 Unrestricted	2,983,241.	2,565,802.	
	25 Temporarily restricted	187,143.	229,511.	
	26 Permanently restricted	1,652,958.	1,715,855.	
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
30 Total net assets or fund balances	4,823,342.	4,511,168.		
31 Total liabilities and net assets/fund balances	5,057,502.	4,774,448.		

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	4,823,342.
2 Enter amount from Part I, line 27a	2	-494,845.
3 Other increases not included in line 2 (itemize) ▶ UNREALIZED GAIN/LOSS	3	182,671.
4 Add lines 1, 2, and 3	4	4,511,168.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,511,168.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b	SEE ATTACHED STATEMENT			
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	1,360,618.		1,322,670.	37,948.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
b			
c			
d			
e			37,948.

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	37,948.
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). If (loss), enter -0- in Part I, line 8	3	15,276.

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 doesn't 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))
2016	1,630,043.	3,700,931.	.440441
2015	1,494,053.	3,374,432.	.442757
2014	1,470,171.	4,097,350.	.358810
2013	1,830,985.	3,799,090.	.481954
2012	1,744,550.	3,300,756.	.528530

2	Total of line 1, column (d)	2	2.252492
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years	3	.450498
4	Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	3,747,960.
5	Multiply line 4 by line 3	5	1,688,448.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	845.
7	Add lines 5 and 6	7	1,689,293.
8	Enter qualifying distributions from Part XII, line 4	8	1,409,439.

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)		
1a 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 instructions)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	1,691.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations, enter 4% of Part I, line 12, col. (b).		
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)	2	0.
3 Add lines 1 and 2	3	1,691.
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	1,691.
6 Credits/Payments:		
a 2017 estimated tax payments and 2016 overpayment credited to 2017	6a	600.
b Exempt foreign organizations - tax withheld at source	6b	0.
c Tax paid with application for extension of time to file (Form 8868)	6c	0.
d Backup withholding erroneously withheld	6d	0.
7 Total credits and payments. Add lines 6a through 6d	7	600.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	2.
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed SEE STATEMENT 14	9	1,093.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11 Enter the amount of line 10 to be: Credited to 2018 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities		
	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the 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
1c 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. <input type="checkbox"/> \$ <u>0.</u> (2) On foundation managers. <input type="checkbox"/> \$ <u>0.</u>		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ <u>0.</u>		
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? N/A		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by <i>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? 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. <input type="checkbox"/> <u>PA, NY, NJ</u>		
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 <i>General Instruction G</i> ? 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 2017 or the tax year beginning in 2017? See the 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)

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
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges?
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?
Website address WWW.ANIMALCARESANCTUARY.ORG
14 The books are in care of JOAN SMITH-REESE Telephone no. 570-596-2200
Located at P.O. BOX A, EAST SMITHFIELD, PA ZIP+4 18817
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 N/A
16 At any time during calendar year 2017, 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? Yes No 16 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.

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 X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes No X 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 X 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 X 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 N/A
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 2017? 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 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? Yes No X 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.) 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.
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 X No
b If "Yes," did it have excess business holdings in 2017 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 2017.) N/A
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 2017? 4b X

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

5a During the year, did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions Yes No

Organizations relying on a current notice regarding disaster assistance, check here **N/A**

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). **N/A**

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

If "Yes," attach the statement required by Regulations section 53.4945-5(d). **N/A**

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, and foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 17		69,473.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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
DEBORAH URBAN - C/O ORGANIZATION PO BOX A, EAST SMITHFIELD, PA 18817	VETERINARIAN 40.00	64,232.	0.	0.
ROSEMARY TWOOMEY - C/O ORGANIZATION PO BOX A, EAST SMITHFIELD, PA 18817	DEVELOPMENT 40.00	58,376.	0.	0.

Total number of other employees paid over \$50,000 **0**

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services. 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 SEE STATEMENT 18	454,274.
2 SEE STATEMENT 19	429,659.
3 SEE STATEMENT 20	333,484.
4 SEE STATEMENT 21	64,380.

Part IX-B Summary of Program-Related Investments

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.

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	3,246,563.
b	Average of monthly cash balances	1b	558,473.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	3,805,036.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	3,805,036.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	57,076.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,747,960.
6	Minimum investment return. Enter 5% of line 5	6	187,398.

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	
2a	Tax on investment income for 2017 from Part VI, line 5	2a	
b	Income tax for 2017. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	
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	

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	1,409,439.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4	4	1,409,439.
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	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,409,439.

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 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				0.
2 Undistributed income, if any, as of the end of 2017:				
a Enter amount for 2016 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2017:				
a From 2012	1,582,308.			
b From 2013	1,646,516.			
c From 2014				
d From 2015				
e From 2016				
f Total of lines 3a through e	3,228,824.			
4 Qualifying distributions for 2017 from Part XII, line 4: ▶ \$	N/A			
a Applied to 2016, but not more than line 2a			0.	
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 2017 distributable amount				0.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2017 (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	3,228,824.			
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 2016. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2017. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2018				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2012 not applied on line 5 or line 7	1,582,308.			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	1,646,516.			
10 Analysis of line 9:				
a Excess from 2013	1,646,516.			
b Excess from 2014				
c Excess from 2015				
d Excess from 2016				
e Excess from 2017				

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

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 2017, 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				(e) Total
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	8,469.	4,545.	36,077.	204,868.	253,959.
b 85% of line 2a	7,199.	3,863.	30,665.	174,138.	215,865.
c Qualifying distributions from Part XII, line 4 for each year listed	1,409,439.	1,630,613.	1,494,796.	1,473,316.	6,008,164.
d Amounts included in line 2c not used directly for active conduct of exempt activities	543,749.	690,913.	516,254.	544,274.	2,295,190.
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	865,690.	939,700.	978,542.	929,042.	3,712,974.
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					0.
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0.
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0.
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)	1,290,086.	2,787,188.	1,119,746.	1,013,060.	6,210,080.
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)	883,863.	2,359,771.	624,875.	511,149.	4,379,658.
(3) Largest amount of support from an exempt organization					0.
(4) Gross investment income	112,856.	91,849.	96,332.	335,168.	636,205.

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).)
 NONE

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.
 NONE

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., to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number or email 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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
NONE				
Total				3a 0.
b Approved for future payment				
NONE				
Total				3b 0.

Part XVI-A Analysis of Income-Producing Activities

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
Enter gross amounts unless otherwise indicated.					
1 Program service revenue:					
a VET CLINIC					278,084.
b ADOPTION					47,518.
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	37,493.	
4 Dividends and interest from securities			14	27,180.	
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			15	10,235.	
8 Gain or (loss) from sales of assets other than inventory			18	37,948.	
9 Net income or (loss) from special events			01	-1,036.	
10 Gross profit or (loss) from sales of inventory					31,544.
11 Other revenue:					
a MISCELLANEOUS			01	3,132.	
b BOARDING INCOME			01	3,058.	
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		118,010.	357,146.
13 Total. Add line 12, columns (b), (d), and (e)					475,156.

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

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

Line No.	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).
▼	INCOME IS USED TO PROVIDE FOR NEGLECTED AND SURRENDERED ANIMALS AND PETS OF ALL KINDS, AND TO ACT AS A DEPOSITORY OF FUNDS DONATED AND BEQUESTED BY THE PUBLIC FOR THE CARE OF SUCH ANIMALS. FOR SPAY/NEUTER AND WELLNESS CARE FOR PETS IN OUR LOCAL COMMUNITIES.
1A	TO PROVIDE VETERINARY CARE TO ANIMAL CARE SANCTUARY DOGS AND CATS IN BOTH EAST SMITHFIELD AND WELLSBORO.
1B	TO PROVIDE ADOPTION OF ANIMALS TO APPROVED HOMES.
10	TO INCREASE THE PUBLIC'S AWARENESS OF ACS AS AN ORGANIZATION SINCE THESE RETAIL ITEMS CARRY THE ACS LOGO. COLLARS, LEASHES, T-SHIRTS ARE EXAMPLES OF THE RETAIL ITEMS THAT ACS SELLS AT VARIOUS ADOPTION EVENTS HELD ANNUALLY.
11A	MISCELLANEOUS INCOME RECEIVED FOR PROGRAM SERVICES.
11B	TO BOARD ANIMALS WHILE OWNERS ARE UNABLE TO CARE FOR THEM.

ANIMAL CARE SANCTUARY

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a BENEFICIAL TRUST	P		12/31/17
b BENEFICIAL TRUST	P		12/31/17
c RAYMOND JAMES	P		12/31/17
d MERRILL LYNCH	P		12/31/17
e PERSHING LLC - INVESTMENT ACCOUNTS	P		12/31/17
f PERSHING LLC - INVESTMENT ACCOUNTS	P		12/31/17
g			
h			
i			
j			
k			
l			
m			
n			
o			

(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 12,808.		12,669.	139.
b 423,029.		410,367.	12,662.
c 121,242.		114,145.	7,097.
d 194.		184.	10.
e 189,683.		181,653.	8,030.
f 613,662.		603,652.	10,010.
g			
h			
i			
j			
k			
l			
m			
n			
o			

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

(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	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			** 139.
b			12,662.
c			** 7,097.
d			** 10.
e			** 8,030.
f			10,010.
g			
h			
i			
j			
k			
l			
m			
n			
o			

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	37,948.
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). If (loss), enter "-0-" in Part I, line 8	3	15,276.

Underpayment of Estimated Tax by Corporations

Department of the Treasury
Internal Revenue Service

▶ Attach to the corporation's tax return. **FORM 990-PF**

2017

▶ Go to www.irs.gov/Form2220 for instructions and the latest information.

Name ANIMAL CARE SANCTUARY	Employer identification number 22-1837635
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Note: Generally, the corporation isn't required to file Form 2220 (see Part II below for exceptions) because the IRS will figure any penalty owed and bill the corporation. However, the corporation may still use Form 2220 to figure the penalty. If so, enter the amount from page 2, line 38 on the estimated tax penalty line of the corporation's income tax return, but **do not** attach Form 2220.

Part I Required Annual Payment			
1 Total tax (see instructions)		1	1,691.
2 a Personal holding company tax (Schedule PH (Form 1120), line 26) included on line 1	2a		
b Look-back interest included on line 1 under section 460(b)(2) for completed long-term contracts or section 167(g) for depreciation under the income forecast method	2b		
c Credit for federal tax paid on fuels (see instructions)	2c		
d Total. Add lines 2a through 2c		2d	
3 Subtract line 2d from line 1. If the result is less than \$500, do not complete or file this form. The corporation doesn't owe the penalty		3	1,691.
4 Enter the tax shown on the corporation's 2016 income tax return. See instructions. Caution: If the tax is zero or the tax year was for less than 12 months, skip this line and enter the amount from line 3 on line 5		4	570.
5 Required annual payment. Enter the smaller of line 3 or line 4. If the corporation is required to skip line 4, enter the amount from line 3		5	570.

Part II Reasons for Filing - Check the boxes below that apply. If any boxes are checked, the corporation must file Form 2220 even if it doesn't owe a penalty. See instructions.	
6 <input type="checkbox"/> The corporation is using the adjusted seasonal installment method.	
7 <input type="checkbox"/> The corporation is using the annualized income installment method.	
8 <input type="checkbox"/> The corporation is a "large corporation" figuring its first required installment based on the prior year's tax.	

Part III Figuring the Underpayment					
		(a)	(b)	(c)	(d)
9 Installment due dates. Enter in columns (a) through (d) the 15th day of the 4th (Form 990-PF filers: Use 5th month), 6th, 9th, and 12th months of the corporation's tax year	9	05/15/17	06/15/17	09/15/17	12/15/17
10 Required installments. If the box on line 6 and/or line 7 above is checked, enter the amounts from Sch A, line 38. If the box on line 8 (but not 6 or 7) is checked, see instructions for the amounts to enter. If none of these boxes are checked, enter 25% (0.25) of line 5 above in each column	10	143.	142.	143.	142.
11 Estimated tax paid or credited for each period. For column (a) only, enter the amount from line 11 on line 15. See instructions	11	190.			410.
Complete lines 12 through 18 of one column before going to the next column.					
12 Enter amount, if any, from line 18 of the preceding column	12		47.		
13 Add lines 11 and 12	13		47.		410.
14 Add amounts on lines 16 and 17 of the preceding column	14			95.	238.
15 Subtract line 14 from line 13. If zero or less, enter -0-	15	190.	47.	0.	172.
16 If the amount on line 15 is zero, subtract line 13 from line 14. Otherwise, enter -0-	16		0.	95.	
17 Underpayment. If line 15 is less than or equal to line 10, subtract line 15 from line 10. Then go to line 12 of the next column. Otherwise, go to line 18	17		95.	143.	
18 Overpayment. If line 10 is less than line 15, subtract line 10 from line 15. Then go to line 12 of the next column	18	47.			

Go to Part IV on page 2 to figure the penalty. Do not go to Part IV if there are no entries on line 17 - no penalty is owed.

Part IV Figuring the Penalty

	(a)	(b)	(c)	(d)
19 Enter the date of payment or the 15th day of the 4th month after the close of the tax year, whichever is earlier. (C Corporations with tax years ending June 30 and S corporations: Use 3rd month instead of 4th month. Form 990-PF and Form 990-T filers: Use 5th month instead of 4th month.) See instructions	19			
20 Number of days from due date of installment on line 9 to the date shown on line 19	20			
21 Number of days on line 20 after 4/15/2017 and before 7/1/2017	21			
22 Underpayment on line 17 x $\frac{\text{Number of days on line 21} \times 4\% (0.04)}{365}$	22 \$	\$	\$	\$
23 Number of days on line 20 after 06/30/2017 and before 10/1/2017	23			
24 Underpayment on line 17 x $\frac{\text{Number of days on line 23} \times 4\% (0.04)}{365}$	24 \$	\$	\$	\$
25 Number of days on line 20 after 9/30/2017 and before 1/1/2018	25			
26 Underpayment on line 17 x $\frac{\text{Number of days on line 25} \times 4\% (0.04)}{365}$	26 \$	\$	\$	\$
27 Number of days on line 20 after 12/31/2017 and before 4/1/2018	27	SEE ATTACHED WORKSHEET		
28 Underpayment on line 17 x $\frac{\text{Number of days on line 27} \times 4\% (0.04)}{365}$	28 \$	\$	\$	\$
29 Number of days on line 20 after 3/31/2018 and before 7/1/2018	29			
30 Underpayment on line 17 x $\frac{\text{Number of days on line 29} \times \%}{365}$	30 \$	\$	\$	\$
31 Number of days on line 20 after 6/30/2018 and before 10/1/2018	31			
32 Underpayment on line 17 x $\frac{\text{Number of days on line 31} \times \%}{365}$	32 \$	\$	\$	\$
33 Number of days on line 20 after 9/30/2018 and before 1/1/2019	33			
34 Underpayment on line 17 x $\frac{\text{Number of days on line 33} \times \%}{365}$	34 \$	\$	\$	\$
35 Number of days on line 20 after 12/31/2018 and before 3/16/2019	35			
36 Underpayment on line 17 x $\frac{\text{Number of days on line 35} \times \%}{365}$	36 \$	\$	\$	\$
37 Add lines 22, 24, 26, 28, 30, 32, 34, and 36	37 \$	\$	\$	\$
38 Penalty. Add columns (a) through (d) of line 37. Enter the total here and on Form 1120, line 33; or the comparable line for other income tax returns	38			2.

* Use the penalty interest rate for each calendar quarter, which the IRS will determine during the first month in the preceding quarter. These rates are published quarterly in an IRS News Release and in a revenue ruling in the Internal Revenue Bulletin. To obtain this information on the Internet, access the IRS website at www.irs.gov. You can also call 1-800-829-4933 to get interest rate information.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
INVESTMENT INCOME	37,493.	37,493.	37,493.
TOTAL TO PART I, LINE 3	37,493.	37,493.	37,493.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
DIVIDEND INCOME	27,180.	0.	27,180.	27,180.	27,180.
TO PART I, LINE 4	27,180.	0.	27,180.	27,180.	27,180.

FORM 990-PF

INCOME AND COST OF GOODS SOLD
INCLUDED ON PART I, LINE 10

STATEMENT 3

INCOME

1. GROSS RECEIPTS	31,561	
2. RETURNS AND ALLOWANCES		
3. LINE 1 LESS LINE 2		31,561
4. COST OF GOODS SOLD (LINE 15)	17	
5. GROSS PROFIT (LINE 3 LESS LINE 4).		31,544
6. OTHER INCOME		
7. GROSS INCOME (ADD LINES 5 AND 6)		31,544

COST OF GOODS SOLD

8. INVENTORY AT BEGINNING OF YEAR		
9. MERCHANDISE PURCHASED.		
10. COST OF LABOR.		
11. MATERIALS AND SUPPLIES	17	
12. OTHER COSTS.		
13. ADD LINES 8 THROUGH 12		17
14. INVENTORY AT END OF YEAR		
15. COST OF GOODS SOLD (LINE 13 LESS LINE 14).		17

FORM 990-PF	OTHER INCOME		STATEMENT	4
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	
ROYALTY INCOME	10,235.	10,235.	10,235.	
VET CLINIC	278,084.	0.	278,084.	
ADOPTION	47,518.	0.	47,518.	
MISCELLANEOUS	3,132.	0.	3,132.	
BOARDING INCOME	3,058.	0.	3,058.	
GROSS INCOME FROM SPECIAL FUNDRAISING EVENTS	32,652.	0.	32,652.	
TOTAL TO FORM 990-PF, PART I, LINE 11	374,679.	10,235.	374,679.	

FORM 990-PF	LEGAL FEES		STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	14,894.	0.	13.	14,881.
TO FM 990-PF, PG 1, LN 16A	14,894.	0.	13.	14,881.

FORM 990-PF	ACCOUNTING FEES		STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	15,875.	0.	14.	15,861.
TO FORM 990-PF, PG 1, LN 16B	15,875.	0.	14.	15,861.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
GENERAL PROFESSIONAL SERVICES	12,804.	0.	11.	12,793.	
STRATEGIC PLANNING	1,506.	0.	1.	1,505.	
INVESTMENT FEES	28,318.	28,318.	28,318.	0.	
PUBLIC RELATIONS	53,346.	0.	46.	53,300.	
TO FORM 990-PF, PG 1, LN 16C	95,974.	28,318.	28,376.	67,598.	

FORM 990-PF	TAXES			STATEMENT	8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
EXCISE TAX	410.	0.	0.	0.	
LICENSE & PERMITS	2,252.	0.	1,025.	1,227.	
REAL ESTATE	5,151.	0.	0.	5,151.	
TO FORM 990-PF, PG 1, LN 18	7,813.	0.	1,025.	6,378.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	9
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ADVERTISING	32,326.	0.	197.	32,129.	
FOOD - ANIMALS	18,680.	0.	263.	18,417.	
AUTO EXPENSES	11,493.	0.	57.	11,436.	
BANK CHARGES & FEES	6,289.	0.	13.	6,276.	
COMPUTER EXPENSES	37,217.	0.	6,327.	30,890.	
DUES & SUBSCRIPTIONS	12,281.	0.	468.	11,813.	
INSURANCE	66,069.	0.	14,701.	51,368.	
INTEREST	3,844.	0.	0.	3,844.	
JANITORIAL/CLEANING	13,691.	0.	2,390.	11,301.	
MISCELLANEOUS	24,200.	0.	5,835.	18,365.	
OFFICE EXPENSE	3,042.	0.	954.	2,088.	
REFUSE REMOVAL	3,340.	0.	556.	2,784.	
REPAIRS & MAINTENANCE	20,351.	0.	512.	19,839.	
SMALL TOOLS & EQUIPMENT	1,856.	0.	396.	1,460.	

ANIMAL CARE SANCTUARY

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SUPPLIES	2,198.	0.	624.	1,574.
TELECOMMUNICATIONS	12,109.	0.	2,623.	9,486.
TRAINING	2,052.	0.	0.	2,052.
UTILITIES	70,872.	0.	6,556.	64,316.
VETERINARY SERVICES	292.	0.	0.	292.
VETERINARY SUPPLIES AND MEDICATION	83,145.	0.	59,061.	24,084.
SPECIAL EVENT COSTS	33,688.	0.	33,688.	0.
AMORTIZATION	1,801.	0.	1,801.	0.
TO FORM 990-PF, PG 1, LN 23	460,836.	0.	137,022.	323,814.

FORM 990-PF CORPORATE STOCK STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
EQUITIES	13,867.	13,867.
TOTAL TO FORM 990-PF, PART II, LINE 10B	13,867.	13,867.

FORM 990-PF CORPORATE BONDS STATEMENT 11

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE/GOVERNMENT BONDS	524,228.	524,228.
TOTAL TO FORM 990-PF, PART II, LINE 10C	524,228.	524,228.

FORM 990-PF OTHER INVESTMENTS STATEMENT 12

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MUTUAL FUNDS	FMV	1,072,561.	1,072,561.
BENEFICIAL INTEREST IN PERPETUAL TRUST	FMV	1,644,824.	1,644,824.
TOTAL TO FORM 990-PF, PART II, LINE 13		2,717,385.	2,717,385.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 13

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
BUILDING	492,253.	492,251.	2.
CAT ROOM	10,822.	10,409.	413.
BUILDING	11,969.	11,228.	741.
CONCRETE	1,025.	961.	64.
GRAVEL	557.	523.	34.
FLOORING	1,299.	1,218.	81.
BLDG - OPER ROOM	16,527.	15,307.	1,220.
PAVING	5,290.	4,760.	530.
BLDG	2,285.	2,105.	180.
BLDG	4,700.	4,330.	370.
BARN	595.	591.	4.
DOORS & FLOORS	975.	965.	10.
BLDG - SUPPLIES	978.	947.	31.
SAND & GRATING KENNEL	5,562.	5,357.	205.
LINOLEUM	2,800.	2,682.	118.
ADDITION	69,096.	65,807.	3,289.
HOSPITAL ADDITION	23,000.	21,113.	1,887.
IMPROVEMENTS	5,950.	5,950.	0.
IMPROVEMENTS	981.	492.	489.
WINDOWS	305.	305.	0.
ROOF	9,500.	4,528.	4,972.
IMPROVEMENTS	855.	855.	0.
ROAD	46,062.	46,062.	0.
IMPROVEMENTS	70,332.	32,009.	38,323.
MOBILE HOME	19,935.	12,747.	7,188.
PARKING LOT	4,700.	4,700.	0.
DOORS	1,555.	688.	867.
FLOORING	2,300.	998.	1,302.
KENNEL BUILDING	185,775.	73,535.	112,240.
BUILDINGS	8,491.	3,394.	5,097.
TRAILER DOORS	635.	243.	392.
BUILDINGS - MOLDINGS	4,680.	1,870.	2,810.
BUIDLING	3,648.	1,443.	2,205.
CEMENT RUNS	2,647.	1,047.	1,600.
CEMENT RUNS	1,000.	394.	606.
BUIDLING - NEW	35,000.	14,582.	20,418.
BULDING - NEW	25,000.	10,310.	14,690.
BULDING - NEW	20,000.	8,206.	11,794.
BULDING - NEW	28,880.	11,788.	17,092.
BUILDING ACCESSORIES	1,977.	812.	1,165.
HEATING SYSTEMS	20,160.	15,288.	4,872.
FURNACE	3,270.	2,468.	802.
ELECTRIC UPGRADE	2,740.	1,627.	1,113.
SIDING	24,618.	17,951.	6,667.
TRAILER	13,807.	4,868.	8,939.
BUILDING IMPROVEMENTS	48,953.	17,886.	31,067.
FENCE	600.	557.	43.

WELL PUMP	2,554.	823.	1,731.
WATER LINE	4,453.	1,493.	2,960.
KENNEL ROOF	15,609.	5,236.	10,373.
DRIVEWAY	57,550.	49,238.	8,312.
2005 ASTRO 14X72 TRAILER	28,870.	9,191.	19,679.
PORCH	1,747.	557.	1,190.
HEATER	5,724.	4,771.	953.
HEATERS	9,534.	7,840.	1,694.
ROOFING	39,750.	11,805.	27,945.
SHED	2,412.	758.	1,654.
WELL PUMP	3,974.	1,223.	2,751.
FENCE	630.	497.	133.
WATER TANK	7,145.	7,145.	0.
WATER TANK	2,991.	2,991.	0.
WASHER	828.	828.	0.
DRYER	420.	420.	0.
DRYER	365.	365.	0.
BULDING IMPROVEMENTS	36,313.	10,475.	25,838.
FENCE	5,382.	5,382.	0.
TOOLS	2,500.	2,500.	0.
INCINERATOR	2,678.	2,678.	0.
TRAILER SKIRTING	953.	953.	0.
BUILDING - 30X12	4,602.	1,219.	3,383.
BUILDING - 8X10	1,179.	312.	867.
DRIVEWAY	11,340.	11,340.	0.
CHAIR	500.	500.	0.
TWO WASHERS	735.	735.	0.
BENCHES	1,417.	1,417.	0.
HUMIDIFIER	1,193.	1,193.	0.
WASHER	350.	350.	0.
DRYER	360.	360.	0.
FLOOR CLEANER	1,012.	1,012.	0.
CHAIR	440.	440.	0.
SECURITY SYSTEM	6,792.	6,792.	0.
INCINERATOR	37,900.	35,689.	2,211.
DISHWASHER	300.	300.	0.
CATHOUSE FLOOR	8,470.	2,189.	6,281.
SHOWER	400.	400.	0.
ROOF CAT BUILDING	2,780.	688.	2,092.
FLOOR WORK SPECIALS ROOM	4,200.	1,960.	2,240.
LAND	126,368.	0.	126,368.
PET DOORS	41,427.	36,241.	5,186.
BUILDING IMPROVEMENTS	34,210.	7,163.	27,047.
BUILDING IMPROVEMENTS	7,501.	1,474.	6,027.
CARPET FLOORING	4,639.	4,639.	0.
COMPUTER EQUIPMENT	2,707.	2,707.	0.
COMPUTER EQUIPMENT	1,354.	1,354.	0.
SIGN	1,752.	877.	875.
DRYERS - 2	1,161.	1,161.	0.
KENNEL EQUIPMENT	5,092.	5,092.	0.
2008 SILVER SUV	19,639.	19,639.	0.
CARPETING	1,300.	1,040.	260.
BUILDING IMPROVEMENTS	147,322.	63,838.	83,484.
EQUIPMENT	1,198.	1,112.	86.

ENGRAVER	6,237.	5,643.	594.
COMPUTER EQUIPMENT	2,283.	2,283.	0.
APPLIANCES	2,762.	2,566.	196.
CARPET	5,411.	5,411.	0.
FILE CABINETS	87.	72.	15.
FURNACE	19,372.	7,640.	11,732.
OFFICE EQUIPMENT	48.	39.	9.
CANON MF595 PRINTER	843.	843.	0.
DELL PC	349.	349.	0.
WALKIE TALKIES	74.	57.	17.
FURNITURE & EQUIPMENT	27,207.	21,378.	5,829.
CATTERY & WELL	17,300.	1,923.	15,377.
HUSQVARNA YTH26V54 LAWN TRACTOR	2,137.	2,137.	0.
LAPTOPS	1,487.	1,487.	0.
DONATED CARGO VAN AND GRAPHICS	11,500.	8,050.	3,450.
WELLSBORO LAND	71,030.	0.	71,030.
COMMERCIAL WASHER	3,600.	1,713.	1,887.
COMMERICAL DRYER	8,000.	3,810.	4,190.
SURGICAL LIGHT	3,371.	2,247.	1,124.
PARTITION WALLS & INTAKE DRAINAGE	4,550.	370.	4,180.
PORTABLE XRAY MACHINE	18,400.	14,413.	3,987.
CATTERY RENOVATION	4,800.	441.	4,359.
WELLSBORO BUILDING	166,498.	16,720.	149,778.
CATTERY PHONE SYSTEM	8,711.	5,516.	3,195.
CAT COMMUNAL	2,926.	1,491.	1,435.
WORK TABLE	2,776.	1,619.	1,157.
STORAGE CABINETS - ISOLATION ROOM	1,126.	656.	470.
1992 FORD VAN	1,250.	521.	729.
FREESTANDING MEDICAL CABINET - ISOLATION ROOM	6,973.	3,720.	3,253.
AIR CONDITIONER - CATTERY	16,315.	8,429.	7,886.
QUICKBOOKS PREMIER	919.	506.	413.
OKI DATA COLOR LASER PRINTER	1,299.	607.	692.
COMPU-GEN INTEL CORE SERIES WORKSTATION - WELLSBORO	769.	321.	448.
COMPU-GEN INTEL CORE SERIES WORKSTATION - EAST SMITHFIELD	769.	321.	448.
UNIMAX WASHER - CATTERY	1,105.	461.	644.
WATERLINES - EAST SMITHFIELD	35,491.	4,929.	30,562.
ROOF - EAST SMITHFIELD	3,800.	855.	2,945.
TWO DECKS - EAST SMITHFIELD	18,968.	1,175.	17,793.
ENTRY WAVE	8,000.	1,000.	7,000.
CATTERY	38,708.	1,324.	37,384.
FELINE FLATS	10,051.	279.	9,772.
FURNACE - WB	2,200.	281.	1,919.
BANKED CAGES	6,466.	1,463.	5,003.
SHARP COPIER	4,483.	1,345.	3,138.
RACHELLE LAPTOP	829.	249.	580.
KAREN COMPUTER	829.	221.	608.
CANON	934.	249.	685.
PHONE SYSTEM	9,419.	2,041.	7,378.

ANIMAL CARE SANCTUARY

22-1837635

FELINE FLATS	13,325.	228.	13,097.
CLINIC LIGHTS	2,525.	112.	2,413.
AIR EXCHANGE IN CATTERY	62,000.	2,067.	59,933.
COMPUTER JULIES OFFICE	888.	163.	725.
DONATED TRUCK	5,500.	92.	5,408.
HUNT ENGINEERS	71,696.	0.	71,696.
TOTAL TO FM 990-PF, PART II, LN 14	2,674,507.	1,420,392.	1,254,115.

FORM 990-PF	INTEREST AND PENALTIES	STATEMENT 14
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TAX DUE FROM FORM 990-PF, PART VI	1,091.
UNDERPAYMENT PENALTY	2.
LATE PAYMENT INTEREST	28.
LATE PAYMENT PENALTY	33.
TOTAL AMOUNT DUE	1,154.

FORM 990-PF	LATE PAYMENT PENALTY	STATEMENT 15
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DESCRIPTION	DATE	AMOUNT	BALANCE	MONTHS	PENALTY
TAX DUE	05/15/18	1,091.	1,091.	6	33.
DATE FILED	11/15/18		1,091.		
TOTAL LATE PAYMENT PENALTY					33.

FORM 990-PF	LATE PAYMENT INTEREST	STATEMENT 16
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DESCRIPTION	DATE	AMOUNT	BALANCE	RATE	DAYS	INTEREST
TAX DUE	05/15/18	1,091.	1,091.	.0500	184	28.
DATE FILED	11/15/18		1,119.			
TOTAL LATE PAYMENT INTEREST						28.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 17

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
RICHARD (DICK) MACINTIRE C/O ORGANIZATION PO BOX A EAST SMITHFIELD, PA 18817	CHAIRPERSON 6.00	0.	0.	0.
CINDY OPEKA C/O ORGANIZATION PO BOX A EAST SMITHFIELD, PA 18817	SECRETARY 2.00	0.	0.	0.
ROBERT BARNES C/O ORGANIZATION PO BOX A EAST SMITHFIELD, PA 18817	DIRECTOR 4.00	0.	0.	0.
MARJORIE ULKINS C/O ORGANIZATION PO BOX A EAST SMITHFIELD, PA 18817	DIRECTOR 1.00	0.	0.	0.
DAVE BURCH C/O ORGANIZATION PO BOX A EAST SMITHFIELD, PA 18817	VICE CHAIRPERSON 4.00	0.	0.	0.
JOAN SMITH-REESE C/O ORGANIZATION PO BOX A EAST SMITHFIELD, PA 18817	EXECUTIVE DIRECTOR 40.00	69,473.	0.	0.
RUTH BARBER C/O ORGANIZATION PO BOX A EAST SMITHFIELD, PA 18817	DIRECTOR (FORMER) 1.00	0.	0.	0.
SARAH DUNN C/O ORGANIZATION PO BOX A EAST SMITHFIELD, PA 18817	TREASURER (FORMER) 6.00	0.	0.	0.
JACK WHEELER C/O ORGANIZATION PO BOX A EAST SMITHFIELD, PA 18817	DIRECTOR (FORMER) 4.00	0.	0.	0.
MICHELE LICATA C/O ORGANIZATION PO BOX A EAST SMITHFIELD, PA 18817	DIRECTOR (FORMER) 4.00	0.	0.	0.
STAN NICHOLS C/O ORGANIZATION PO BOX A EAST SMITHFIELD, PA 18817	DIRECTOR (FORMER) 4.00	0.	0.	0.

THOMAS SAVERI C/O ORGANIZATION PO BOX A EAST SMITHFIELD, PA 18817	DIRECTOR (FORMER) 4.00	0.	0.	0.
SHARON WALSH C/O ORGANIZATION PO BOX A EAST SMITHFIELD, PA 18817	TREASURER 4.00	0.	0.	0.
MARY O'MALLEY-TRUMBLE C/O ORGANIZATION PO BOX A EAST SMITHFIELD, PA 18817	DIRECTOR 2.00	0.	0.	0.
ELLEN FELDMAN C/O ORGANIZATION PO BOX A EAST SMITHFIELD, PA 18817	DIRECTOR 10.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		<u>69,473.</u>	<u>0.</u>	<u>0.</u>

FORM 990-PF SUMMARY OF DIRECT CHARITABLE ACTIVITIES STATEMENT 18

ACTIVITY ONE

CATTERY - RESIDENT ACS CATS ARE PROVIDED WITH MULTIPLE TYPES OF ENRICHMENT DESIGNED TO STIMULATE THE PERSONALITY AND DRIVE OF EACH CAT. COMMUNAL LIVING SPACES PROVIDE THE CATS WITH THE COMPANIONSHIP AND STIMULATION OF OTHER CATS, ENABLING THE OPPORTUNITY FOR PLAY, INTERACTION, MUTUAL GROOMING, AND OTHER NORMAL CAT BEHAVIORS. THESE ENVIRONMENTS ARE ALSO FURNISHED WITH SHELVES, TUNNELS, BOOKSHELVES, CHAIRS, AND OTHER ITEMS DESIGNED TO ALLOW CATS TO CLIMB, HIDE, AND SLEEP AS THEY WOULD IN A HOUSEHOLD ENVIRONMENT. THEY ALSO HAVE ACCESS DURING MORNING HOURS TO A "CATIO" THAT IS OPEN SEASONALLY; A SCREENED-IN PORCH PROVIDES ACCESS TO FRESH AIR, BIRD- AND BUG-WATCHING, AND NEW AND INTERESTING SMELLS. ACS PROVIDES TOYS, SCRATCHING POSTS AND CAT TOWERS FOR ADDITIONAL ENRICHMENT, AND SEVERAL TIMES EACH MONTH, CATNIP IS DISTRIBUTED FOR THEIR ENJOYMENT. WE ALSO DISPENSE TREATS ONCE WEEKLY IN A SCATTERING METHOD INTENDED TO STIMULATE THE CATS' HUNTING INSTINCTS.

EXPENSES

TO FORM 990-PF, PART IX-A, LINE 1

454,274.

FORM 990-PF SUMMARY OF DIRECT CHARITABLE ACTIVITIES STATEMENT 19

ACTIVITY TWO

KENNEL - DOGS IN OUR CARE RECEIVE DAILY ENRICHMENT ACTIVITIES TO IMPROVE THEIR QUALITY OF LIFE. ACS STAFF AND VOLUNTEERS PROVIDE TOYS, TREATS, EXERCISE AND LOVE TO MAKE THE TEMPORARY STAY AT THE SHELTER LESS STRESSFUL. ON A DAILY BASIS ACS PROVIDES DOGS WITH 20 MINUTES OF LEASH WALKING, OFF LEASH YARD PLAY OR PLAY GROUP INTERACTION, DAILY SCENTS, BLANKETS & TOYS, LIGHTS OUT AND MUSIC THERAPY EITHER LIVE OR VIA CLASSICAL MUSIC PLAYED OVER THE STEREO SYSTEM, TREAT DISPENSING TOYS, PUZZLES, OR KONGS, & DAILY POSITIVE REINFORCEMENT TRAINING.

EXPENSES

TO FORM 990-PF, PART IX-A, LINE 2

429,659.

FORM 990-PF SUMMARY OF DIRECT CHARITABLE ACTIVITIES STATEMENT 20

ACTIVITY THREE

VETERINARY CARE - ANIMAL CARE SANCTUARY IS ONE OF THE FEW SHELTERS IN THE NATION THAT HAS ITS OWN VETERINARY STAFF. IT HAS ADOPTED THE STANDARDS OF THE AMERICAN ASSOCIATION OF SHELTER VETERINARIANS AND PARTICIPATES IN MADDIE'S SHELTER MEDICINE PROGRAM AT CORNELL'S COLLEGE OF VETERINARY MEDICINE. ALL ANIMALS AT ACS ARE EVALUATED BY THE VETERINARY TEAM UPON INTAKE AND A TREATMENT PLAN IS ESTABLISHED. THE VETERINARIAN PERFORMS WEEKLY ROUNDS AND ADJUSTS TREATMENT PLANS AS NECESSARY. PRIOR TO ADOPTION, A PRE-ADOPTION PHYSICAL IS COMPLETED AND, IF NECESSARY, THE VETERINARIAN MEETS WITH THE ADOPTER TO EXPLAIN ANY OUTSTANDING MEDICAL CONDITION, HOW TO CARE FOR IT, SIGNS AND SYMPTOMS OF AILMENTS, AND ANY REQUIRED FOLLOW UP. HAVING RESIDENT VETS ENSURES THAT ALL ACS ANIMALS ARE VACCINATED, CHECKED FOR PARASITES AND DISEASE, SPAYED OR NEUTERED, AND MICROCHIPPED FOR IDENTIFICATION SO THAT THEY ARE HEALTHY AND READY FOR ADOPTION.

EXPENSES

TO FORM 990-PF, PART IX-A, LINE 3

333,484.

FORM 990-PF

SUMMARY OF DIRECT CHARITABLE ACTIVITIES

STATEMENT 21

ACTIVITY FOUR

ADOPTIONS - ACS HAS A VIGOROUS ADOPTION PROGRAM WITH A CONSISTENT RECORD OF ADOPTING 90% OF THE ANIMALS IT TAKES IN ON AN ANNUAL BASIS. ACS CONSIDERS THE NEEDS AND LIFESTYLES OF BOTH THE ADOPTER AND THE PET, TAKING CARE TO MATCH THE ANIMAL WITH A COMPATIBLE FAMILY AND COUNSELLING THE ADOPTIVE FAMILY ON NEEDED CARE AND ANY MEDICATIONS. ADOPTERS SIGN AN AGREEMENT STATING THAT IF THEY DO NOT KEEP THE ANIMAL FOR ANY REASON, THEY WILL RETURN IT TO ACS. ANIMALS THAT ARE NOT ADOPTED REMAIN AT THE SANCTUARY WHERE QUALITY OF LIFE TAKES PRECEDENCE. IN ADDITION TO THE ONSITE ADOPTION PROGRAM, ACS BEGAN A PARTNERSHIP WITH A PETSMAST STORE IN A NEIGHBORING COUNTY IN 2012. IN THE LAST QUARTER OF 2016 WE ADDED TWO ADDITIONAL PETSMAST SITES TO OUR PARTNERS LIST. THE PETSMAST PARTNERSHIP RESULTED IN 67 ADDITIONAL CAT ADOPTIONS IN 2016. ACS' ADOPTION PROGRAM EXTENDS TO OTHER REGIONS WITH 50% OF OUR ADOPTIONS BEING IN PA AND THE OTHER 50% BEING IN NEIGHBORING NY, NJ AND OTHER STATES.

EXPENSES

TO FORM 990-PF, PART IX-A, LINE 4

64,380.