

Form **990-PF**
 Department of the Treasury
 Internal Revenue Service

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

▶ **Do not enter social security numbers on this form as it may be made public.**
 ▶ **Go to www.irs.gov/Form990PF for instructions and the latest information.**

OMB No. 1545-0052
2020
Open to Public Inspection

For calendar year 2020, or tax year beginning 10-01-2020, and ending 09-30-2021

Name of foundation NORTH AMERICAN RAILWAY FOUNDATION		A Employer identification number 25-1801614	
Number and street (or P.O. box number if mail is not delivered to street address) 300 STERLING PARKWAY NO 105	Room/suite	B Telephone number (see instructions) (717) 695-0284	
City or town, state or province, country, and ZIP or foreign postal code MECHANICSBURG, PA 17050		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) ▶ \$ <u>28,186,952</u>		J Accounting method: <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input checked="" type="checkbox"/> Other (specify) <u>INC. TAX</u> <i>(Part I, column (d) must be on cash basis.)</i>	
		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	

Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)</i>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	979,391	979,391	979,391	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	27,562			
	b Gross sales price for all assets on line 6a	1,400,248			
	7 Capital gain net income (from Part IV, line 2)		27,562		
	8 Net short-term capital gain			2,950	
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	1,006,953	1,006,953	982,341		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	0	0	0	0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	6,000	0	0	6,000
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	21,000	0	0	21,000
	19 Depreciation (attach schedule) and depletion	684	0	0	
	20 Occupancy				
	21 Travel, conferences, and meetings	1,261	0	0	1,261
	22 Printing and publications				
	23 Other expenses (attach schedule)	911,506	0	0	911,506
	24 Total operating and administrative expenses. Add lines 13 through 23	940,451	0	0	939,767
	25 Contributions, gifts, grants paid	0			0
26 Total expenses and disbursements. Add lines 24 and 25	940,451	0	0	939,767	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	66,502				
b Net investment income (if negative, enter -0-)		1,006,953			
c Adjusted net income (if negative, enter -0-)			982,341		

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	423,315	246,282	246,282
	3 Accounts receivable ▶ <u>45,171</u>			
	Less: allowance for doubtful accounts ▶ _____	66,827	45,171	45,171
	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 ▶ _____			
	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)	22,797,688 <input checked="" type="checkbox"/>	24,448,280	27,034,374
	c Investments—corporate bonds (attach schedule)	2,199,375 <input checked="" type="checkbox"/>	814,658	858,998
	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 ▶ <u>4,526</u>				
Less: accumulated depreciation (attach schedule) ▶ <u>2,399</u>	2,811 <input checked="" type="checkbox"/>	2,127	2,127	
15 Other assets (describe ▶ _____)				
16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	25,490,016	25,556,518	28,186,952	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ _____)			
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here ▶ <input checked="" type="checkbox"/> and complete lines 24, 25, 29 and 30.			
	24 Net assets without donor restrictions	9,323,233	9,389,735	
	25 Net assets with donor restrictions	16,166,783	16,166,783	
	Foundations that do not follow FASB ASC 958, check here ▶ <input type="checkbox"/> and complete lines 26 through 30.			
	26 Capital stock, trust principal, or current funds			
	27 Paid-in or capital surplus, or land, bldg., and equipment fund			
	28 Retained earnings, accumulated income, endowment, or other funds			
29 Total net assets or fund balances (see instructions)	25,490,016	25,556,518		
30 Total liabilities and net assets/fund balances (see instructions) .	25,490,016	25,556,518		

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 29 (must agree with end-of-year figure reported on prior year's return)	1	25,490,016
2 Enter amount from Part I, line 27a	2	66,502
3 Other increases not included in line 2 (itemize) ▶ _____	3	0
4 Add lines 1, 2, and 3	4	25,556,518
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 29 .	6	25,556,518

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Additional Data Table			
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a See Additional Data Table			
b			
c			
d			
e			

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

2 Capital gain net income or (net capital loss)	{	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	}	2	27,562
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	2,950

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

SECTION 4940(e) REPEALED ON DECEMBER 20, 2019 - DO NOT COMPLETE

(a) Reserved	(b) Reserved	(c) Reserved	(d) Reserved
2 Reserved			2
3 Reserved			3
4 Reserved			4
5 Reserved			5
6 Reserved			6
7 Reserved			7
8 Reserved			8

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

Table with 11 rows for excise tax calculations. Includes fields for exempt foundations, tax under section 511, tax based on investment income, and credits/payments. Total tax due is 8,622.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Columns include question number, Yes, and No. Questions cover political activities, tax on political expenditures, and asset requirements.

Part VII-A Statements Regarding Activities (continued)

Table with 3 columns: Question number, Question text, and Yes/No columns. Rows 11-14.

Located at 300 STERLING PARKWAY STE 105 MECHANICSBURG PA ZIP+4 17050

Table with 3 columns: Question number, Question text, and Yes/No columns. Rows 15-16.

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.

Main table for Part VII-B with 3 columns: Question number, Question text, and Yes/No columns. Rows 1a-4b.

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:					Yes	No
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	No		
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	No		
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions.	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	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?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	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.			<input type="checkbox"/>			
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? <i>If "Yes," attach the statement required by Regulations section 53.4945-5(d).</i>	<input type="checkbox"/>	Yes	<input type="checkbox"/>	No		
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	No	6b	No
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870.</i>						
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	No	7b	
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?						
8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment during the year?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	No		

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				

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

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

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

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 THE FOUNDATION PROVIDED RAILROAD LABORERS AND THEIR SUPPORTING ORG'S WITH SPECIALIZED TRAINING AND EQUIPMENT IN ORDER TO PROMOTE RAIL TECHNOLOGY, SAFETY, EDUCATION AND HISTORY WITHIN THEIR FIELD.	731,809
2 THE FOUNDATION UNDERTOOK A PROJECT TO REUPHOLSTER ALL OF THE SEATING OF THE B&O RAILROAD MUSEUM'S 1ST MILE TRAIN CONSIST.	120,000
3 THE FOUNDATION ASSISTED THE RAILROADERS HERITAGE CORP WITH NEEDED REPAIRS AND MAINTENANCE TO ITS FUNICULAR AT THE HORSESHOE CURVE.	50,178
4 THE FOUNDATION UNDERTOOK A PROJECT WITH THE RAILROADERS HERITAGE CORP TO ESTABLISH THE LUTHER G SMITH MEMORIAL YARD ON THE GROUNDS OF THE RAILROADER'S MEMORIAL MUSEUM.	13,162

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

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

	Amount
1	
2	
All other program-related investments. See 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	27,653,378
b	Average of monthly cash balances.	1b	183,890
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	27,837,268
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	27,837,268
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	417,559
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	27,419,709
6	Minimum investment return. Enter 5% of line 5.	6	1,370,985

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 2020 from Part VI, line 5.	2a	
b	Income tax for 2020. (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	939,767
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	939,767
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b. See instructions.	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	939,767

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 2019	(c) 2019	(d) 2020
1 Distributable amount for 2020 from Part XI, line 7				
2 Undistributed income, if any, as of the end of the end of 2020:				
a Enter amount for 2019 only.				
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2020:				
a From 2015.				
b From 2016.				
c From 2017.				
d From 2018.				
e From 2019.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2020 from Part XII, line 4: ▶ \$ _____				
a Applied to 2019, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2020 distributable amount.				
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2020. (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b. Taxable amount—see instructions				
e Undistributed income for 2019. Subtract line 4a from line 2a. Taxable amount—see instructions				
f Undistributed income for 2021. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2020				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).				
8 Excess distributions carryover from 2015 not applied on line 5 or line 7 (see instructions).				
9 Excess distributions carryover to 2021. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9:				
a Excess from 2016.				
b Excess from 2017.				
c Excess from 2018.				
d Excess from 2019.				
e Excess from 2020.				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2020, enter the date of the ruling.						1997-08-29
b Check box to indicate whether the organization is a private operating foundation described in section <input checked="" type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)						
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total	
	(a) 2020	(b) 2019	(c) 2018	(d) 2017		
	982,341	1,047,799	1,090,520	995,590	4,116,250	
b 85% of line 2a	834,990	890,629	926,942	846,252	3,498,813	
c Qualifying distributions from Part XII, line 4 for each year listed	939,767	917,549	1,143,978	865,097	3,866,391	
d Amounts included in line 2c not used directly for active conduct of exempt activities	0	0	0	0	0	
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	939,767	917,549	1,143,978	865,097	3,866,391	
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.	913,990	840,809	836,088	816,645	3,407,532	
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)					0	
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					0	
(3) Largest amount of support from an exempt organization					0	
(4) Gross investment income					0	

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).)

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. to individuals or organizations under other conditions, complete items 2a, b, c, and d. See instructions

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

PHILIP J SULLIVAN II EXECUTIVE DIRE
 300 STERLING PARKWAY STE 105
 MECHANICSBURG, PA 17050
 (717) 695-0284
 NARF2216@GMAIL.COM

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

APPLICATIONS ARE AVAILABLE ON OUR WEBSITE WWW.NARFOUNDATION.ORG AND SHOULD BE SUBMITTED WITH A COVER LETTER (ON YOUR ORGANIZATION'S LETTERHEAD) SIGNED BY THE CEO ON BEHALF OF THE GOVERNING BODY. THE FOLLOWING INFORMATION SHOULD BE INCLUDED (AT A MINIMUM): 1.) CONCISE STATEMENTS DESCRIBING THE PURPOSE FOR WHICH PROJECT FUNDING IS BEING REQUESTED. 2.) A BRIEF BACKGROUND OF THE ORGANIZATION AND IDENTIFICATION OF ITS BOARD MEMBERS. 3.) AN AUDITED FINANCIAL STATEMENT AND A CURRENT OPERATING BUDGET. 4.) A COPY OF THE ORGANIZATION'S IRS DETERMINATION LETTER AS EVIDENCE OF ITS TAX EXEMPT STATUS. 5.) THE NAME, ADDRESS AND PHONE NUMBER OF A CONTACT PERSON WHO WE MAY CONTACT IF ANY ADDITIONAL INFORMATION IS NEEDED.

c Any submission deadlines:

THERE ARE NO SUBMISSION DEADLINES BUT FUNDING DECISIONS ARE MADE ANNUALLY AT THE JULY BOARD MEETING.

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

THE FOUNDATION PREFERS TO GIVE FIRST PRIORITY TO FUNDING PROJECTS RELATED TO ITS PRIMARY PURPOSE: TO PRESERVE AND PROMOTE RAIL SAFETY, TECHNOLOGY, EDUCATION AND HISTORY THROUGHOUT THE U.S. AND CANADA. THE FOUNDATION DOES NOT AND CANNOT SUPPORT ANY POLITICAL OR LOBBYING ACTIVITIES WHATSOEVER. THE FOUNDATION SUPPORTS ONLY NON-PROFIT APPLICANTS AND OR NON-PROFIT ACTIVITIES.

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Total				▶ 3a 0
b <i>Approved for future payment</i>				
Total				▶ 3b 0

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

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

Table with 4 columns: (a) Line No., (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Row 1b(4) contains data: 731,809; SEE ATTACHED; THE FOUNDATION FUNDS A NUMBER OF PROJECTS BENEFITING LOCAL, STATE, REGIONAL AND INTERNATIONAL UNITS WITHIN SEVERAL RAIL LABOR ORGANIZATIONS...

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

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. Row 1 contains: BROTHERHOOD'S RELIEF & COMP FUND (BR&CF) (INITIAL DONOR); 501(C)(9); ONLY STRUCTURAL REQUIREMENT; ELECTED DIRECTORS BE BR&CF MEMBERS...

Sign Here: Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge. Signature: ***** Date: 2021-12-22 Title: *****

Paid Preparer Use Only: Print/Type preparer's name: DONNA M MULLIN CPA; Preparer's Signature; Date; Check if self-employed; PTIN: P00639068; Firm's name: BOYER & RITTER LLC; Firm's EIN: 23-1311005; Firm's address: 211 HOUSE AVENUE, CAMP HILL, PA 17011; Phone no. (717) 761-7210

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e.g., real estate, (a) 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.)
ALCOA, INC.	P	2020-05-03	2021-05-03
BARCLAYS BANK PLC	P	2019-10-14	2020-10-14
GENERAL MOTORS CORP	P	2001-10-05	2020-10-19
HEWLETT PACKARD CO.	P	2012-12-18	2021-07-07
KINROSS GOLD CORP.	P	2015-01-15	2020-06-01
MBIA INC.	P	2002-08-16	2020-12-15
TRW INC.	P	2000-01-18	2021-04-15
VANGUARD INT TERM CORP BOND	P	2020-12-30	2020-12-30
VANGUARD INT TERM CORP BOND	P	2019-12-30	2020-12-30
VANGUARD TOT BND MKT	P	2020-12-30	2020-12-30

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
313,731		301,637	12,094
600,000		600,000	0
340			340
203,531		200,049	3,482
100,000		100,000	0
71,000		71,000	0
100,000		100,000	0
1,971			1,971
4,925			4,925
897			897

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
			12,094
			0
			340
			3,482
			0
			0
			0
			1,971
			4,925
			897

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e.g., real estate, (a) 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.)
VANGUARD TOT BND MKT	P	2021-04-08	2021-04-08
VANGUARD TOT BND MKT	P	2019-12-30	2020-12-30
VANGUARD TOT BND MKT	P	2019-12-30	2021-04-08

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
82			82
2,565			2,565
1,206			1,206

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
			82
			2,565
			1,206

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
JE TAYLOR 300 STERLING PARKWAY STE 105 MECHANICSBURG, PA 17050	CHAIRMAN 1.00	0	0	0
BJ PENFIELD 300 STERLING PARKWAY STE 105 MECHANICSBURG, PA 17050	VICE CHAIRMAN 1.00	0	0	0
DJ DESPINES JR 300 STERLING PARKWAY STE 105 MECHANICSBURG, PA 17050	SECRETARY 1.00	0	0	0
PH PEREA 300 STERLING PARKWAY STE 105 MECHANICSBURG, PA 17050	DIRECTOR 0.25	0	0	0
MT MCCRORY II 300 STERLING PARKWAY STE 105 MECHANICSBURG, PA 17050	DIRECTOR 0.25	0	0	0
S PSICHOGIOS 300 STERLING PARKWAY STE 105 MECHANICSBURG, PA 17050	DIRECTOR 0.25	0	0	0
BW PLANT 300 STERLING PARKWAY STE 105 MECHANICSBURG, PA 17050	DIRECTOR 0.25	0	0	0
PJ SULLIVAN II 300 STERLING PARKWAY STE 105 MECHANICSBURG, PA 17050	EXECUTIVE DIRECTOR 15.00	0	0	0

TY 2020 Accounting Fees Schedule**Name:** NORTH AMERICAN RAILWAY FOUNDATION**EIN:** 25-1801614

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FINANCIAL STATEMENT AUDIT & AUP	6,000	0	0	6,000
OUTSIDE PAYROLL SERVICE	0	0	0	0

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2020 Depreciation Schedule

Name: NORTH AMERICAN RAILWAY FOUNDATION

EIN: 25-1801614

Depreciation Schedule

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
FUJI FL 7160 SCANNER	2019-01-30	933	336	SL	5.000000000000	192	0	0	
DELL OPTIPLEX 7160	2019-02-05	1,685	560	SL	5.000000000000	336	0	0	
NARF DISPLAY & THROWS	2017-07-28	1,583	494	SL	10.000000000000	156	0	0	

TY 2020 Investments Corporate Bonds Schedule**Name:** NORTH AMERICAN RAILWAY FOUNDATION**EIN:** 25-1801614**Investments Corporate Bonds Schedule**

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CORPORATE BONDS	814,658	858,998

TY 2020 Investments Corporate Stock Schedule**Name:** NORTH AMERICAN RAILWAY FOUNDATION**EIN:** 25-1801614

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CORPORATE STOCKS	24,448,280	27,034,374

**TY 2020 Land, Etc.
Schedule****Name:** NORTH AMERICAN RAILWAY FOUNDATION**EIN:** 25-1801614

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
FUJI FL 7160 SCANNER	933	528	405	
DELL OPTIPLEX 7160	1,685	896	789	
NARF DISPLAY & THROWS	1,583	650	933	
NARF SERVICE MARK	325	325	0	

TY 2020 Other Expenses Schedule**Name:** NORTH AMERICAN RAILWAY FOUNDATION**EIN:** 25-1801614**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
RAIL LABOR TECH, SAFETY, HISTORY & EDUCATION	731,809	0	0	731,809
RAILROADER'S MEMORIAL MUSEUM	63,340	0	0	63,340
RAILROAD MUSEUM OF PENNSYLVANIA	120,000	0	0	120,000
OFFICE SUPPLIES & EXPENSES	1,922	0	0	1,922
INSURANCE	460	0	0	460
COMPUTER SERVICES	0	0	0	0
CREDIT CARD REBATES	-6,025	0	0	-6,025

TY 2020 Taxes Schedule**Name:** NORTH AMERICAN RAILWAY FOUNDATION**EIN:** 25-1801614**Taxes Schedule**

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAXES	21,000	0	0	21,000