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Form **990-PF**

Return of Private Foundation

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

Department of the Treasury
Internal Revenue Service Not

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

2009

For	caler	idar year 2009, or tax year beginning		, and e	nding		
G	Check	all that apply: Initial return	Initial return of a fo	ormer public o	charity	Final return	1
		Amended return	X Address chan	ge		Name change	
Ha	the	Name of foundation				A Employer identification	number
	abel	THE SAME SAME DIGITAL VIOLETY	FOUNDATION				
	erwi		AGENT FOR T	RUSTEE	 	20-1281379	1
	print			·	Room/suite	B Telephone number	
0	r typ	1600 MARKET STREET -	TAX DEPT.			(215) 585-	5597
	Spe	cific City or town, state, and ZIP code				C If exemption application is p	
inst	ructi	nne i	03-7240			D 1. Foreign organizations	
Н (Check	type of organization: X Section 501(c)(3) ex				Foreign organizations me check here and attach co	peting the 85% test,
	Se		Other taxable private founda	ation			
J Fa		arket value of all assets at end of year J Accounti		Accr	ual	E If private foundation sta under section 507(b)(1)	
			ther (specify)			F If the foundation is in a	, ,,
	\$	109,580. (Part I, colu	mn (d) must be on cash l	basis.)		under section 507(b)(1)	
Pa	ırt I	Analysis of Revenue and Expenses	(a) Revenue and		vestment	(c) Adjusted net	(d) Disbursements
		(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)	expenses per books		ome	income	for charitable purposes (cash basis only)
	1	Contributions, gifts, grants, etc., received				N/A	
)	2	Check X of the foundation is not required to attach Sch. B					
•	3	Interest on savings and temporary cash investments					· - · ·
0	4	Dividends and interest from securities	744.		744.		STATEMENT 1
,	1 .	Gross rents	7.1.1				
2	١.	Net rental income or (loss)					
•		Net gain or (loss) from sale of assets not on line 10	-4,213.				
, §	h	Gross sales price for all 10 71 E	1,225				
Revenue	7	assets on line 6a LU, / LD • Capital gain net income (from Part IV, line 2)			0.		
8	8	Net short-term capital gain					
	اما	Income modifications					
ļ	10a	Cross codes less returns					
1		Less Cost of goods sold					
)	1	2000 0001 01 g00000 0010					
	တြ	Gross profit pr (loss) 0 10					
	150	Total, Add lines 1-through 1	-3,469.		744.		
	18	Comes Cardo Correctors, trostes, etc	961.		721.		240.
	1=	Other employee salaries and wages	7021		, == ,	· · · · · · · · · · · · · · · · · · ·	
		Pension plans, employee benefits					
es		Legal fees					
enses		Accounting fees STMT 2	1.000.		0.		1.000.
×		Other professional fees	1,000.				1,000.
H	17	Interest					-
Operating and Administrative Exp	18	Taxes STMT 3	13.		0.		0.
istr	19	Depreciation and depletion					
듣	20	Occupancy		 -			
₫	21	Travel, conferences, and meetings					-
ē	22	Printing and publications		 -			
a	23	Other expenses	-				
Ę		Total operating and administrative					
era		expenses. Add lines 13 through 23	1,974.		721.		1,240.
Ö	25	Contributions, gifts, grants paid	9,680.		121.		9,680.
		Total expenses and disbursements.	2,000				2,000.
	20	Add lines 24 and 25	11,654.		721.		10,920.
	27		11,004.		1410		10,340.
	i	- · · · · · · · · · · · · · · · · · · ·	-15,123.				
	1	Excess of revenue over expenses and disbursements Net investment income (if negative, enter -0-)	13,143.	·	23.		-
		Adjusted net income (if negative, enter -0-)			<u></u>	N/A	

LHA For Privacy Act and Paperwork Reduction Act Notice, see the instructions.

FRANK AND RITA KELLY FOUNDATION

Form 990-PF (2009) C/O PNC BANK, N. AGENT FOR TRUSTEE 20-1281379 Page 2 End of year Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only Beginning of year (a) Book Value (b) Book Value (c) Fair Market Value 1 Cash - non-interest-bearing 11,284. 2 Savings and temporary cash investments 3 Accounts receivable ► Less: allowance for doubtful accounts 4 Pledges receivable Less: allowance for doubtful accounts 5 Grants receivable 6 Receivables due from officers, directors, trustees, and other disqualified persons 7 Other notes and loans receivable 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 b Investments - corporate stock c Investments - corporate bonds 11 Investments - land, buildings, and equipment basis Less accumulated depreciation 12 Investments - mortgage loans 117,287. 114,128. 109,580. STMT 4 13 Investments - other 14 Land, buildings, and equipment basis Less accumulated depreciation 15 Other assets (describe ▶ 114.128. 128,571. 109,580. 16 Total assets (to be completed by all filers) 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 22 Other liabilities (describe 0 0 23 Total liabilities (add lines 17 through 22) Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. **Assets or Fund Balances** 24 Unrestricted 25 Temporarily restricted 26 Permanently restricted ightharpoonsFoundations that do not follow SFAS 117, check here and complete lines 27 through 31. 27 Capital stock, trust principal, or current funds 0 28 Paid-in or capital surplus, or land, bldg., and equipment fund 29 Retained earnings, accumulated income, endowment, or other funds 128,571. 0 128,571. 114,128 30 Total net assets or fund balances 128,571 31 Total liabilities and net assets/fund balances 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 30 128,571. (must agree with end-of-year figure reported on prior year's return) -15,123. 2 Enter amount from Part I, line 27a 2 680. 3 Other increases not included in line 2 (itemize) ► ADJUSTMENT TO BOOK CARRYING VALUE 3 4 Add lines 1, 2, and 3 4 114,128. 5 5 Decreases not included in line 2 (itemize) 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30

FRANK AND RITA KELLY FOUNDATION

TRUSTEE 20-1281379 Form 990-PF (2009) C/O PNC BANK, N. A. - AGENT FOR Page 3 Capital Gains and Losses for Tax on Investment Income Part IV (b) How acquired P - Purchase D - Donation (a) List and describe the kind(s) of property sold (e.g., real estate. (c) Date acquired (d) Date sold (mo., day, yr.) (mo., day, yr.) 2-story brick warehouse; or common stock, 200 shs. MLC Co.) 1a SEE ATTACHED GAIN/LOSS REPORT P b d е (g) Cost or other basis (f) Depreciation allowed (h) Gain or (loss) (e) Gross sales price plus expense of sale (e) plus (f) minus (g) (or allowable) 10.715 14,928 -4,213. b C d Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 (I) Gains (Col. (h) gain minus col. (k), but not less than -0-) or (k) Excess of col. (i) (j) Adjusted basis Losses (from col. (h)) (i) F.M.V. as of 12/31/69 as of 12/31/69 over col. (1), if any -4,213. b d If gain, also enter in Part I, line 7 -4,213. 2 Capital gain net income or (net capital loss) 2 If (loss), enter -0- in Part I, line 7 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). N/A If (loss), enter -0- in Part I, line 8 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. Yes X No Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part. Enter the appropriate amount in each column for each year; see instructions before making any entries. (d)
Distribution ratio
(col. (b) divided by col. (c)) Base period years Calendar year (or tax year beginning in) (c) Net value of noncharitable-use assets Adjusted qualifying distributions 12,787. 132,432. .096555 2008 12,950. 160,621. .080625 2007 12,501. 131,928. .094756 2006 6,772 107,310 .063107 2005 077 101,624 .040118 2004 2 Total of line 1, column (d) 2 .375161 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years 3 .075032 98,587. Enter the net value of noncharitable-use assets for 2009 from Part X, line 5 7,397. Multiply line 4 by line 3 5 0. 6 Enter 1% of net investment income (1% of Part I, line 27b) 6 7,397. 7 7 Add lines 5 and 6 10,920. Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

923521 02-02-10

	FRANK AND RITA KELLY FOUNDATION			
	990-PF (2009) C/O PNC BANK, N. A AGENT FOR TRUSTEE 20-1281			Page 4
	rt VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see i	nstru	ctio	1S)
1a	Exempt operating foundations described in section 4940(d)(2), check here and enter *N/A* on line 1.			
	Date of ruling or determination letter: (attach copy of letter if necessary-see instructions)			^
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here 🕨 🗶 and enter 1%			0.
	of Part I, line 27b			
	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			^
	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			<u>0.</u>
-	Add lines 1 and 2			0.
	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			0.
	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			0.
	Credits/Payments:			
	2009 estimated tax payments and 2008 overpayment credited to 2009			
	Exempt foreign organizations - tax withheld at source			
	Tax paid with application for extension of time to file (Form 8868)			
	Backup withholding erroneously withheld 6d			^
	Total credits and payments. Add lines 6a through 6d			<u>0.</u>
	Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attached 8			
	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			0.
	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			
	Enter the amount of line 10 to be: Credited to 2010 estimated tax rt VII-A Statements Regarding Activities			
	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in		Yes	No
14	any political campaign?	1a		X
,	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or	10		- 21
	distributed by the foundation in connection with the activities.			
	Did the foundation file Form 1120-POL for this year?	1c		x
	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:	- -''		
	(1) On the foundation. > \$ 0. (2) On foundation managers. > \$ 0.			
	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation			
E	managers. > \$ 0.			
9	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		x
	If "Yes," attach a detailed description of the activities.	-		
	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or			
J	bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		х
4 a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		X
	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		X
	If "Yes," attach the statement required by General Instruction T.			
	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?	6	X	
7	Did the foundation have at least \$5,000 in assets at any time during the year?	7	Х	
	If "Yes," complete Part II, col. (c), and Part XV.			
	Enter the states to which the foundation reports or with which it is registered (see instructions)			
	PA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate)			
	of each state as required by General Instruction G? If "No," attach explanation	8b	Х	
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 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? If "Yes," complete Part XIV	9		X

10 Did any persons become substantial contributors during the tax year? if "Yes," attach a schedule listing their names and addresses

orm	FRANK AND RITA KELLY FOUNDATION 990-PF (2009) C/O PNC BANK, N. A AGENT FOR TRUSTEE 20-1281	379	F	Page 5
	art VII-A Statements Regarding Activities (continued)	<u> </u>		
_	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of			
	section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		<u>X</u>
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before			
	August 17, 2008?	12		<u>X</u>
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? N/A	13		
	Website address ► N/A			
14	The books are in care of ▶ PNC BANK, N. A TAX DEPARTMENT Telephone no. ▶ (215)	585	_	
	Located at ► 1600 MARKET STREET, PHILADELPHIA, PA ZIP+4 ►19	103	<u>-72</u>	40
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here	•	, ▶	Ш
_	and enter the amount of tax-exempt interest received or accrued during the year	N	<u>/A</u>	
Pa	art VII-B Statements Regarding Activities for Which Form 4720 May Be Required	Т	Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		162	NU
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 X No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disgualified person? Yes X No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes X No Yes X No Yes 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)?	1		
	(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.)			
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 page 20 of the instructions)? N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here			
C	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected			
	before the first day of the tax year beginning in 2009?	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)):			
а	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning			
	before 2009?			
	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	2b		
C	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.			
•	Delth for the hold was the a 20% days to see the second and the se			
Зa	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes X No			
	during the year? L		:	
U	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 2009.) N/A	3ъ		
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that	1		

had not been removed from jeopardy before the first day of the tax year beginning in 2009?

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FRANK AND RITA KELLY FOU					
Form 990-PF (2009) C/O PNC BANK, N. A AG	SENT FOR TRUST	EE	<u> 20-12813</u>	<u> 179</u>	Page 6
Part VII-B Statements Regarding Activities for Which	Form 4/20 May Be F	sequirea (contin	ued)		
5a During the year did the foundation pay or incur any amount to:		П.			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section			es X No	Ì	
(2) Influence the outcome of any specific public election (see section 4955), of	or to carry on, directly or indire		[]	- 1	
any voter registration drive?	_	·	8 X No		
(3) Provide a grant to an individual for travel, study, or other similar purposes		Ye	es X No		
(4) Provide a grant to an organization other than a charitable, etc., organization	on described in section			ļ	
509(a)(1), (2), or (3), or section 4940(d)(2)?			es X No		
(5) Provide for any purpose other than religious, charitable, scientific, literary, the prevention of cruelty to children or animals?	, or educational purposes, or f		es X No		
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify un	der the exceptions described i	n Regulations			
section 53.4945 or in a current notice regarding disaster assistance (see instru	uctions)?		N/A	5b	
Organizations relying on a current notice regarding disaster assistance check h	here				
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption f	from the tax because it maintai	ined			
expenditure responsibility for the grant?			es 🔲 No		
If "Yes," attach the statement required by Regulations section 53.494	!5-5(d).			1	
6a Did the foundation, during the year, receive any funds, directly or indirectly, to					
a personal benefit contract?	, , , ,	Y	s X No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a p	personal benefit contract?			6ь	x
If "Yes" to 6b, file Form 8870			Ī		
7a At any time during the tax year, was the foundation a party to a prohibited tax s	shelter transaction?		es X No		
b If yes, did the foundation receive any proceeds or have any net income attribut			N/A	7b	
Information About Officers Discotors Truck		nagers. Highly		<u> </u>	
Part VIII Paid Employees, and Contractors	•				
1 List all officers, directors, trustees, foundation managers and their	compensation.				
	(b) Title, and average	(c) Compensation	(d) Contributions to employee benefit plans and deterred	(e)	Expense unt, other
(a) Name and address	hours per week devoted to position	(if not paid, enter -0-)	and deterred compensation	allo	owances
MONSIGNOR JOSEPH P. KELLY	PRESIDENT	1			
C/O PNC BANK N. A P. O. BOX 937	1				
SCRANTON, PA 18501	1.00	0.	٥.	.]	0.
PNC BANK, N. A.	AGENT FOR TRU	 		1	
P.O. BOX 937					
SCRANTON, PA 18501	0.00	961.	0.	.]	0.
	1				
		· ·			
	7				
2 Compensation of five highest-paid employees (other than those inc	cluded on line 1). If none,	enter "NONE."			
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average	(-) Companyation	(d) Contributions to employee benefit plans and deferred	(e)	Expense unt, other
(a) Name and address of each employee paid more than \$50,000	hours per week devoted to position	(c) Compensation	and deferred compensation	allo	owances
NONE					
	1			İ	
			·		
	1				
	1		İ		
	1	I	Ī	1	
				<u>;</u>	

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

FRANK AND RITA KELLY FOUNDATION 20-1281379 Form 990-PF (2009) C/O PNC BANK, N. A. - AGENT FOR TRUSTEE Page 7 Information About Officers, Directors, Trustees, Foundation Managers, Highly Part VIII 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 (c) Compensation (b) Type of service NONE Total number of others receiving over \$50,000 for professional services Part IX-A Summary of Direct Charitable Activities List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the **Expenses** number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

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

All other program-related investments. See instructions.

Total. Add lines 1 through 3

Page 8

P	art X Minimum Investment Return (All domestic foundations must complete this part. Foreign four	ndations, se	e 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	100,088.
	Average of monthly cash balances	1b	
	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	100,088.
	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	100,088.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,501.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	<u>98,587.</u>
6	Minimum investment return. Enter 5% of line 5	6	4,929.
P	art XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and foreign organizations check here and do not complete this part.)	nd certain	
1	Minimum investment return from Part X, line 6	1	4,929.
2a	Tax on investment income for 2009 from Part VI, line 5		
b	Income tax for 2009. (This does not include the tax from Part VI.)		
C	Add lines 2a and 2b	2c	0.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	4,929.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	4,929.
6	Deduction from distributable amount (see instructions)	6	0.
7_	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	4,929.
P	art XII Qualifying Distributions (see instructions)		
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
а	Expenses, contributions, gifts, etc total from Part I, column (d), line 26	1a	10,920. 0.
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	Surtability 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	10,920.
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	10,920.
	Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation of	qualifies for t	he section

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4940(e) reduction of tax in those years.

Form 990-PF (2009)

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI,		<u>:</u>		
line 7				4,929.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years:				
,,		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004 2,496.				
b From 2005 1,486.				
c From 2006 8,429.				
d From 2007 5,097.				
e From 2008 6,191.				
f Total of lines 3a through e	23,699.			
4 Qualifying distributions for 2009 from				
Part XII, line 4: ► \$ 10,920.				
a Applied to 2008, 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 2009 distributable amount				4,929.
e Remaining amount distributed out of corpus	5,991.			
5 Excess distributions carryover applied to 2009 (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	29,690.			
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 2008. Subtract line				
4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2009. Subtract				
lines 4d and 5 from line 1. This amount must				
be distributed in 2010				0.
7 Amounts treated as distributions out of			,	
corpus to satisfy requirements imposed by				
section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004				
not applied on line 5 or line 7	2,496.			
9 Excess distributions carryover to 2010.				
Subtract lines 7 and 8 from line 6a	27,194.			
10 Analysis of line 9:				
a Excess from 2005 1,486.				
b Excess from 2006 8, 429.				
c Excess from 2007 5,097.				
d Excess from 2008 6,191.				
<u>e Excess from 2009</u> 5,991.				

FRANK AND RITA KELLY FOUNDATION 20-1281379 Page 10 Form 990-PF (2009) C/O PNC BANK . N. A. - AGENT FOR TRUSTEE Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A 1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling 4942(j)(5) b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or Prior 3 years 2 a Enter the lesser of the adjusted net Tax year (a) 2009(b) 2008 (c) 2007 (d) 2006(e) Total income from Part I or the minimum investment return from Part X for each year listed **b** 85% of line 2a c Qualifying distributions from Part XII, line 4 for each year listed d Amounts included in line 2c not used directly for active conduct of exempt activities e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c Complete 3a, b, or c for the alternative test relied upon: a "Assets" alternative test - enter: (1) Value of all assets (2) Value of assets qualifying under section 4942(j)(3)(B)(i) b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) (2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii) (3) Largest amount of support from an exempt organization (4) Gross investment income Part XV | Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see the instructions.) 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).) MONSIGNOR JOSEPH P. KELLY 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 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs: Check here \(\sum \big| \big| \big| if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d. a The name, address, and telephone number 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:

FRANK AND RITA KELLY FOUNDATION 20-1281379 Form 990-PF (2009) Page 11 C/O PNC BANK, N. A. - AGENT FOR TRUSTEE Supplementary Information (continued) Part XV Grants and Contributions Paid During the Year or Approved for Future Payment If recipient is an individual, Recipient Purpose of grant or contribution Foundation show any relationship to Amount status of any foundation manager or substantial contributor Name and address (home or business) recipient a Paid during the year SEE STATEMENT 5 **▶** 3a 9,680. b Approved for future payment NONE

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.		business income	Exclud	ed by section 512, 513, or 514	(e)
4 Drogram convention	(a) Business code	(b) Amount	(C) Exclu- sion code	(d) Amount	Related or exempt function income
1 Program service revenue:	Code		1		·
a b	_		+-+		
			╁──╁		
			\vdash		
0	1 1		1		
e					·
Fees and contracts from government agencies		·	1 1		
2 Membership dues and assessments		·			
3 Interest on savings and temporary cash		· · · · · · · · · · · · · · · · · · ·	1 - 1		
investments			1 1		
4 Dividends and interest from securities			14	744.	
5 Net rental income or (loss) from real estate:			1 - 1		
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal					
property					
7 Other investment income			1		· · · · · · · · · · · · · · · · · · ·
8 Gain or (loss) from sales of assets other				1	
than inventory			18	-4,213.	
9 Net income or (loss) from special events			1	4/225	
10 Gross profit or (loss) from sales of inventory			1 1		
11 Other revenue:	 		1 1		
			 		
	1 1		+		
			1		
			+ +		
e	-	0.	 	-3,469.	0
13 Total. Add line 12, columns (b), (d), and (e)	<u> </u>	<u></u>	<u> </u>		-3,469
(See worksheet in line 13 instructions to verify calculation:	s.)				3, ±05
Part XVI-B Relationship of Activities	es to the Accor	mplishment of E	kempt	Purposes	
Line No. Explain below how each activity for which the foundation's exempt purposes (other to			A contribu	uted importantly to the accom	plishment of
uno roanidaden o oxompt par posso (omor t	and by providing force	io for outil purpossoj.			=
					···
					
· · · · · · · · · · · · · · · · · · ·					
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923821 92-92-10					Form 990-PF (2009

FRANK AND RITA KELLY FOUNDATION 20-1281379 Form 990-PF (2009) C/O PNC BANK, N. A. - AGENT FOR TRUSTEE Page 13 Information Regarding Transfers To and Transactions and Relationships With Noncharitable Part XVII **Exempt Organizations** Yes No Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? a Transfers from the reporting foundation to a noncharitable exempt organization of: 1a(1) X 1a(2) (2) Other assets **b** Other transactions: (1) Sales of assets to a noncharitable exempt organization 1b(1) (2) Purchases of assets from a noncharitable exempt organization 1b(2) (3) Rental of facilities, equipment, or other assets 1b(3) (4) Reimbursement arrangements 1b(4) 1b(5) (5) Loans or loan guarantees X (6) Performance of services or membership or fundraising solicitations 1b(6) c Sharing of facilities, equipment, mailing lists, other assets, or paid employees d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. (c) Name of noncharitable exempt organization (b) Amount involved (d) Description of transfers, transactions, and sharing arrangements (a) Line no N/A 2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described X No Yes in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? b If "Yes," complete the following schedule. (b) Type of organization (c) Description of relationship (a) Name of organization N/A 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, yes, or fiduciary) is based on all information of which preparer has any knowledge and complete Declara

John C. Reilly Assistant Vice President

9103-7240

y 5/7

TAX DEPT.

Date

Date

PRESIDEN'

05/04/10 employed ▶

Check if

EIN ▶

Phone no.

self-

Form **990-PF** (2009)

Preparer's identifying number

(215) 585-5597

Here

Signature of

eparer's Ise Only Preparer

signature

Firm's name (or yours

if self-employed), address, and ZIP code

officer

BANK .

1600 MARKET

PNC

N. A.

STREET

FORM 990-PF DI	VIDENDS AND	INTERES	T FROM	SECURITIES	STATEMENT	1
SOURCE		GROSS A	MOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT)
DOMESTIC DIVIDENDS			573.	0.		73.
DOMESTIC DIVIDENDS FOREIGN DIVIDENDS			43. 128.	0. 0.		13. 28.
TOTAL TO FM 990-PF, PAR	T I, LN 4		744.	0.	74	14.

FORM 990-PF	ACCOUNTI	NG FEES	S	TATEMENT 2
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PNC BANK, N. A TAX PREPARATION FEES	1,000.	0.		1,000.
TO FORM 990-PF, PG 1, LN 16B	1,000.	0.		1,000.

FORM 990-PF .	TAX	ES	S'	TATEMENT 3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX FORM 990-PF 12/31/2008	13.	0.		0.
TO FORM 990-PF, PG 1, LN 18	13.	0.		0.

FRANK AND RITA KELLY FOUNDATION C/O PNC

FORM 990-PF OTI	HER INVESTMENTS		STATEMENT 4
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CASH EQUIVALENTS MUTUAL FUNDS - EQUITY ROUNDING ADJUSTMENT	COST COST COST	11,107. 103,020. 1.	11,107. 98,473. 0.
TOTAL TO FORM 990-PF, PART II, LII	NE 13	114,128.	109,580.

STATEMENT OF INVESTMENTS

AS OF 12/31/09

ACCOUNT 60-60-001-3652997

PAGE

	ACCOUNT 60-60-001-3652997	FRANK & RITA	RITA KELLY FOUNDATION				PAGE	2	
PAR VALUE /SHARES	INVESTMENT DESCRIPTION	CARRYING VALUE	TAX COST	MARKET %	% OF Market	ESTIMATED Y INCOME	VIELD AT Market	MARKET UNIT PRICE	
CASH EQUIVALENTS	ENTS								
10,373.450	BLACKROCK LIQUIDITY FUNDS TEMPFUND ADMINISTRATION SHARES #H1	10,373.45	10,373.45	10,373.45	6.467	0.93	0.009	1.000	
733.960	733.960 BLACKROCK LIQUIDITY FUNDS TEMPFUND ADMINISTRATION SHARES #HI (INCOME INVESTMENT)	733.96	733.96	733.96	0.670	0.07	0.010	1.000	
TOTAL	TOTAL CASH EQUIVALENTS	11,107.41	11,107.41	11,107.41	10.137	1.00	0.009		
MUTUAL FUNDS - EQUITY	: - EQUITY								
1,194.390	1,194.390 JENNISON 20/20 FOCUS FUND NAME CHANGE 02/16/2010 SEE 744406404	17,176.66	17,176.66	18,226.39	16.633	0.00	0.000	15.260	
70.361	70.361 BLACKROCK FUNDS INTL OPPORTUNITIES PORTFOLIO FUND 334 INSTITUTIONAL SHARES	2,038.36	2,038.36	2,234.67	2.039	32.49	1.454	31.760	
182.052	HARBOR FUND INTERNATIONAL FUND FD #11	10,347.81	9,686.99	9,989.19	9.116	187.51	1.877	54.870	
64.000	64.000 ISHARES RUSSELL MIDCAP Index fd etf	5,833.60	5,833.60	5,280.64	4.819	77.89	1.475	82.510	
82.000	82.000 ISHARES TR RUSSELL 2000 INDEX FD ETF	5,838.40	5,838.40	5,120.08	4.672	61.58	1.203	62.440	
									_



STATEMENT OF INVESTMENTS

AS OF 12/31/09

	ACCOUNT 6060001-3652997	FRANK & RI	RITA KELLY FOUNDATION				PAGE	м
PAR VALUE /SHARES	INVESTMENT DESCRIPTION	CARRYING	TAX	MARKET	% OF MARKET	ESTIMATED INCOME	VIELD AT MARKET	MARKET UNIT PRICE
1,251.10	1,251.104 T ROWE PRICE GROWTH STOCK FD # 40	34,593.05	34,593.05	34,417.87	34,417.87 31.409	25.	25.02 0.073	27.510
1,133.01	1,133.013 T ROWE PRICE VALUE FD INC FUND #107	27,192.31	27,192.31	23,204.11	23,204.11 21.175	283.25	25 1.221	20.480
TOTAL	TOTAL MUTUAL FUNDS — EQUITY	103,020.19	102,359.37	98,472.95	89.863	667.74	0.678	
TOTAL INVESTMENTS	STMENTS	114,127.60	113,466.78	109,580.36 100.000	100.000	668.74		
CASH		0.00	0.00	00.00				
TOTAL ASSETS	S	114,127.60	113,466.78	109,580.36				
INCOME CASH	-			0.00				



FORM 990-PF

STATEMENT

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT		AMOUNT
BIG BROTHERS / BIG SISTERS 33 EAST NORTHAMPTON STREET WILKES-BARRE, PA 18701	GENERAL USE OF THE ORGANIZATION	PUBLIC CHARITY	100.
CATHOLIC SOCIAL SERVICES 400 WYOMING AVENUE SCRANTON, PA 18503	GENERAL USE OF THE ORGANIZATION	PUBLIC CHARITY	2,000.
HAZLETON AREA UNITED WAY 134 SOUTH WYOMING STREET HAZLETON, PA 18201	GENERAL USE OF THE ORGANIZATION	PUBLIC CHARITY	500.
KING'S COLLEGE 133 NORTH RIVER ROAD WILKES-BARRE, PA 18711	GENERAL USE OF THE COLLEGE	PUBLIC CHARITY	200.
LACKAWANNA/WAYNE COUNTY UNITED WAY 615 JEFFERSON AVENUE SCRANTON, PA 18510	GENERAL USE OF THE ORGANIZATION	PUBLIC CHARITY	700.
SCRANTON DIOCESAN ANNUAL APPEAL 400 WYOMING AVENUE SCRANTON, PA 18503	GENERAL USE OF THE ORGANIZATION	PUBLIC CHARITY	2,000.
SCRANTON PREPARATORY SCHOOL 1000 WYOMING AVENUE SCRANTON, PA 18509	GENERAL USE OF THE SCHOOL	PUBLIC CHARITY	1,000.
ST FRANCIS OF ASSISI KITCHEN 500 PENN AVENUE SCRANTON, PA 18509	GENERAL USE OF THE ORGANIZATION	PUBLIC CHARITY	500.

GRANTS AND CONTRIBUTIONS

PAID DURING THE YEAR

FRANK AND RITA KELLY FOUNDATION	C/O PNC		20-1281379
ST VINCENT DEPAUL KITCHEN 39 EAST JACKSON STREET WILKES-BARRE, PA 18701	GENERAL USE OF THE ORGANIZATION	PUBLIC CHARITY	2,000.
THE SHEPHERD'S MATERNITY HOUSE P. O. BOX 883 EAST STROUDSBURG, PA 18301	GENERAL USE OF THE ORGANIZATION	PUBLIC CHARITY	180.
WYOMING VALLEY UNITED WAY 8 WEST MARKET STREET WILKES-BARRE, PA 18701	GENERAL USE OF THE ORGANIZATION	PUBLIC CHARITY	500.
TOTAL TO FORM 990-PF, PART XV, LII	NE 3A		9,680.

REPORT: TMS-TX-23
BANK 60 PNC BANK (60)
REGION 60 SCRANTON
OFFICE 001 PERSONAL TRUST

GAIN/LOSS FED/STE REPORT INTERNAL USE ONLY ACCOUNT 3652997 FRANK & RITA KELLY FOUNDATION FROM: 01/01/09 TO: 12/31/09

PAGE: 1 RUN DATE: 04/14/10

I O N STATE	3181E 6/L	2,236.07-L 761.94-L	2,998.01-	406.95-L	406.95-	_	807.69-	4,212.65-	00.	,00 L	.00 4,212.65-	s 00.	₩ 00.
INFORMAT	1/9 6/L	2,236.07-S 761.94-L	2,236.07- 761.94-	406.95-L	406.95-	807.69-L	-807.69-	00.	2,236.07- 1,976.58-	J 00.	2,236.07- 1,976.58-	s 00·	₩ 00°
AIN/LOSS	TAX COST	4,500.00	6,713.01	3,906.95	3,906.95		4,307.69	14,927.65	4,500.00 10,427.65	11 11 11 11 11 11 11	14,927.65		
O	PROCEEDS		3,715.00	3,500.00	3,500.00	3,500.00	3,500.00	10,715.00	2,263.93 8,451.07	11 11 11 11 11 11	10,715.00		
	UNITS		106.478	141.300	141.300	179.487	179.487	427.265	64.888 362.377		427.265		
	CODE OR-OFF SERIAL SEQ LOT# ACQUIRED TRADE	ASSET 411511306 HARBOR FUND INTERNATIONAL FUND FD #11 831 000 40422-00001 00000 04/08/08 04/01/09 831 000 40422-00001 00000 07/14/06 04/01/09	TOTAL-SHORT TOTAL-LONG	ASSET 741479109 T ROWE PRICE GROWTH STOCK FD # 40 831 000 40609-00001 00000 07/14/06 10/05/09	I DI AL-LONG	ASSET 779578103 T ROWE PRICE VALUE FD INC FUND #107 831 000 40609-00002 00000 07/14/06 10/05/09	TOTAL-LONG	STATE LISTED SALES-TOTAL LONG	FEDERAL LISTED SALES-TOTAL SHORT	CAPITAL GAIN DISTRIBUTIONS	GRAND TOTAL-SHORT -LONG	CARRYOVER(CURRENT)	

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