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Form **990-PF**

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

OMB No 1545-0052

2009Department of the Treasury
Internal Revenue Service

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

For calendar year 2009, or tax year beginning , and ending

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation THE GREATER POTTSTOWN FOUNDATION		A Employer identification number 23-2568998
	Number and street (or P O box number if mail is not delivered to street address) 934 HIGH STREET	Room/suite	B Telephone number (see page 10 of the instructions) 610-323-7700
	City or town, state, and ZIP code POTTSTOWN PA 19464		C If exemption application is pending, check here <input type="checkbox"/>
			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) \$ 1,481,143 (Part I, column (d) must be on cash basis)	J Accounting method: <input checked="" type="checkbox"/> Cash <input 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 (The

total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions, gifts, grants, etc., 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	12,123	12,123		
4 Dividends and interest from securities	30,067	30,067		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10 STMT 1	-258,938			
b Gross sales price for all assets on line 6a 547,653				
7 Capital gain net income (from Part IV, line 2)		6,380		
8 Net short-term capital gain			0	
9 Income modifications				
10a Gross sales less returns & 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	-216,749	48,570	0	
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.	2,250			2,250
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule) SEE STMT 2	258			258
b Accounting fees (attach schedule) STMT 3	3,500			3,500
c Other professional fees (attach schedule) STMT 4	9,744	9,744		
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions) STMT 5	194	194		
19 Depreciation (attach schedule) and depletion STMT 6	3,791			
20 Occupancy	3,850			3,850
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (att sch) STMT 7	9,584			9,584
24 Total operating and administrative expenses. Add lines 13 through 23	33,171	9,938		19,442
25 Contributions, gifts, grants paid	77,505			77,505
26 Total expenses and disbursements. Add lines 24 and 25	110,676	9,938	0	96,947
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-327,425			
b Net investment income (if negative, enter -0-)		38,632		
c Adjusted net income (if negative, enter -0-)			0	

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.

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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		12,601	12,599
	2 Savings and temporary cash investments	195,585	14,827	14,827
	3 Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions) SEE WORKSHEET	25,000	25,000	25,000
	7 Other notes and loans receivable (att. 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) STMT 8	20,000		
	b Investments—corporate stock (attach schedule) SEE STMT 9	521,875	282,067	267,420
	c Investments—corporate bonds (attach schedule) SEE STMT 10	209,413	209,413	164,646
	11 Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch.) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule) SEE STATEMENT 11	896,049	991,401	996,651
	14 Land, buildings, and equipment basis ▶ 52,864 Less accumulated depreciation (attach sch.) ▶ STMT 12 42,435	7,475	10,429	
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	1,875,397	1,545,738	1,481,143
Liabilities	17 Accounts payable and accrued expenses	18,255		
	18 Grants payable	30,172		
	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 ▶ SEE STATEMENT 13)		6,839	
	23 Total liabilities (add lines 17 through 22)	48,427	6,839	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	1,826,970		
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds		1,538,899	
	30 Total net assets or fund balances (see page 17 of the instructions)	1,826,970	1,538,899	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	1,875,397	1,545,738	

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	1,826,970
2 Enter amount from Part I, line 27a	2	-327,425
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 14	3	50,249
4 Add lines 1, 2, and 3	4	1,549,794
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 15	5	10,895
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,538,899

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	HARLEYSVILLE NATIONAL BANK TR			
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 6,380			6,380
b			
c			
d			
e			

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

(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			6,380
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>	2	6,380
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 pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8 </div>	3	

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

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year, see page 18 of 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))
2008	86,785	1,651,887	0.052537
2007	72,149	2,082,178	0.034651
2006	90,276	1,739,568	0.051896
2005	116,872	1,846,390	0.063298
2004	85,793	1,854,783	0.046255

2 Total of line 1, column (d)	2	0.248637
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.049727
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	1,389,071
5 Multiply line 4 by line 3	5	69,074
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	386
7 Add lines 5 and 6	7	69,460
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.	8	96,947

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the 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 checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	386
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	386
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	386
6	Credits/Payments		
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	386
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 2010 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
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		
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> </u> (2) On foundation managers <input type="checkbox"/> \$ <u> </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> </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?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input type="checkbox"/> PA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? 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 page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► WWW.TOLERANCEUNLIMITED.COM	13	X	
14	The books are in care of ► HAROLD H PRINCE, ESQUIRE 934 HIGH STREET Located at ► POTTSTOWN, PA	Telephone no ► 610-323-7700 ZIP+4 ► 19464		
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	► <input type="checkbox"/>	

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	1b	X
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	N/A
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 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► 20 , 20 , 20 , 20		
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 page 20 of the instructions)	2b	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 ► 20 , 20 , 20 , 20		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2009 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 2009.)	3b	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 2009?	4b	X

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))?
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?
- (3) Provide a grant to an individual for travel, study, or other similar purposes?
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions)
- (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
<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
<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 page 22 of the instructions)?
Organizations relying on a current notice regarding disaster assistance check here

5b

X

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A ☐ **Yes** ☐ **No**

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

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

6b

X

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?

N/A

7b

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

SEE STATEMENT 16

2 Compensation of five highest-paid employees (other than those included on line 1 —see page 23 of the instructions). If none, enter "NONE."

NONE

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

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 page 23 of the 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 ▶**Part IX-A Summary of Direct Charitable Activities**

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

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

	Amount
1 N/A	
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3 ▶	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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	1,298,718
b	Average of monthly cash balances	1b	111,506
c	Fair market value of all other assets (see page 24 of the instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	1,410,224
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	1,410,224
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	21,153
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,389,071
6	Minimum investment return. Enter 5% of line 5	6	69,454

Part XI Distributable Amount (see page 25 of the 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	69,454
2a	Tax on investment income for 2009 from Part VI, line 5	2a	386
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	386
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	69,068
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	69,068
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	69,068

Part XII Qualifying Distributions (see page 25 of the 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	96,947
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
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	96,947
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 page 26 of the instructions)	5	386
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	96,561

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 page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				69,068
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			71,964	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2009				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e				
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 96,947				
a Applied to 2008, but not more than line 2a			71,964	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)				
d Applied to 2009 distributable amount				24,983
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2009 (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 page 27 of the instructions				
e Undistributed income for 2008. Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				44,085
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

Part XIV Private Operating Foundations (see page 27 of the 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 2009, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter.					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see page 28 of the instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2))
N/A

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

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:
Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the 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
HAROLD H PRINCE, ESQ 610-323-7700
GREATER POTTSTOWN FOUNDATION POTTSTOWN PA 19464

b The form in which applications should be submitted and information and materials they should include
SEE STATEMENT 17

c Any submission deadlines
SEE STATEMENT 18

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors.
SEE STATEMENT 19

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE STATEMENT 20				77,505
Total			▶ 3a	77,505
b Approved for future payment N/A				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					12,123
4	Dividends and interest from securities					30,067
5	Net rental income or (loss) from real estate:					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	-265,319	6,380
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue. a					
b						
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)		0		-265,319	48,570
13	Total. Add line 12, columns (b), (d), and (e)					-216,749

(See worksheet in line 13 instructions on page 28 to verify calculations)

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

[illegible]

Forms
990 / 990-PF**Receivables Due from Officers, Directors,
Trustees, and Key Employees****2009**

For calendar year 2009, or tax year beginning

, and ending

Name

Employer Identification Number

THE GREATER POTTSTOWN FOUNDATION**23-2568998****FORM 990-PF, PART II, LINE 6 - ADDITIONAL INFORMATION**

Name of borrower	Title
(1) PAUL PRINCE	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	

Original amount borrowed	Date of loan	Maturity date	Repayment terms	Interest rate
(1) 25,000		12/31/09	DEMAND NOTE	9.000
(2)				
(3)				
(4)				
(5)				
(6)				
(7)				
(8)				
(9)				
(10)				

Security provided by borrower	Purpose of loan
(1) NONE	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	

Consideration furnished by lender	Balance due at beginning of year	Balance due at end of year	Fair market value (990-PF only)
(1)	25,000	25,000	25,000
(2)			
(3)			
(4)			
(5)			
(6)			
(7)			
(8)			
(9)			
(10)			
Totals	25,000	25,000	25,000

Form **4562**
 Department of the Treasury
 Internal Revenue Service (99)

Depreciation and Amortization
(Including Information on Listed Property)

OMB No 1545-0172

2009Attachment
Sequence No **67**

▶ See separate instructions.

▶ Attach to your tax return.

Name(s) shown on return

THE GREATER POTTSTOWN FOUNDATION

Identifying number

23-2568998

Business or activity to which this form relates

INDIRECT DEPRECIATION**Part I Election To Expense Certain Property Under Section 179****Note:** If you have any listed property, complete Part V before you complete Part I.

1	Maximum amount See the instructions for a higher limit for certain businesses	1	250,000
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3	800,000
4	Reduction in limitation. Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year. Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions	5	
6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property. Enter the amount from line 29	7	
8	Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction. Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2008 Form 4562	10	
11	Business income limitation. Enter the smaller of business income (not less than zero) or line 5 (see instructions)	11	
12	Section 179 expense deduction. Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2010. Add lines 9 and 10, less line 12	13	

Note: Do not use Part II or Part III below for listed property. Instead, use Part V.**Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property.) (See instr.)**

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	3,791

Part III MACRS Depreciation (Do not include listed property.) (See instructions.)**Section A**

17	MACRS deductions for assets placed in service in tax years beginning before 2009	17	0
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here <input type="checkbox"/>		

Section B—Assets Placed in Service During 2009 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only—see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property			27.5 yrs	MM	S/L	
i Nonresidential real property			39 yrs	MM	S/L	
				MM	S/L	

Section C—Assets Placed in Service During 2009 Tax Year Using the Alternative Depreciation System

20a Class life				S/L	
b 12-year			12 yrs	S/L	
c 40-year			40 yrs	MM	S/L

Part IV Summary (See instructions.)

21	Listed property. Enter amount from line 28	21	
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations—see instructions	22	3,791
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

For Paperwork Reduction Act Notice, see separate instructions.

Form **4562** (2009)

DAA

THERE ARE NO AMOUNTS FOR PAGE 2

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets

Whom Sold	Description	Date Acquired	Date Sold	How Received		Cost	Expense	Depreciation	Net Gain / Loss
				Sale Price	PURCHASE				
MELLINIUM ST GAIN (LOSS)	VARIOUS	VARIOUS	VARIOUS	\$ 177,932	\$ 212,815	\$	\$	\$	-34,883
MELLINIUM LT GAIN (LOSS)	VARIOUS	VARIOUS	VARIOUS	\$ 363,341	\$ 593,777	\$	\$	\$	-230,436
TOTAL				\$ 541,273	\$ 806,592	\$	\$ 0	\$ 0	\$ -265,319

Statement 2 - Form 990-PF, Part I, Line 16a - Legal Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
PRINCE & CURTIS	\$ 258	\$	\$	\$ 258
TOTAL	\$ 258	\$ 0	\$ 0	\$ 258

Statement 3 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
HERBEIN & COMPANY	\$ 3,500	\$	\$	\$ 3,500
TOTAL	\$ 3,500	\$ 0	\$ 0	\$ 3,500

Statement 4 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
INVESTMENT ADVISORY FEES	\$ 9,744	\$ 9,744	\$	\$
TOTAL	\$ 9,744	\$ 9,744	\$ 0	\$ 0

Federal Statements

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Statement 5 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
FOREIGN TAX ON DIVIDEND	\$ 194	\$ 194	\$	\$
TOTAL	\$ 194	\$ 194	\$ 0	\$ 0

Statement 6 - Form 990-PF, Part I, Line 19 - Depreciation

Date Acquired	Description	Cost Basis	Prior Year Depreciation	Method	Life	Current Year Depreciation	Net Investment Income	Adjusted Net Income
1/01/00	FULLY DEPRECIATED ASSETS	\$ 28,253	\$ 28,253	200DB	5	\$	\$	\$
1/10/04	PRINTER	378	342	S/L	5	36		
8/16/05	COMPUTER	3,507	2,366	S/L	5	701		
12/07/05	CAMERA	135	84	S/L	5	27		
12/20/05	COPIER	1,500	938	S/L	5	300		
12/29/05	COMPUTER	3,907	2,441	S/L	5	781		
3/20/06	COPIER	8,439	4,220	S/L	5	1,688		
7/01/09	COMPUTER	1,753		S/L	5	175		
12/15/09	COPIER	4,992		S/L	5	83		
TOTAL		\$ 52,864	\$ 38,644			\$ 3,791	\$ 0	\$ 0

Federal Statements

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Statement 7 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXPENSES				
COPIER MAINTENANCE	1,503			1,503
WEBSITE FEES	2,125			2,125
BOOKKEEPING	4,500			4,500
INSURANCE	1,456			1,456
TOTAL	<u>\$ 9,584</u>	<u>\$ 0</u>	<u>\$ 0</u>	<u>\$ 9,584</u>

23-2568998

Federal Statements

FYE: 12/31/2009

Statement 8 - Form 990-PF, Part II, Line 10a - US and State Government Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
VANGUARD GNNA FUND	\$ 20,000	\$	COST	\$
TOTAL	\$ 20,000	\$ 0		\$ 0

Statement 9 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
MILLENIUM WEALTH MANAGEMENT	\$ 521,875	\$ 282,067	COST	\$ 267,420
TOTAL	\$ 521,875	\$ 282,067		\$ 267,420

Statement 10 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
MILLENIUM WEALTH MANAGEMENT	\$ 209,413	\$ 209,413	COST	\$ 164,646
TOTAL	\$ 209,413	\$ 209,413		\$ 164,646

Statement 11 - Form 990-PF, Part II, Line 13 - Other Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
MILLENIUM WEALTH MANAGEMENT - EQUITY	\$ 846,049	\$ 941,401	COST	\$ 942,888
CAPITAL ONE CERTIFICATE OF DEPOSIT	50,000	50,000	COST	53,763
TOTAL	\$ 896,049	\$ 991,401		\$ 996,651

Federal Statements

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Statement 12 - Form 990-PF, Part II, Line 14 - Land, Building, and Equipment

<u>Description</u>	<u>Beginning Net Book</u>	<u>End Cost / Basis</u>	<u>End Accumulated Depreciation</u>	<u>Net FMV</u>
OFFICE EQUIPMENT	\$ 7,475	\$ 52,864	\$ 42,435	\$
TOTAL	\$ 7,475	\$ 52,864	\$ 42,435	\$ 0

Federal Statements

FYE: 12/31/2009

Statement 13 - Form 990-PF, Part II, Line 22 - Other Liabilities

Description	Beginning of Year	End of Year
SCHOLARSHIP ESCROW	\$	\$ 6,839
TOTAL	\$ 0	\$ 6,839

Statement 14 - Form 990-PF, Part III, Line 3 - Other Increases

Description	Amount
REVERSAL OF ACCRUAL ADJUSTMENT	\$ 50,249
TOTAL	\$ 50,249

Statement 15 - Form 990-PF, Part III, Line 5 - Other Decreases

Description	Amount
FEDERAL TAXES	\$ 10,895
TOTAL	\$ 10,895

Federal Statements

Statement 16 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees, Etc.

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
PAUL PRINCE 934 HIGH STREET POTTSTOWN PA 19464	PRESIDENT	0.00	0	0	0
HAROLD PRINCE 934 HIGH STREET POTTSTOWN PA 19464	SECRETARY	0.00	2,250	0	0
PATRICIA CROSSEN 1050 BRIAR LANE POTTSTOWN PA 19464	TRUSTEE	0.00	0	0	0
ANTHONY GIAMO 311 WEST RIDGE PIKE LIMERICK PA 19468	TRUSTEE	0.00	0	0	0
CHRIS WEBB HEIDENREICH 2551 ST PETERS ROAD ST PETERS PA 19470	TRUSTEE	0.00	0	0	0

Federal Statements

FYE: 12/31/2009

Statement 17 - Form 990-PF, Part XV, Line 2b - Application Format and Required Contents

Description

INTERESTED STUDENTS SUBMIT ESSAYS AND A COMPLETED APPLICATION FORM TO THE FOUNDATION

Statement 18 - Form 990-PF, Part XV, Line 2c - Submission Deadlines

Description

ESSAYS SHOULD BE SUBMITTED BY MAY 1ST WITH A COMPLETED APPLICATION FORM FOR JUDGING BY THE COMMITTEE FOR THE SHANDY HILL SCHOLARSHIP.

Statement 19 - Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations

Description

PARTICIPANTS MUST BE SENIORS OF ONE OF THESE ELIGIBLE SCHOOLS:

THE HILL SCHOOL
OWEN J ROBERTS HIGH SCHOOL
POTTSGROVE HIGH SCHOOL
POTTSTOWN HIGH SCHOOL
ST. PIUS HIGH SCHOOL

STUDENTS ARE JUDGED ON THE BASIS OF THEIR ESSAYS WRITTEN ON THEIR PERCEPTION OF SOME ASPECT OF LIFE AND PROGRESS IN THE GREATER POTTSTOWN AREA.

Federal Statements

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Statement 20 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year

Name	Address	Relationship	Status	Purpose	Amount
ST. ALOYSIUS SCHOOL POTTSTOWN PA 19464	200 N HANOVER ST NONE		PUBLIC	DISCRETIONARY USE	2,800
ST. ALOYSIUS SCHOOL POTTSTOWN PA 19464	200 N HANOVER ST NONE		PUBLIC	SCHOLARSHIP FUND	1,750
ST. PIUS HIGH SCHOOL POTTSTOWN PA 19464	NORTH KEIM ST NONE		PUBLIC	DISCRETIONARY USE	1,750
CHILDREN'S LITERACY INITI PHILADELPHIA PA 19103	2314 MARKET ST NONE		PUBLIC	EARLY LITERACY PROJECT	10,000
COMMUNITY HEALTH & DENTAL POTTSTOWN PA 19464	11 ROBINSON ST NONE		PUBLIC	COMMUNITY HEALTH CARE	7,500
POTTSTOWN PUBLIC LIBRARY POTTSTOWN PA 19464	HIGH & WASHINGTON ST NONE		PUBLIC	CHILDREN'S PROGRAM	1,000
GALLERY SCHOOL POTTSTOWN PA 19464	254 HIGH STREET NONE		PUBLIC	BUSY TEEN PILOT PROGRAM	21,800
POTTSTOWN PUBLIC LIBRARY POTTSTOWN PA 19464	HIGH & WASHINGTON ST NONE		PUBLIC	YOUTH SERVICES	5,080
POTTSTOWN SYMPHONY ORCHES POTTSTOWN PA 19464	PO BOX 675 NONE		PUBLIC	OWEN J ROBERTS HS ORCHESTRA	10,000
GALLERY SCHOOL POTTSTOWN PA 19464	254 HIGH STREET NONE		PUBLIC	DISCRETIONARY USE	825
ERIN RAJTIH LEWISBURG PA 17837	701 MOORE AVENUE NONE		PUBLIC	SCHOLARSHIP	7,500
HONORATA ZAKLICKI GRANVILLE OH 43023	100 WEST COLLEGE ST NONE		PUBLIC	SCHOLARSHIP	7,500
TOTAL					<u>77,505</u>

Federal Asset Report

FYE: 12/31/2009

Form 990, Page 1

Asset	Description	Date In Service	Cost	Bus %	Sec 179	Bonus	Basis for Depr	PerConv Meth	Prior	Current
Prior MACRS:										
1	Fully depreciated assets	1/01/00	28,253				28,253	5 HY 200DB	28,253	0
			<u>28,253</u>				<u>28,253</u>		<u>28,253</u>	<u>0</u>
Other Depreciation:										
2	Printer	1/10/04	378				378	5 MO S/L	342	36
3	Computer	8/16/05	3,507				3,507	5 MO S/L	2,366	701
4	Camera	12/07/05	135				135	5 MO S/L	84	27
5	Copier	12/20/05	1,500				1,500	5 MO S/L	938	300
6	Computer	12/29/05	3,907				3,907	5 MO S/L	2,441	781
7	Copier	3/20/06	8,439				8,439	5 MO S/L	4,220	1,688
8	Computer	7/01/09	1,753				1,753	5 MO S/L	0	175
9	Copier	12/15/09	4,992				4,992	5 MO S/L	0	83
	Total Other Depreciation		<u>24,611</u>				<u>24,611</u>		<u>10,391</u>	<u>3,791</u>
	Total ACRS and Other Depreciation		<u>24,611</u>				<u>24,611</u>		<u>10,391</u>	<u>3,791</u>
	Grand Totals		52,864				52,864		38,644	3,791
	Less: Dispositions and Transfers		0				0		0	0
	Less: Start-up/Org Expense		0				0		0	0
	Net Grand Totals		<u>52,864</u>				<u>52,864</u>		<u>38,644</u>	<u>3,791</u>

Account Name:

THE GREATER POTTSTOWN FOUNDATION 003260



Account Number: 003260

Tax I.D. Number: 23-2568998

DETAIL OF LONG-TERM CAPITAL GAINS AND LOSSES

Units	Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
	15% MAXIMUM RATE SALES REPORTED ON FORM 1099-B					
172 00000	AT&T INC	10/11/2007	03/02/2009	3,971.92	6,849.79	-2,877.87
100 00000	ABBOTT LABS	11/01/2007	03/02/2009	4,703.24	5,470.47	-767.23
190 00000	AETNA INC	04/11/2006	03/02/2009	3,967.68	7,600.95	-3,633.27
50 00000	AIR PRODUCTS & CHEMICALS INC	11/01/2007	02/25/2009	2,342.98	4,836.08	-2,493.10
579.00000	ANNALY CAPITAL MANAGEMENT REIT	01/31/2008	02/25/2009	8,291.45	11,574.21	-3,282.76
35.00000	APPLE INC	05/04/2007	03/02/2009	3,090.48	3,530.10	-439.62
105 00000	ARCH COAL INC	07/23/2007	02/25/2009	1,402.79	3,798.75	-2,395.96
431.00000	CISCO SYSTEMS INC	07/23/2007	03/02/2009	6,198.82	12,534.95	-6,336.13
294 00000	CITIGROUP INC	04/11/2006	02/25/2009	661.55	13,261.65	-12,600.10
96.00000	COLGATE PALMOLIVE CO	02/15/2008	03/02/2009	5,599.65	7,257.60	-1,657.95
50 00000	CONSTELLATION ENERGY GROUP INC	05/04/2007	02/25/2009	996.99	4,666.50	-3,669.51
273.00000	CORNING INC	07/23/2007	03/02/2009	2,575.11	3,665.04	-1,089.93
127.00000	COSTCO WHOLESALE CORP NEW	04/11/2006	03/02/2009	5,215.86	6,107.30	-891.44
342.00000	DISNEY WALT CO NEW	11/30/2006	03/02/2009	5,468.54	11,169.24	-5,700.70
1,101.26600	DODGE & COX STOCK FUND	04/22/2005	03/11/2009	62,684.06	138,407.12	-75,723.06
193 00000	DOW CHEMICAL COMPANY	11/30/2006	02/25/2009	1,436.30	7,763.63	-6,327.33
70.00000	EXXONMOBIL CORP	02/09/2004	03/02/2009	4,601.77	2,662.63	1,939.14
1,744 54300	FIRST AMERICAN MID CAP VAL-Y	02/02/2007	03/11/2009	22,103.36	44,010.78	-21,907.42
56 00000	GENENTECH INC	11/30/2006	03/02/2009	4,582.45	4,616.08	-33.63
155.00000	GILEAD SCIENCES INC	01/27/2006	03/02/2009	6,863.51	4,628.26	2,255.25
44 00000	GOLDMAN SACHS GROUP INC	04/12/2005	02/25/2009	3,891.77	4,880.92	-989.15
16.00000	GOOGLE INC-CL A	11/30/2006	03/02/2009	5,250.21	7,794.88	-2,544.67
238.00000	HALLIBURTON CO	01/11/2007	02/25/2009	3,863.35	6,742.54	-2,879.19
65.00000	HEWLETT PACKARD CO	07/23/2007	03/02/2009	1,825.97	3,174.06	-1,348.09
380.00000	INTEL CORP	02/01/2008	03/02/2009	4,715.77	9,194.10	-4,478.33
75.00000	INTL BUSINESS MACHINES CORP	02/09/2004	03/02/2009	6,692.21	6,481.82	210.39
205.00000	JOHNSON & JOHNSON	07/23/2007	03/02/2009	9,873.29	12,763.98	-2,890.69
45.00000	KOHL'S CORP	11/26/2007	02/25/2009	1,572.74	2,223.43	-650.69
65.00000	L3 COMMUNICATIONS HOLDINGS INC	04/12/2005	03/02/2009	4,142.42	4,741.75	-599.33
80.00000	LABORATORY CORP AMERICA HOLDINGS	07/23/2007	03/02/2009	4,347.97	6,412.00	-2,064.03
55.00000	LOCKHEED MARTIN CORP	04/19/2004	02/25/2009	3,901.12	2,601.50	1,299.62
110.00000	MCDONALDS CORP	01/11/2007	03/02/2009	5,721.07	4,907.02	814.05
150.00000	METLIFE INC	04/09/2007	02/25/2009	3,079.48	9,586.50	-6,507.02
173.00000	MORGAN STANLEY	07/23/2007	02/25/2009	3,681.41	8,892.47	-5,211.06
65.00000	NIKE INC-CLASS B	07/29/2004	03/02/2009	2,585.85	2,313.72	272.13
60.00000	NORDSTROM INC	11/26/2007	02/25/2009	789.59	2,138.48	-1,348.89
151 00000	PEPSICO INC	09/26/2005	03/02/2009	7,105.04	6,738.02	367.02
72.00000	PRUDENTIAL FINL INC	12/06/2007	02/25/2009	1,287.74	6,982.56	-5,694.82
136.00000	RAYTHEON COMPANY	01/11/2007	02/25/2009	5,962.57	7,128.12	-1,165.55
0 84320	TEVA PHARMACEUTICAL INDS LTD ADR	05/31/2007	01/16/2009	35.83	35.74	0.09
97.00000	TEVA PHARMACEUTICAL INDS LTD ADR	07/23/2007	03/02/2009	4,228.20	4,111.34	116.86
126.00000	TEXAS INSTRUMENTS INC	04/11/2006	03/02/2009	1,734.09	3,163.20	-1,429.11
4,700.06900	TURNER CORE GROWTH FUND-I	04/22/2005	03/11/2009	32,148.47	44,274.65	-12,126.18
83.00000	UNITED TECHNOLOGIES CORP	09/04/2002	02/25/2009	3,409.62	2,392.06	1,017.56
1,524.60300	VANGUARD GNMA FUND ADM	02/02/2007	04/13/2009	16,313.25	15,520.46	792.79
440.03300	VANGUARD GNMA FUND ADM	02/02/2007	05/28/2009	4,659.95	4,479.54	180.41
816 32700	VANGUARD MARKET NEUTRAL-INV	07/11/2008	08/21/2009	8,000.00	10,302.05	-2,302.05
3,145 63800	VANGUARD MARKET NEUTRAL-INV	07/11/2008	09/23/2009	30,544.14	39,697.95	-9,153.81
188 00000	VERIZON COMMUNICATIONS	10/11/2007	03/02/2009	5,179.37	7,345.95	-2,166.58
325 00000	WALGREEN CO	11/30/2006	03/02/2009	7,546.45	12,555.76	-5,009.31

IMPORTANT TAX RETURN DOCUMENT ENCLOSED

Account Name:

THE GREATER POTTSTOWN FORTIFICATION 003260



Where prosperity is personal®

Account Number: 003260

Tax I.D. Number: 23-2568998

DETAIL OF LONG-TERM CAPITAL GAINS AND LOSSES

Units	Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
37 62990	WELLS FARGO & CO	11/02/2006	01/13/2009	893 70	10,380 73	-9,487 03
75 00000	ZIMMER HLDGS INC	04/19/2004	03/02/2009	2,537 23	6,072 75	-3,535 52
264.00000	WEATHERFORD INTL LTD	04/12/2005	02/25/2009	2,471 68	3,731 75	-1,260 07
117 00000	TRANSOCEAN LTD	11/30/2006	02/25/2009	6,570 68	9,604.04	-3,033.36
	TOTAL 15% MAXIMUM RATE SALES REPORTED ON 1099-B			363,340 74	593,776 97	-230,436 23
				=====	=====	=====
	TOTAL LONG-TERM SALES			363,340 74	593,776 97	-230,436 23
				=====	=====	=====

IMPORTANT TAX RETURN DOCUMENT ENCLOSED



Account Name:

THE GREATER POTTSTOWN FOUNDATION 003260



Where prosperity is personal®

Account Number: 003260

Tax I.D. Number: 23-2568998

DETAIL OF SHORT-TERM CAPITAL GAINS AND LOSSES

Units	Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
	SHORT-TERM SALES REPORTED ON FORM 1099-B					
25 00000	AT&T INC	05/05/2008	03/02/2009	577 31	994 75	-417 44
550 00000	ALTRIA GROUP INC	05/05/2008	03/02/2009	8,262 05	11,434 50	-3,172 45
250 00000	ANNALY CAPITAL MANAGEMENT REIT	05/05/2008	02/25/2009	3,580 08	4,247 50	-667 42
100 00000	BOEING CO	05/05/2008	02/25/2009	3,330 18	8,583 00	-5,252 82
100 00000	CITIGROUP INC	05/05/2008	02/25/2009	225 02	2,586.00	-2,360 98
50 00000	COLGATE PALMOLIVE CO	05/05/2008	03/02/2009	2,916 48	3,675 00	-758 52
25 00000	CONSTELLATION ENERGY GROUP INC	05/05/2008	02/25/2009	498 50	2,031 50	-1,533 00
212 00000	EMERSON ELEC CO	07/02/2008	03/02/2009	5,360 32	10,233 28	-4,872 96
75 00000	EXELON CORP	05/05/2008	03/02/2009	3,491 98	6,353 25	-2,861 27
25 00000	GENENTECH INC	05/05/2008	03/02/2009	2,045 74	1,691 00	354 74
50.00000	HEWLETT PACKARD CO	05/05/2008	03/02/2009	1,404 60	2,414 50	-1,009 90
20.00000	MASTERCARD INC CL A	07/11/2008	02/25/2009	3,187 78	5,176.68	-1,988.90
25.00000	MCDONALDS CORP	05/05/2008	03/02/2009	1,300 24	1,522.50	-222 26
175 00000	MICROSOFT CORP	05/05/2008	03/02/2009	2,775 71	5,127 50	-2,351 79
50 00000	NIKE INC-CLASS B	05/05/2008	03/02/2009	1,989.11	3,334.00	-1,344.89
100 00000	NORFOLK SOUTHERN CORP	05/05/2008	03/02/2009	2,961 13	6,014.00	-3,052 87
50 00000	PRUDENTIAL FINL INC	05/05/2008	02/25/2009	894 26	3,841.00	-2,946 74
46 00000	SCHLUMBERGER LTD	08/18/2008	02/25/2009	1,695 09	4,141 67	-2,446 58
12 00000	UNITED STATES STEEL CORP	05/05/2008	02/25/2009	253 31	1,931 16	-1,677 85
5,174 84500	VANGUARD S/T INVEST GR-INV	03/12/2009	12/31/2009	54,801 61	50,246 65	4,554 96
1,333 72500	VANGUARD GNMA FUND ADM	02/25/2009	05/28/2009	14,124 15	14,057.46	66 69
749 76600	VANGUARD GNMA FUND ADM	02/25/2009	08/21/2009	7,985 01	7,902 53	82 48
4,145 93600	VANGUARD INFLAT PROTECTED IV	03/24/2009	08/19/2009	50,953 55	50,000 00	953 55
124 00000	WASTE MANAGEMENT INC	07/02/2008	03/02/2009	3,206 38	4,532 20	-1,325 82
4 37010	WELLS FARGO & CO	05/05/2008	01/13/2009	103 79	652 55	-548 76
0 60740	WELLS FARGO & CO	05/05/2008	01/20/2009	8 53	90.70	-82.17
	TOTAL SHORT-TERM SALES REPORTED ON 1099-B			177,931 91	212,814 88	-34,882 97
				=====	=====	=====
	TOTAL SHORT-TERM SALES			177,931 91	212,814 88	-34,882 97
				=====	=====	=====

IMPORTANT TAX RETURN DOCUMENT ENCLOSED

Form **8868**
(Rev. April 2009)**Application for Extension of Time To File an
Exempt Organization Return**

OMB No 1545-1709

Department of the Treasury
Internal Revenue Service► **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.**Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).**A corporation required to file Form 990-T and requesting an automatic 6-month extension—check this box and complete Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Electronic Filing (e-file). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit www.irs.gov/efile and click on e-file for Charities & Nonprofits

Type or print File by the due date for filing your return. See instructions.	Name of Exempt Organization		Employer identification number
	THE GREATER POTTSTOWN FOUNDATION		23-2568998
	Number, street, and room or suite no. If a P.O. box, see instructions. 934 HIGH STREET		
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. POTTSTOWN PA 19464		

Check type of return to be filed (file a separate application for each return):

- | | | |
|---|---|------------------------------------|
| <input type="checkbox"/> Form 990 | <input type="checkbox"/> Form 990-T (corporation) | <input type="checkbox"/> Form 4720 |
| <input type="checkbox"/> Form 990-BL | <input type="checkbox"/> Form 990-T (sec. 401(a) or 408(a) trust) | <input type="checkbox"/> Form 5227 |
| <input type="checkbox"/> Form 990-EZ | <input type="checkbox"/> Form 990-T (trust other than above) | <input type="checkbox"/> Form 6069 |
| <input checked="" type="checkbox"/> Form 990-PF | <input type="checkbox"/> Form 1041-A | <input type="checkbox"/> Form 8870 |

- The books are in the care of ► **PRINCE & KURTAS**

Telephone No. ► **610-323-7700**

FAX No. ►

- If the organization does not have an office or place of business in the United States, check this box ☐

- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____

for the whole group, check this box ☐If it is for part of the group, check this box ☐If this is
and attach

a list with the names and EINs of all members the extension will cover.

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **08/15/10**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

► ☒ calendar year **2009** or► ☐ tax year beginning _____, and ending _____

- 2 If this tax year is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	1,000
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	0
c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	1,000

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form **8868** (Rev. 4-2009)