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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

2009

Department 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 01-01-2009 , and ending 12-31-2009

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
CLANEIL FOUNDATION INC

Number and street (or P O box number if mail is not delivered to street address) Room/suite
2250 HICKORY ROAD No 450

City or town, state, and ZIP code
PLYMOUTH MEETING, PA 19462

A Employer identification number
23-6445450

B Telephone number (see page 10 of the instructions)
(610) 828-6331

C If exemption application is pending, check here ☐

D 1. Foreign organizations, check here ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

H Check type of organization ☒ Section 501(c)(3) exempt private foundation

☐ Section 4947(a)(1) nonexempt charitable trust

☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 61,978,093

J Accounting method ☐ Cash ☒ Accrual

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

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)	281			
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	221	221		
	4 Dividends and interest from securities.	1,004,504	1,004,504		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	-1,641,662			
	b Gross sales price for all assets on line 6a _____ 14,975,814				
	7 Capital gain net income (from Part IV , line 2)		0		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
Operating and Administrative Expenses	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	5,061	5,061		
	12 Total. Add lines 1 through 11	-631,595	1,009,786		
	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	194,270	174,843		19,130
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	48,595	40,397		0
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	35	0		35
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	242,900	215,240		19,165
	25 Contributions, gifts, grants paid	2,589,609			3,465,130
	26 Total expenses and disbursements. Add lines 24 and 25	2,832,509	215,240		3,484,295
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-3,464,104			
	b Net investment income (if negative, enter -0-)		794,546		
	c Adjusted net income (if negative, enter -0-)				

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

Cat No 11289X

Form 990-PF (2009)

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	1Cash—non-interest-bearing	2,000	6,972	6,972
	2Savings and temporary cash investments	19,687	95,759	95,759
	3Accounts receivable ▶ <u>130,815</u>			
	Less allowance for doubtful accounts ▶ _____	16,243	130,815	130,815
	4Pledges receivable ▶ _____			
	Less allowance for doubtful accounts ▶ _____			
	5Grants receivable			
	6Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7Other notes and loans receivable (attach schedule) ▶ _____			
	Less allowance for doubtful accounts ▶ _____			
	8Inventories for sale or use			
	9Prepaid expenses and deferred charges			
	10aInvestments—U S and state government obligations (attach schedule)			
	bInvestments—corporate stock (attach schedule)	2,224,600	2,224,600	2,339,436
	cInvestments—corporate bonds (attach schedule).			
	11Investments—land, buildings, and equipment basis ▶ _____			
Liabilities	Less accumulated depreciation (attach schedule) ▶ _____			
	12Investments—mortgage loans			
	13Investments—other (attach schedule)	55,559,055	51,021,455	59,359,432
	14Land, buildings, and equipment basis ▶ <u>14,703</u>			
	Less accumulated depreciation (attach schedule) ▶ <u>14,703</u>			
	15Other assets (describe ▶ _____)	40,000	45,679	45,679
	16Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	57,861,585	53,525,280	61,978,093
	17Accounts payable and accrued expenses	27,857	30,827	
	18Grants payable	1,206,289	331,543	
	19Deferred revenue			
Net Assets or Fund Balances	20Loans from officers, directors, trustees, and other disqualified persons			
	21Mortgages and other notes payable (attach schedule)			
	22Other liabilities (describe ▶ _____)	425	0	
	23Total liabilities (add lines 17 through 22)	1,234,571	362,370	
	Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26 and lines 30 and 31.			
	24Unrestricted	56,627,014	53,162,910	
	25Temporarily restricted			
	26Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.			
	27Capital stock, trust principal, or current funds			
	28Paid-in or capital surplus, or land, bldg , and equipment fund			
	29Retained earnings, accumulated income, endowment, or other funds			
	30Total net assets or fund balances (see page 17 of the instructions)	56,627,014	53,162,910	
	31Total liabilities and net assets/fund balances (see page 17 of the instructions)	57,861,585	53,525,280	

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	56,627,014
2	Enter amount from Part I, line 27a	2	-3,464,104
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	53,162,910
5	Decreases not included in line 2 (itemize) ▶ _____	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	53,162,910

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	-1,641,662
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		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	5,017,749	71,589,212	0 070091
2007	5,052,588	84,430,408	0 059843
2006	4,801,297	78,396,228	0 061244
2005	3,953,986	67,254,956	0 058791
2004	3,474,543	59,634,504	0 058264

2	Total of line 1, column (d).	2	0 308233
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 061647
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5.	4	54,311,659
5	Multiply line 4 by line 3.	5	3,348,151
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	7,945
7	Add lines 5 and 6.	7	3,356,096
8	Enter qualifying distributions from Part XII, line 4.	8	3,484,295

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

Part VIExcise 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 ☐ 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% of Part I, line 27b		1	7,945	
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	7,945	
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	7,945	
6		Credits/Payments				
a		2009 estimated tax payments and 2008 overpayment credited to 2009	6a	13,624		
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	13,624	
8		Enter any penalty for underpayment of estimated tax Check here ☒ if Form 2220 is attached		8		
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9		
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	5,679	
11		Enter the amount of line 10 to be Credited to 2010 estimated tax	5,679	Refunded	11	0

Part VII-AStatements Regarding Activities

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?		Yes	No
		1a		No
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)?			No
	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.			
c	Did the foundation file Form 1120-POL for this year?	1c		No
d	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			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0			
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.	2		No
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	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5		No
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?	6	Yes	
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	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) DE, 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	Yes	
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	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

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		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ WWW CLANEILFOUNDATION.ORG	13	Yes	
14	The books are in care of ▶ ROBERT D MCNEIL Telephone no ▶ (610) 828-6331 Located at ▶ 2250 HICKORY RD SUITE 450 PLYMOUTH MEETING PA ZIP+4 ▶ 19462			
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			

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. ☐ Yes ☒ No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. ☐ Yes ☒ No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?. . . Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐	1b		
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		No
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?. ☐ Yes ☒ 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		
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?. ☐ Yes ☒ 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.</i>).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a

During the year did the foundation pay or incur any amount to

(1)

Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

Yes

No

(2)

Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

Yes

No

(3)

Provide a grant to an individual for travel, study, or other similar purposes?

Yes

No

(4)

Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions).

Yes

No

(5)

Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

Yes

No

b

If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.

c

If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? If "Yes," attach the statement required by Regulations section 53.4945–5(d).

Yes

No

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

No

7a

At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

Yes

No

b

If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

7b

Part VIII

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

1

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

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

2

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

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

Total number of other employees paid over \$50,000.0

Part VIII

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

3 Five highest-paid independent contractors for professional services (see 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
HIRTLE CALLAGHAN & CO LLC	INVESTMENT MANAGEMENT	194,270
FIVE TOWER BRIDGE SUITE 500 W CONSHOHOCKEN, PA 19428		
Total number of others receiving over \$50,000 for professional services.		0

Part IX-A

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see page 23 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	
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3.	0

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	55,032,615
b	Average of monthly cash balances.	1b	44,039
c	Fair market value of all other assets (see page 24 of the instructions).	1c	62,086
d	Total (add lines 1a, b, and c).	1d	55,138,740
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	55,138,740
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	827,081
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	54,311,659
6	Minimum investment return. Enter 5% of line 5.	6	2,715,583

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	2,715,583
2a	Tax on investment income for 2009 from Part VI, line 5.	2a	7,945
b	Income tax for 2009 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	7,945
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	2,707,638
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	2,707,638
6	Deduction from distributable amount (see page 25 of the instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	2,707,638

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	3,484,295
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	3,484,295
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	7,945
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	3,476,350
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			
2		Undistributed income, if any, as of the end of 2008			
a		Enter amount for 2008 only. 0			
b		Total for prior years 20__ , 20__ , 20__ 0			
3		Excess distributions carryover, if any, to 2009			
a		From 2004. 617,728			
b		From 2005. 864,678			
c		From 2006. 1,001,202			
d		From 2007. 1,037,646			
e		From 2008. 1,511,104			
f		Total of lines 3a through e. 5,032,358			
4		Qualifying distributions for 2009 from Part XII, line 4 ➤ \$ 3,484,295			
a		Applied to 2008, but not more than line 2a 0			
b		Applied to undistributed income of prior years (Election required—see page 26 of the instructions) 0			
c		Treated as distributions out of corpus (Election required—see page 26 of the instructions). . . 0			
d		Applied to 2009 distributable amount. 2,707,638			
e		Remaining amount distributed out of corpus 776,657			
5		Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).) 0			
6		Enter the net total of each column as indicated below:			
a		Corpus Add lines 3f, 4c, and 4e Subtract line 5 5,809,015			
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 page 27 of the instructions . . . 0			
e		Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions 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) (see page 27 of the instructions) 0			
8		Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions) 617,728			
9		Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a 5,191,287			
10		Analysis of line 9			
a		Excess from 2005. 864,678			
b		Excess from 2006. 1,001,202			
c		Excess from 2007. 1,037,646			
d		Excess from 2008. 1,511,104			
e		Excess from 2009. 776,657			

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 organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year	Prior 3 years			(e) Total
		(a) 2009	(b) 2008	(c) 2007	(d) 2006	
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 organization had \$5,000 or more in assets at any time during the year—see page 27 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))

See Additional Data Table

b

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

2

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

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (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

MAILEE WALKER
2250 HICKORY ROAD STE 450
PLYMOUTH MEETING, PA 19462
(610) 828-6331

b

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

PROOF OF TAX EXEMPT STATUS AND ANY PRINTED MATERIALS AVAILABLE ALONG WITH FOUNDATION APPLICATION

c

Any submission deadlines

LTRS OF INTENT - PRE-12/15 (SPRG) & PRE-6/30 (FALL) PROPOSALS - PRE-3/1 (SPRG) & PRE-8/15 (FALL)

d

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

EXCLUSIVELY FOR SUPPORT OF EDUCATION, THE BUILT AND NATURAL ENVIRONMENT, HEALTH AND HUMAN SERVICES, AND HUNGER & NUTRITION/FOOD SYSTEM ACTIVITIES

Part XV

Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	3,465,130
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2009)

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

1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash.	1a(1)		No
	(2) Other assets.	1a(2)		No
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
	(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
	(3) Rental of facilities, equipment, or other assets.	1b(3)		No
	(4) Reimbursement arrangements.	1b(4)		No
	(5) Loans or loan guarantees.	1b(5)		No
	(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.			

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule		
(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge				
	*****			2010-11-15	
	Signature of officer or trustee			Date	
	*****			*****	
Paid Preparer's Use Only	Preparer's Signature  Sheena M Lawrence		Date 2010-11-10		Check if self-employed 
	Firm's name (or yours if self-employed), address, and ZIP code		EIN 		Preparer's identifying number (see Signature on page 30 of the instructions)
	MAC CAPITAL PARTNERS INC 2250 HICKORY ROAD SUITE 450 PLYMOUTH MEETING, PA 19462		Phone no (610) 828-6331		

TY 2009 General Explanation Attachment

Name: CLANEIL FOUNDATION INC

EIN: 23-6445450

Identifier	Return Reference	Explanation
		PART VIII - LIST OF OFFICERS - ADDENDUMMAILEE WALKER - SALARY FROM CONTRIBUTED SERVICES - \$140,000

TY 2009 Investments Corporate Stock Schedule

Name: CLANEIL FOUNDATION INC

EIN: 23-6445450

Name of Stock	End of Year Book Value	End of Year Fair Market Value
36,321 SH JOHNSON & JOHNSON	2,224,600	2,339,436

TY 2009 Investments - Other Schedule**Name:** CLANEIL FOUNDATION INC**EIN:** 23-6445450

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
731517 SH DWS GOVERNMENT CASH FUND	AT COST	731,517	731,517
414,307 SH HIRTLE CALLAGHAN FIXED INCOME PORTFOLIO	AT COST	3,668,918	3,604,470
61,320 SH HIRTLE CALLAGHAN FIXED INCOME II PORTFOLIO	AT COST	586,439	603,385
186,561 SH HIRTLE CALLAGHAN HIGH YIELD BOND PORTFOLIO	AT COST	1,057,030	1,263,016
72,717 SH VANGUARD FIXED INCOME TIPS	AT COST	1,831,223	1,792,479
1,019,026 SH HIRTLE CALLAGHAN GROWTH PORTFOLIO	AT COST	8,049,113	11,881,845
850,699 SH HIRTLE CALLAGHAN VALUE PORTFOLIO	AT COST	9,319,857	9,170,537
172,131 SH HIRTLE CALLAGHAN SMALL CAP PORTFOLIO	AT COST	1,511,036	1,857,298
48,656 SH HIRTLE CALLAGHAN REAL ESTATE SECURITIES PORTFOLIO	AT COST	613,480	645,177
1,739,338 SH HIRTLE CALLAGHAN INTERNATIONAL EQUITY PORTFOLIO	AT COST	14,662,402	16,993,334
235,324 SH SSGA EMERGING MARKETS FUND	AT COST	2,229,403	4,532,346
3,790 SH HIRTLE CALLAGHAN TOTAL RETURN OFFSHORE FUND LTD	AT COST	3,863,660	4,464,813
1,154 SH HIRTLE CALLAGHAN ABSOLUTE RETURN OFFSHORE FUND LTD	AT COST	0	0
MORGAN STANLEY PRIVATE MARKETS FUND I, LP	AT COST	2,879,569	1,801,407
GOLDMAN SACHS CASH	AT COST	17,808	17,808

TY 2009 Land, Etc. Schedule

Name: CLANEIL FOUNDATION INC

EIN: 23-6445450

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
GIFTS SOFTWARE	11,500	11,500		0
REPORT DESIGNER	2,000	2,000		0
GIFTS SOFTWARE - CHECKWRITER	1,203	1,203		0

TY 2009 Other Assets Schedule

Name: CLANEIL FOUNDATION INC

EIN: 23-6445450

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
DONATED PROPERTY	40,000	40,000	40,000
PREPAID FEDERAL EXCISE TAX	0	5,679	5,679

TY 2009 Other Expenses Schedule

Name: CLANEIL FOUNDATION INC

EIN: 23-6445450

Description	Revenue and Expenses per Books	Net Invest ment Income	Adjusted Net Income	Disbursement s for Charit able Purposes
BANK CHARGES	35	0		35

TY 2009 Other Income Schedule

Name: CLANEIL FOUNDATION INC

EIN: 23-6445450

Description	Revenue And Expenses Per Books	Net Invest ment Income	Adjusted Net Income
HIRTLE CALLAGHAN	5,061	5,061	5,061

TY 2009 Other Liabilities Schedule

Name: CLANEIL FOUNDATION INC

EIN: 23-6445450

Description	Beginning of Year - Book Value	End of Year - Book Value
FEDERAL EXCISE TAX PAYABLE	425	0

TY 2009 Other Professional Fees Schedule

Name: CLANEIL FOUNDATION INC

EIN: 23-6445450

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEES - HIRTLE CALLAGHAN	194,270	174,843		19,130

TY 2009 Taxes Schedule

Name: CLANEIL FOUNDATION INC

EIN: 23-6445450

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE TAX	8,198	0		0
FOREIGN TAXES ON INVESTMENTS	40,397	40,397		0

Additional Data

Software ID: 09000028

Software Version: 2009.04030

EIN: 23-6445450

Name: CLANEIL FOUNDATION INC

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

(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)
4,136 515 SH HC GROWTH PORTFOLIO	P	2008-03-19	2009-03-11
1,573 410 SH HC GROWTH PORTFOLIO	P	2008-09-17	2009-03-11
36,973 160 SH HC FIXED INCOME II PORTFOLIO	P	2003-11-03	2009-03-03
24,429 967 SH HC FIXED INCOME II PORTFOLIO	P	2004-08-26	2009-03-11
28,772 379 SH HC FIXED INCOME PORTFOLIO	P	2004-08-26	2009-03-11
54,130 501 SH HC GROWTH PORTFOLIO	P	2005-06-29	2009-03-11
128,585 056 SH HC GROWTH PORTFOLIO	P	2004-09-07	2009-09-15
23,907 628 SH SSGA FDS EMERGING MARKETS	P	2005-03-22	2009-09-15
65,306 170 SH HC FIXED INCOME II PORTFOLIO	P	2009-08-03	2009-10-30
176 244 SH HC SMALL CAP PORTFOLIO	P	2009-09-16	2009-10-30
75,397 348 SH HC FIXED INCOME II PORTFOLIO	P	2003-08-01	2009-10-30
199,414 339 SH HC SMALL CAP PORTFOLIO	P	2002-10-30	2009-10-30
7,220 200 SH HC GROWTH PORTFOLIO	P	2009-09-16	2009-11-30
6,152 125 SH HC SMALL CAP PORTFOLIO	P	2009-06-30	2009-11-30
89,425 872 SH HC GROWTH PORTFOLIO	P	2004-08-26	2009-11-30
60,382 135 SH HC SMALL CAP PORTFOLIO	P	2002-10-24	2009-11-30
34,145 794 SH HC VALUE PORTFOLIO	P	2007-12-21	2009-11-30
3,069 180 SH HC TOTAL RETURN OFFSHORE FUND	P	2004-07-30	2009-02-05
1,915 000 SH HC TOTAL RETURN OFFSHORE FUND	P	2004-07-30	2009-08-05
1,154 310 SH HC ABSOLUTE RETURN OFFSHORE FUND	P	2004-08-30	2009-08-05
Capital Gains Dividends	P		

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
31,107		49,695	-18,588
11,832		18,283	-6,451
366,580		401,364	-34,784
225,000		246,498	-21,498
225,000		293,766	-68,766
407,061		649,423	-242,362
1,368,145		1,342,490	25,655
426,273		408,669	17,604
649,796		641,534	8,262
1,722		1,842	-120
750,204		754,532	-4,328
1,948,278		2,399,110	-450,832
81,805		76,634	5,171
61,952		54,945	7,007
1,013,195		873,577	139,618
608,048		536,783	71,265
365,360		531,991	-166,631
3,200,000		3,971,432	-771,432
2,150,000		2,114,908	35,092
1,083,774		1,250,000	-166,226
682			682

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-18,588
			-6,451
			-34,784
			-21,498
			-68,766
			-242,362
			25,655
			17,604
			8,262
			-120
			-4,328
			-450,832
			5,171
			7,007
			139,618
			71,265
			-166,631
			-771,432
			35,092
			-166,226
			682

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
MARJORIE M FINDLAY	DIRECTOR/CHAIRPERSON 25 00	0	0	0
C/O 2250 HICKORY RD SUITE 450 PLYMOUTH MEETING, PA 19462				
BARBARA M JORDAN	DIRECTOR/SECRETARY 2 00	0	0	0
C/O 2250 HICKORY RD SUITE 450 PLYMOUTH MEETING, PA 19462				
ROBERT D MCNEIL	DIRECTOR/TREASURER 2 00	0	0	0
C/O 2250 HICKORY RD SUITE 450 PLYMOUTH MEETING, PA 19462				
JENNIFER C MCNEIL	DIRECTOR/VICE CHAIR 2 00	0	0	0
C/O 2250 HICKORY RD SUITE 450 PLYMOUTH MEETING, PA 19462				
GEOFFREY T FREEMAN	DIRECTOR 2 00	0	0	0
C/O 2250 HICKORY RD SUITE 450 PLYMOUTH MEETING, PA 19462				
ANNA M JORDAN	DIRECTOR 2 00	0	0	0
C/O 2250 HICKORY RD SUITE 450 PLYMOUTH MEETING, PA 19462				
DUNCAN MCFARLAND	DIRECTOR 2 00	0	0	0
C/O 2250 HICKORY RD SUITE 450 PLYMOUTH MEETING, PA 19462				
MICHAEL H JORDAN	DIRECTOR 2 00	0	0	0
C/O 2250 HICKORY RD SUITE 450 PLYMOUTH MEETING, PA 19462				
PATRICIA D GRAY	DIRECTOR 2 00	0	0	0
C/O 2250 HICKORY RD SUITE 450 PLYMOUTH MEETING, PA 19462				
MOIRA F MUMMA	DIRECTOR 2 00	0	0	0
C/O 2250 HICKORY RD SUITE 450 PLYMOUTH MEETING, PA 19462				
MAILEE WALKER SEE STMT 16	EXECUTIVE DIRECTOR 40 00	0	0	0
C/O 2250 HICKORY RD SUITE 450 PLYMOUTH MEETING, PA 19462				

Form 990PF Part XV Line 1a - 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).

MARJORIE M FINDLAY
BARBARA M JORDAN
ROBERT D MCNEIL

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
A Little Taste of Everything3451 Walnut St Suite P-117A philadelphia, PA 19104		509(a)(1)	Mill Creek Farm	14,000
Abington Art Center Inc515 Meetinghouse Road Jenkintown, PA 19046		509(a)(2)	Youth Empowerment Initiative	5,000
Accion Comunal Latino American (ACLAMO)512 W Marshall Street Norristown, PA 19401		509(a)(1)	Literacy program	6,500
ActionAIDS Inc1216 Arch St 6th Fl philadelphia, PA 19107		509(a)(1)	Prevention and case management services for youth	5,000
American Civil Liberties Foundation 111 S Independence Mall Suite 570 philadelphia, PA 19106		509(a)(2)	Modernizing miscarriage developing a model	25,000
American Public Health Association 800 I Street NW washington, DC 20001		509(a)(2)	Support for Annual Exposition in Philadelphia	2,000
American Rivers Inc355 N 21st St Suite 309 Camp Hill, PA 17011		509(a)(1)	Community Solutions to Stormwater Management	10,000
Anti-Violence Partnership of Philadelphia200 Hamilton Street Suite 304 Philadelphia, PA 19130		509(a)(1)	Child victims therapy	6,000
Appalachian Mountain Club5 Joy Street Boston, MA 02108		509(a)(1)	Pennsylvania Highlands	10,000
Augustinian Defenders of the Rights of the Poor259 N Lawrence Street Philadelphia, PA 19106		509(a)(1)	Unity Clinic	10,000
Awbury Arboretum Association Inc One Awbury Road Philadelphia, PA 191381505		509(a)(1)	Field Studies Program	12,500
BELL Foundation Inc60 Clayton Street Dorchester, MA 02122		509(a)(1)	Public Policy and Advocacy	40,000
Back On My Feet1220 Buttonwood St Unit 506 Philadelphia, PA 19123		509(a)(1)	Running as a means to empower homeless	5,000
Baker Industries184 Pennsylvania Avenue Malvern, PA 19355		509(a)(2)	Workforce development	10,000
Basket Brigade of Delaware38 Currant Drive Newark, DE 19702		501(c)(3)	Collection and delivery of Thanksgiving food	9,000
Total  3a				3,465,130

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
Bernardine Franciscan Sisters450 St Bernardine Street Reading, PA 196071737		501(c)(3) - Church	Food Programs	6,000
Big Picture Alliance3742 Stenton Avenue Philadelphia, PA 19144		509(a)(1)	learning and after school program	5,000
Big Picture Philadelphia848 Carpenter Lane Philadelphia, PA 19119		509(a)(1)	Professional Development	6,000
Breakthrough of Greater Philadelphia34 West Coulter Street Philadelphia, PA 19144		509(a)(1)	Academic enrichment	6,500
Breastcancerorg7 E Lancaster Ave 3rd Fl Ardmore, PA 19003		509(a)(1)	Prevention & Risk Reduction Initiative	10,000
Bridge Fund of Massachusetts233 Needham St Newton, MA 02464		509(a)(1)	loans and grants to homeless families	5,000
Bridge of Hope Lancaster and Chester Counties1516 Olive Street Coatesville, PA 19320		509(a)(1)	Training, support and technology for mentoring groups	6,000
Burroughs Community Center Inc2470 Fairfield Avenue Bridgeport, CT 06605		509(a)(1)	Construction of a new facility for the Boys & Girls Club	5,000
Calcutta House1601 W Girard Avenue Philadelphia, PA 191301614		509(a)(1)	Food Services/Nutrition Counseling Program	5,000
Cape Eleuthera Foundation IncPOB 6008 Lawrenceville, NJ 08648		509(a)(1)	Deep Creek Middle School gen op and archaeology research	30,000
The Carrot Project2 Belmont Terrace Somerville, MA 02143		509(a)(1)	financing for small-to-midsize farms	10,000
CASA of Philadelphia County1940 Brandywine Street Philadelphia, PA 19130		509(a)(1)	Training and supervision of new volunteers	9,000
CASAYouth Advocates200 N Jackson St POB 407 Media, PA 19063		509(a)(1)	Child advocacy	15,000
Catalogue for Philanthropy124 Watertown St Suite 3B Watertown, MA 02472		509(a)(1)	Support for donor education to promote charitable giving	10,000
Ceiba Inc147 W Susquehanna Avenue Philadelphia, PA 19122		509(a)(1)	Assisting Immigrant Families with U S Born Children	10,000
Total  3a				3,465,130

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
Center for Literacy636 S 48th Street Philadelphia, PA 191432035		509(a)(1)	To address the specific needs of older dropouts	5,000
Center In The Park5818 Germantown Avenue Philadelphia, PA 191442187		509(a)(1)	Health and Wellness Programs	10,000
Cheltenham Community Development CorporationPO Box 26773 Elkins Park, PA 19027		509(a)(1)	Creekside Co-op	4,610
Chester County Community Dental Center744 E Lancaster Highway Suite 120 Coatesville, PA 19320		509(a)(1)	Dental services for families	7,500
Chester County Community Foundation Inc28 West Market Street West Chester, PA 19382		509(a)(1)	West Chester Food Cupboard	3,000
Chester County Food Bank601 Westtown Road Suite 330 West Chester, PA 19380		509(a)(1)	Capital Campaign	150,000
Chester County Fund for Women and Girls1450 E Boot Rd Suite 400 B West Chester, PA 19380		509(a)(1)	Technology and Programs	75,000
Chester County Futures704 Haywood Drive Exton, PA 19341		509(a)(1)	Chester County Anti-Poverty Task Force	5,000
Chester County Hospital Foundation701 E Marshall Street West Chester, PA 19380		509(a)(1)	West Pavilion Heart Hospital	135,000
Chester Education Foundation2600 West Ninth St Suite GS-100 Chester, PA 190132095		509(a)(1)	Community learning centers for the 21st century	7,000
Chester Higher Education Council400 East 21st Street Chester, PA 19013		509(a)(1)	college preparation	7,000
Chester Fund for Education and the Arts510 Westminster Avenue Swarthmore, PA 19081		509(a)(2)	Chester Upland School of the Arts	7,000
Child Home & Community Inc101 204 N West Street Doylestown, PA 18901		509(a)(2)	Teen parenting classes	5,000
Children's Literacy Initiative2314 Market St 3rd Fl Philadelphia, PA 191033017		509(a)(1)	Philadelphia teacher preparation project	30,000
Children's Literacy Initiative2314 Market St 3rd Fl Philadelphia, PA 191033017		509(a)(1)	Literacy Initiative in Head Start Classrooms	13,500
Total  3a				3,465,130

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
Children's Village125 N 8th Street Philadelphia, PA 191061531		509(a)(1)	School-Age Program	10,000
CHOICEConcern for Health Options Information Care and Education1233 Locust St Suite 301 Philadelphia, PA 191075400		509(a)(1)	Maternal and Children's Health Line (hotline)	8,000
Citizen Advocacy of Chester County 205 Church Street Phoenixville, PA 19460		509(a)(1)	Volunteer matches to support vulnerable individuals	10,000
Citizen Schools Inc308 Congress Street Boston, MA 022101027		509(a)(1)	Capacity-building initiative	25,000
The Clay Studio139 N Second Street Philadelphia, PA 19106		509(a)(1)	Claymobile Outreach Program	5,000
Clean Air Council135 S 19th St Suite 300 Philadelphia, PA 191034912		509(a)(1)	Asthma Education Project	10,000
Coatesville Center For Community Health1001 E Lincoln Highway Coatesville, PA 19320		509(a)(1)	Collaborative health services	14,000
Committee for Dignity and Fairness for the Homeless HSG Dev Inc5221 Germantown Avenue Philadelphia, PA 19144		509(a)(1)	Continuation of services for the homeless	5,000
Community Care Center of the Northeast2417 Welsh Road Suite 202 Philadelphia, PA 191142210		509(a)(2)	In-home support services	7,500
The Community Coalition209 Church Street Phoenixville, PA 19460		509(a)(1)	financial cooperation among nonprofits	10,000
Community Foundation of Southeastern Massachusetts227 Union St Suite 609 New Bedford, MA 02740		509(a)(1)	Fall River Resiliency Preparatory School	40,000
Community Learning Center2801 Frankford Avenue Philadelphia, PA 191344096		509(a)(1)	Helping Students Succeed	5,000
Community Legal Services Inc1424 Chestnut Street Philadelphia, PA 191022505		509(a)(1)	Universal Feeding program	35,000
Community Partnership School1936 Judson Street Philadelphia, PA 19121		509(a)(1)	Inner-city tuition-free elementary school	14,000
Community Volunteers in Medicine 300B Lawrence Drive West Chester, PA 19380		509(a)(1)	Chronically Ill Interventions	15,000
Total  3a				3,465,130

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Name and address (home or business)				
a Paid during the year				
Community Women's Education Project2801 Frankford Avenue Philadelphia, PA 191344006		509(a)(1)	CWEP's Kids Early Learning Center	5,000
Congreso De Latinos Unidos Inc216 W Somerset Street Philadelphia, PA 19133		509(a)(1)	K-14 Education Continuum	5,000
Consumer Bankruptcy Assistance Project Inc42 South 15th Street 4th Floor Philadelphia, PA 19102		509(a)(1)	legal help for the disadvantaged	5,000
Cradles to Crayons Inc82 Myrtle Street Quincy, MA 02171		509(a)(1)	Distribution of critical items for children	5,000
Crime Victims Center of Chester County Inc The236 W Market Street West Chester, PA 193812903		509(a)(1)	Programs and services for children	8,500
Crozer-Chester FoundationOne Medical Center Boulevard Upland, PA 190133995		509(a)(1)	Youth wellness programs	5,000
Dawn Staley Foundation5230 N Broad Street Philadelphia, PA 19141		509(a)(1)	After-school program	5,000
Delaware Riverkeeper Network28 Hart Avenue Hopewell, NJ 08525		509(a)(1)	Delaware Riverkeeper	7,000
Delaware Valley Grantmakers230 South Broad St Suite 4C Philadelphia, PA 19102		509(a)(1)	Support for Environmental Funders' sessions	3,645
Domestic Abuse Project of Delaware County14 W Second Street Media, PA 19063		509(a)(1)	Domestic violence	7,500
Drexel University3141 Chestnut Street Philadelphia, PA 191042875		509(a)(1)	School of Public Health Grow Project Phase II	131,000
Drexel University3141 Chestnut Street Philadelphia, PA 191042875		509(a)(1)	Witnesses to Hunger	46,200
Earth Force Inc100 Greenwood Avenue Wyncote, PA 19095		509(a)(1)	environmental education	14,000
East Park Revitalization Alliance1943 N 33rd Street Philadelphia, PA 19121		509(a)(2)	Mother Dot's Community Market	7,000
East Park Revitalization Alliance1943 N 33rd Street Philadelphia, PA 19121		509(a)(2)	Staff growth and development of additional product lines	40,000
Total				3,465,130

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East Park Revitalization Alliance1943 N 33rd Street Philadelphia, PA 19121		509(a)(2)	Healthy Choices	10,000
Education Law Center - PA1315 Walnut St Suite 400 Philadelphia, PA 191074717		509(a)(1)	training for families	5,000
EducationWorks Inc684 Whitehead Road Lawrenceville, NJ 08648		509(a)(1)	School-based teams initiative	6,000
Environmental Leadership ProgramPO Box 907 Greenbelt, MD 20768		509(a)(1)	Expansion of the Eastern Regional Leader Network	12,000
Epiphany School154 Centre Street Dorchester, MA 02124		509(a)(1)	Graduate Support Program	40,000
Fabric Workshop1214 Arch Street Philadelphia, PA 19107		509(a)(1)	On-Site Studios	7,000
Farm Bureau Agricultural Preservation Corporation466 Chestnut Street Ashland, MA 01721		509(a)(1)	Kindergarten Initiative pilot	20,000
Farm Bureau Agricultural Preservation Corporation466 Chestnut Street Ashland, MA 01721		509(a)(1)	Massachusetts Farm to School Program	15,000
First United Methodist Church of Germantown6001 Germantown Avenue Philadelphia, PA 19144		509(a)(1)	After school programs	5,000
Food Project Inc10 Lewis St POB 705 Lincoln, MA 01773		509(a)(1)	Food stamps and farmers markets initiatives	40,900
Food Research & Action Center Inc 1875 Connecticut Ave NW Suite 540 Washington, DC 20009		509(a)(1)	Ending Childhood Hunger by 2015	35,000
Food Trust The1617 JFK Blvd Suite 900 Philadelphia, PA 19103		509(a)(1)	Food supplies/nutrition education	10,000
Food Trust The1617 JFK Blvd Suite 900 Philadelphia, PA 19103		509(a)(1)	Preschool Initiative	35,000
French and Pickering Creeks Conservation Trust Inc3340 Coventryville Road Pottstown, PA 194658538		509(a)(1)	Easement Stewardship	8,000
Friends Association for Care & Protection of Children206 North Church Street West Chester, PA 19380		509(a)(1)	Homelessness services	6,000
Total  3a				3,465,130

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Name and address (home or business)				
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Friends of Resiliency for Life115 A Street Framingham, MA 01701		509(a)(1)	Dropout prevention program	30,000
Glynwood CenterRoute 301 POB 157 Cold Spring, NY 105160157		509(a)(3)	Keep Farming Program	70,000
Good Works IncPO Box 1441 Coatesville, PA 19320		509(a)(1)	Repairs to low-income homes	10,000
Greater Philadelphia Coalition Against Hunger1725 Fairmount Ave Unit 102 Philadelphia, PA 19130		509(a)(1)	Food stamp outreach and enrollment campaign	8,000
Greater Philadelphia Urban Affairs Coalition1207 Chestnut St Suite 700 Philadelphia, PA 191074102		509(a)(1)	Philadelphia Development Partnership	5,000
Green Village Philadelphia208 Fairmount Avenue Philadelphia, PA 19123		509(a)(2)	Eco-Village	40,000
Greensgrow Philadelphia Project Inc 2503 E Firth Street Philadelphia, PA 19125		509(a)(2)	Sustainable urban agriculture model	10,000
GreenSpace Alliance123 Chestnut Street Suite 401 Philadelphia, PA 19106		509(a)(3)	conservation of open spaces	7,500
HIAS and Council Migration Service of Philadelphia2100 Arch Street Philadelphia, PA 19103		509(a)(2)	Immigrant Youth Advocacy Project	9,000
Homeless Advocacy Project42 South 15th St 4th Fl Philadelphia, PA 19102		509(a)(1)	Pro bono legal aid to homeless	10,000
Hope Partnership for Education1701 N 8th Street Philadelphia, PA 191222807		509(a)(1)	Education Intervention	7,000
IHM Center for Literacy and GED Programs425 W Lindley Avenue Philadelphia, PA 191203394		509(a)(1)	Adult Literacy	5,000
Institute for Agriculture and Trade Policy2105 First Avenue South Minneapolis, MN 55404		509(a)(2)	MRSA Testing in Retail Food Products	35,000
Institute for Safe Families3502 Scotts Lane Philadelphia, PA 19129		509(a)(3)	Intimate partner violence	8,000
Interfaith Hospitality Network of the Main Line1449 DeKalb Street Norristown, PA 19401		509(a)(1)	Homelessness services	5,000
Total  3a				3,465,130

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Inter-Faith Housing Alliance31 S Spring Garden St POB 141 Ambler, PA 19002		509(a)(1)	Homelessness prevention and self-sufficiency	6,500
iPRAXIS3624 Market St Suite 1SB Philadelphia, PA 19104		509(a)(1)	Inspire program	5,000
Irish Immigration Center59 Temple Place Suite 1010 Boston, MA 02111		509(a)(1)	core immigration services	10,000
John Bartram Association54th and Lindbergh Blvd Philadelphia, PA 19143		509(a)(1)	Education programs for schoolchildren	14,000
Juvenile Law Center of Philadelphia The1315 Walnut St 4th Fl Philadelphia, PA 19107		509(a)(1)	child welfare system	9,000
La Comunidad Hispana Inc731 West Cypress Street Kennett Square, PA 19348		509(a)(1)	Prenatal services	11,000
Labels Are For Jars118 S Broadway Lawrence, PA 01843		509(a)(1)	Cor Unum Meal Center	15,000
Lake George Association Inc ThePOB 408 Lake George, NY 12845		509(a)(1)	Water quality protection	14,000
Land Trust Alliance1660 L Street NW Suite 1100 Washington, DC 20036		509(a)(1)	Conservation Defense Center	35,000
Legal Aid of Southeastern Pennsylvania625 Swede Street Norristown, PA 19401		509(a)(1)	Civil representation for low-income individuals	15,000
LIFT800 7th Street NW Washington, DC 20001		509(a)(1)	North and West Philadelphia Offices	9,000
Literacy Council of Norristown Inc113 East Airy Street Norristown, PA 19401		509(a)(1)	Youth literacy	5,000
Massachusetts Indian Association 245 Rockland Road Carlisle, MA 01741		509(a)(1)	Scholarship Program	20,000
Maternal and Child Health Consortium 30 W Barnard St Suite 1 West Chester, PA 193823293		509(a)(1)	Healthy Start program	11,000
Maternity Care Coalition2000 Hamilton St Suite 205 Philadelphia, PA 19130		509(a)(1)	MO Mobile at Riverside	10,000
Total				3,465,130

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Name and address (home or business)				
a Paid during the year				
Maysie's Farm Conservation Center 15 St Andrews Lane Glenmoore, PA 19341		509(a)(2)	Anselma Farmers and Artisans Market Association	5,000
Maysie's Farm Conservation Center 15 St Andrews Lane Glenmoore, PA 19341		509(a)(2)	School and Youth Programs	5,000
Metropolitan Area Neighborhood Nutrition Alliance12 South 23rd St PO B 30181 Philadelphia, PA 19103		509(a)(1)	comprehensive nutrition services	13,000
Metropolitan Career Center100 S Broad St Suite 830 Philadelphia, PA 19110		509(a)(1)	STRIVE Plus Program	5,000
Mighty Writers1501 Christian Street First Floor Philadelphia, PA 19146		509(a)(1)	After-school program	5,000
Montgomery County Association For The Blind212 N Main Street North Wales, PA 194543117		509(a)(1)	Day Camp	4,000
Mount Kisco Child Care Center Inc95 Radio Circle Mt Kisco, NY 105492611		509(a)(2)	Day Care Center	12,000
Mt Airy Community Services Corporation6601 Greene Street Philadelphia, PA 19119		509(a)(2)	Maternal Wellness Center	6,000
Mt Airy Community Services Corporation6601 Greene Street Philadelphia, PA 19119		509(a)(2)	Weavers Way Farm Education Program	9,000
National Audubon Society Inc700 Broadway New York, NY 100039562		509(a)(1)	Audubon Pennsylvania Fairmount Park Outreach and Education	8,000
National Foundation for Celiac AwarenessPO B 544 Ambler, PA 19002		509(a)(1)	Celiac disease and infertility	5,000
National Nursing Centers Consortium260 South Broad Street 18th Floor Philadelphia, PA 19102		509(a)(1)	Students Run Philly Style	6,000
National Sustainable Agriculture Coalition2105 First Avenue South Minneapolis, MN 55404		509(a)(1)	Farm to School Program	30,000
Natural Lands Trust Incorporated1031 Palmers Mill Road Media, PA 19063		509(a)(1)	land conservation	12,000
Natural Lands Trust Incorporated1031 Palmers Mill Road Media, PA 19063		509(a)(1)	Connecting People to Nature	20,000
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Nonprofit Finance Fund70 W 36th St 11th Fl New York, NY 10018		509(a)(1)	Greater Philadelphia nonprofit support	9,000
Nonprofit Technology Resources1524 Brandywine Street Philadelphia, PA 191304003		509(a)(2)	Computers and training for parents and students	5,000
Norristown Zoological Society1661 Harding Boulevard Norristown, PA 194012974		509(a)(1)	Zoo general funding	12,500
North Penn Valley Boys and Girls Club Inc16 Susquehanna Ave POB 103 Lansdale, PA 19446		509(a)(2)	Project Learn	5,000
Northwest Philadelphia Interfaith Hospitality Network7047 Germantown Avenue Philadelphia, PA 19119		509(a)(1)	homelessness support	12,000
Ocean Research & Conservation Association1420 Seaway Dr 2nd Fl Fort Pierce, FL 34949		509(a)(1)	Ocean Conservation	350,000
Open Hearth Inc101 N Main St Suite A-1 Spring City, PA 19475		509(a)(1)	housing and support services	10,000
Opportunities Industrialization Center Inc1231 N Broad St 4th Fl Philadelphia, PA 19122		509(a)(1)	Family literacy program	5,000
Orion Communities247 Bridge Street Phoenixville, PA 19460		509(a)(2)	Families from Crisis Project	9,000
Overington House Inc1528-30 Overington Street Philadelphia, PA 19124		509(a)(1)	Family recovery programs	8,000
Parkesburg Point Youth CenterPO Box 731 Parkesburg, PA 19365		501(c)(3)	Program support	5,000
PathWays PA310 Amosland Road Holmes, PA 19043		509(a)(1)	Teen parent support	6,000
Pegasus Riding Academy Inc8297 Bustleton Avenue Philadelphia, PA 19152		509(a)(1)	Equine-assisted therapy	5,000
PennEnvironment Research and Policy Center1420 Walnut St Suite 650 Philadelphia, PA 19102		509(a)(1)	Global Warming Solutions	15,000
Pennsylvania Association for Sustainable AgriculturePOB 419 Millheim, PA 16854		509(a)(1)	Marketing Office	10,000
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Pennsylvania Health Law ProjectSuite 400 123 Chestnut Street Philadelphia, PA 19106		509(a)(1)	Health coverage and care	10,000
Pennsylvania Health Law ProjectSuite 400 123 Chestnut Street Philadelphia, PA 19106		509(a)(1)	Access to Health Information	20,000
Pennsylvania Home of the Sparrow969 East Swedesford Road Exton, PA 19341		509(a)(1)	traditional housing, case management and Life Skills programs	9,000
Pennsylvania Horticultural Society The100 N 20th St 5th Fl Philadelphia, PA 191031495		509(a)(2)	Food distribution to food cupboards	20,000
Pennsylvania Immigration and Citizenship Coalition2100 Arch St 7th Fl Philadelphia, PA 19103		509(a)(1)	Immigrant Access Training Project	7,000
Pennypack Farm & Education Center685 Mann Road Horsham, PA 19044		509(a)(1)	Education programs	15,000
People's Light and Theatre Company39 Conestoga Road Malvern, PA 19355		509(a)(1)	Project Discovery	8,000
Philadelphia Academies Inc230 S Broad St Suite 1300 Philadelphia, PA 19102		509(a)(1)	career education to disadvantaged inner city high schools	30,000
Philadelphia Children's Alliance4000 Chestnut St 2nd Fl Philadelphia, PA 191043020		509(a)(1)	Staff position Forensic Interviewing Specialist	5,000
Philadelphia Futures For Youth230 S Broad St 7th Fl Philadelphia, PA 19102		509(a)(1)	Sponsor A Scholar	10,000
Philadelphia Health Management Corporation260 South Broad St 20th Fl Philadelphia, PA 19102		509(a)(1)	Supporting the Phila Social Innovations Journal	2,000
Philadelphia Physicians for Social Responsibility704 North 23rd Street Philadelphia, PA 19130		509(a)(1)	Peaceful Posse	10,000
Turning Points for Children415 South 15th Street Philadelphia, PA 19146		509(a)(1)	Time Out for Teens and Tots	5,000
Philadelphia VIP Inc42 South 15th St 4th Fl Philadelphia, PA 19102		509(a)(1)	legal services to the poor	7,000
Philadelphia Young Playwrights1709 Benjamin Franklin Parkway 2nd Fl Philadelphia, PA 19103		509(a)(1)	Classic Program	5,000
Total  3a				3,465,130

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Philadelphia Youth For Change (YouthBuild)1231 N Broad St 3rd Fl Philadelphia, PA 19122		509(a)(1)	vocational training for youth	10,000
Phoenixville Area Positive Alternatives320 Second Ave POB 193 Phoenixville, PA 19460		509(a)(1)	After-school and summer programs	6,000
Place of Refuge IncPO Box 60895 Philadelphia, PA 191330895		509(a)(1)	Outreach	5,000
Planned Parenthood of Chester County (PPCC)8 S Wayne Street West Chester, PA 19382		509(a)(1)	Community education for youth	5,000
Preservation Trust of Vermont Inc 104 Church Street Burlington, VT 054014449		509(a)(1)	Land conservation	43,000
Project Forward Leap Foundation1706 Race St 2nd Fl Philadelphia, PA 19103		509(a)(1)	Middle school enrichment program	10,000
Project HOME1515 Fairmount Avenue Philadelphia, PA 19130		509(a)(1)	After School Programming	10,000
Public Interest Law Center of Philadelphia1709 Benjamin Franklin Parkway Philadelphia, PA 19103		509(a)(1)	Effective Teaching for All Children Campaign	5,000
Public Interest Projects80 Broad St 17th Fl New York NY, NY 10004		509(a)(1)	helping students in low-income communities	5,000
Puentes de Salud2029 S 8th Street Philadelphia, PA 19148		509(a)(1)	Wellness Education Program	8,000
Rainforest Alliance Inc665 Broadway Suite 500 New York, NY 100122331		509(a)(1)	Forest conservation	25,000
Recording for the Blind & Dyslexic Inc 215 West Church Rd Suite 111 King of Prussia, PA 19406		509(a)(1)	Production and educational outreach programs	6,500
Red Tomato1033 Turnpike Street Canton, MA 02021		509(a)(1)	Sustainable Agriculture	25,000
Resources for Human Development POB 4199 Philadelphia, PA 19144		509(a)(1)	Women's Medical Fund	15,000
Resources for Human Development POB 4199 Philadelphia, PA 19144		509(a)(1)	Chester YouthBuild	10,000
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Resources for Human Development POB 4199 Philadelphia, PA 19144		509(a)(1)	Endow-A -Home	5,000
River Network520 SW 6th Ave Suite 1130 Portland,OR 972041511		509(a)(1)	Strategic planning for conservation	30,000
RSVP of Montgomery County350 Sentry Parkway Bldg 640 Suite 100 Blue Bell, PA 19422		509(a)(1)	Literacy and Mentoring Programs	5,000
Settlement Music School of Philadelphia416 Queen St POB 63966 Philadelphia, PA 191473966		509(a)(1)	Kaleidoscope Preschool Arts Enrichment	6,000
SHARE Food Program Inc2901 W Hunting Park Ave Philadelphia, PA 19129		509(a)(2)	Food distribution, education and advocacy	12,000
Shipley School814 Yarrow Street Bryn Mawr, PA 190103525		509(a)(1)	The Cynthia Ebert Fund, to supplement financial aid	5,000
Smith Memorial Playground & PlayhouseEast Fairmount Park Philadelphia, PA 19121		509(a)(1)	Tot-Lot	9,000
Southwest Community Enrichment Center1341 South 46th Street Philadelphia, PA 19143		509(a)(1)	Teen and technology program	6,500
Steppingstone Foundation Inc4112 Station Street Unit D Philadelphia, PA 19127		509(a)(1)	scholarships	15,000
Summer Search1616 Walnut St Suite 2200 Philadelphia, PA 19103		509(a)(1)	Peer networking event for students	12,000
Supportive Older Women's Network Inc4100 Main Street Suite 200 Philadelphia, PA 19127		509(a)(1)	Grandparent-headed families resources	9,000
Susquehanna University514 University Avenue Selinsgrove, PA 178701025		509(a)(1)	Dr G Edward Schweikert III Endowment	5,000
Teach for America Inc714 Market St Suite 201 Philadelphia, PA 19106		509(a)(1)	academic mentoring	10,000
Teachers College Columbia University 525 W 120th St Box 163 New York, NY 10027		501(c)(3) - School	Student Press Initiative	18,000
TookanyTacony-Frankford Watershed PartnershipOne Awbury Road Philadelphia, PA 19138		509(a)(1)	Healthy watershed	10,000
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Triskeles Foundation707 Eagleview Blvd Suite 105 Exton, PA 19341		509(a)(1)	Program Food for Thought	7,000
Trustees of Reservations572 Essex Street Beverly, MA 01915		509(a)(1)	Boston Natural Areas Network	30,000
Trustees of the University of Pennsylvania100 College Hall Philadelphia, PA 191046380		509(a)(1)	Urban Nutrition Initiative	8,000
Trustees of the University of Pennsylvania100 College Hall Philadelphia, PA 191046380		509(a)(1)	School of Medicine, Department of Obstetrics and Gynecology	100,000
Unemployment Information Center112 N Broad St 11th Fl Philadelphia, PA 19107		509(a)(1)	Pennsylvania Health Access Network (PHAN)	5,000
Urban Tree Connection5125 Woodbine Avenue Philadelphia, PA 191312404		509(a)(1)	VeggieKids	12,000
Venice Family Clinic604 Rose Avenue Venice, CA 90291		509(a)(1)	Free clinic	10,000
VITA Education Services Inc8 East Court Street Doylestown, PA 18901		509(a)(1)	literacy and decision-making	5,000
VNA Community Services Inc1421 Highland Ave Abington, PA 19001		509(a)(1)	Health screenings for pre-schoolers	5,000
Volunteer English Program in Chester County790 E Market St Suite 215 West Chester, PA 19382		509(a)(1)	literacy	10,000
Waterkeeper Alliance50 S Buckhout St Suite 302 Irvington, NY 10533		509(a)(1)	Clean Water Campaign	10,000
West Chester Library Association415 N Church Street West Chester, PA 19380		509(a)(1)	Teen Programs	7,000
Westwood Land Trust IncPOB 2616 Westwood, MA 02090		509(a)(1)	Land conservation	20,000
White Dog Community Enterprises Inc340 N 12th Street Suite 415 Philadelphia, PA 19104		509(a)(2)	Support for organizational transition	50,000
White-Williams Foundation215 South Broad St 5th Fl Philadelphia, PA 19107		509(a)(1)	scholarships and mentoring	13,000
Total 3a				3,465,130

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Why Not Prosper IncPOB 949 Norristown, PA 19404		509(a)(2)	Re-entry of women ex-offenders	6,500
Willistown Conservation Trust Inc925 Providence Road Newtown Square, PA 19073		509(a)(1)	Community farm program	5,000
Women's Community Revitalization Project407 Fairmount Avenue Philadelphia, PA 19123		509(a)(1)	affordable housing	10,000
Women's Law Project125 S Ninth St Suite 300 Philadelphia, PA 19107		509(a)(1)	WomenVote PA	30,000
Won Community Service Center423 Abington Ave POB 486 Glenside, PA 19038		509(a)(1)	Social Services and ESL Program	5,000
Wyck Association The6026 Germantown Ave Philadelphia, PA 19144		509(a)(1)	preserve & interpret Wyck House	5,000
YMCA of the Upper Main Line1416 Berwyn-Paoli Road Berwyn, PA 19312		509(a)(2)	Downingtown Area Communities That Care	5,000
Youth Service Inc410 North 34th Street Philadelphia, PA 19104		509(a)(1)	Turning Point Initiative	5,000
community Health Ventures1730 M Street NW Suite 700 Washington, DC 20036		509(a)(1)	Returned Grant - Share Our Strength	-4,225
Total			3a	3,465,130