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

**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 \_\_\_\_\_, and ending \_\_\_\_\_

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

<b>Use the IRS label.</b>	Name of foundation <b>THE HALLORAN FOUNDATION</b>	<b>A Employer identification number</b> <b>25-6885444</b>
<b>Otherwise, print or type.</b>	Number and street (or P O box number if mail is not delivered to street address) <b>100 FOUR FALLS CORPORATE CENTER</b>	<b>B Telephone number</b> <b>610-940-4420</b>
<b>See Specific Instructions.</b>	Room/suite <b>215</b>	<b>C</b> If exemption application is pending, check here <input type="checkbox"/>
	City or town, state, and ZIP code <b>WEST CONSHOHOCKEN, PA 19428</b>	<b>D 1.</b> Foreign organizations, check here <input type="checkbox"/>
		<b>2.</b> Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<b>H</b> Check type of organization	<input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation	<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
	<input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation	<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
<b>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16)	<b>J</b> Accounting method <input type="checkbox"/> Cash <input type="checkbox"/> Accrual	
<b>\$</b> <b>4,540,859.</b>	<input checked="" type="checkbox"/> Other (specify) <b>MODIFIED CASH</b>	

<b>Part I Analysis of Revenue and Expenses</b> <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)</small>	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>1</b> Contributions, gifts, grants, etc., received	223,500.		N/A	
<b>2</b> Check <input type="checkbox"/> If the foundation is not required to attach Sch B				
<b>3</b> Interest on savings and temporary cash investments	122.			Statement 1
<b>4</b> Dividends and interest from securities				
<b>5a</b> Gross rents				
<b>b</b> Net rental income or (loss)				
<b>6a</b> Net gain or (loss) from sale of assets not on line 10				
<b>b</b> Gross sales price for all assets on line 6a				
<b>7</b> Capital gain net income (from Part IV, line 2)		0.		
<b>8</b> Net short-term capital gain				
<b>9</b> Income modifications				
<b>10a</b> Gross sales less returns and allowances				
<b>b</b> Less: Cost of goods sold				
<b>c</b> Gross profit or (loss)				
<b>11</b> Other income	82,103.	0.		Statement 2
<b>12</b> Total. Add lines 1 through 11	305,725.	0.		
<b>13</b> Compensation of officers, directors, trustees, etc	178,846.	0.		178,846.
<b>14</b> Other employee salaries and wages	165,000.	0.		165,000.
<b>15</b> Pension plans, employee benefits	19,177.	0.		19,177.
<b>16a</b> Legal fees Stmt 3	18,520.	1,852.		14,816.
<b>b</b> Accounting fees Stmt 4	14,868.	1,227.		12,419.
<b>c</b> Other professional fees Stmt 5	354,362.	0.		354,362.
<b>17</b> Interest				
<b>18</b> Taxes Stmt 6	58,141.	0.		0.
<b>19</b> Depreciation and depletion	294.	0.		
<b>20</b> Occupancy	10,979.	0.		10,979.
<b>21</b> Travel, conferences, and meetings	262,152.	0.		262,152.
<b>22</b> Printing and publications	2,295.	0.		2,295.
<b>23</b> Other expenses Stmt 7	3,046.	0.		3,046.
<b>24</b> Total operating and administrative expenses. Add lines 13 through 23	1,087,680.	3,079.		1,023,092.
<b>25</b> Contributions, gifts, grants paid	212,109.			212,109.
<b>26</b> Total expenses and disbursements. Add lines 24 and 25	1,299,789.	3,079.		1,235,201.
<b>27</b> Subtract line 26 from line 12				
<b>a</b> Excess of revenue over expenses and disbursements	<994,064.>			
<b>b</b> Net investment income (if negative, enter -0-)		0.		
<b>c</b> Adjusted net income (if negative, enter -0-)			N/A	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	<81,315.>	190,417.	190,417.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock Stmt 8	5,300,000.	3,925,000.	3,925,000.
	c Investments - corporate bonds			
11 Investments - land, buildings, and equipment: basis ▶				
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other Stmt 9	251,000.	425,000.	425,000.	
14 Land, buildings, and equipment basis ▶ 1,534.				
Less accumulated depreciation Stmt 10 ▶ 1,092.	736.	442.	442.	
15 Other assets (describe ▶ )				
16 Total assets (to be completed by all filers)	5,470,421.	4,540,859.	4,540,859.	
Liabilities	17 Accounts payable and accrued expenses	164,915.	164,915.	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable		575,000.	
	22 Other liabilities (describe ▶ )			
23 Total liabilities (add lines 17 through 22)	164,915.	739,915.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	5,305,506.	3,800,944.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
30 Total net assets or fund balances	5,305,506.	3,800,944.		
31 Total liabilities and net assets/fund balances	5,470,421.	4,540,859.		

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	5,305,506.
2 Enter amount from Part I, line 27a	2	<994,064.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	4,311,442.
5 Decreases not included in line 2 (itemize) ▶ UNREALIZED LOSS FOR YEAR	5	510,498.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,800,944.

**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			
b	NONE		
c			
d			
e			

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

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

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
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8		3

**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 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	1,130,739.	6,165,778.	.183390
2007	564,004.	3,765,432.	.149785
2006	5,431.	1,970,490.	.002756
2005	0.	33,294.	.000000
2004			

2 Total of line 1, column (d)	2	.335931
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	.083983
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	5,201,900.
5 Multiply line 4 by line 3	5	436,871.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	0.
7 Add lines 5 and 6	7	436,871.
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	8	1,235,201.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	0.
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	0.
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	0.
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	0.
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	0.
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		X
1b		X
1c		X
2		X
3		X
4a	X	
4b	X	
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

**Part VII-A Statements Regarding Activities** (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	See Statement 11	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 ▶ <u>www.halloranphilanthropies.org</u>		13	X	
14	The books are in care of ▶ <u>The Organization</u> Telephone no ▶ <u>610 940-4420</u> Located at ▶ <u>100 FOUR FALLS CORPORATE CENTER, WEST CONSHOHOCKE</u> ZIP+4 ▶ <u>19428</u>				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ▶   15   N/A				

**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 type="checkbox"/> Yes <input checked="" 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 checked="" type="checkbox"/> Yes <input 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 ▶ <input type="checkbox"/>	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	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 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 ▶ _____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ _____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input checked="" type="checkbox"/> Yes <input 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	X
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

**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)?  Yes  No

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

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

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?  Yes  No  
 If "Yes," attach the statement required by Regulations section 53.4945-5(d).

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?  Yes  No  
 If "Yes" to 6b, file Form 8870.

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

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?  Yes  No  
 N/A

	5b	X
	6b	X
	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.

(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
HARRY HALLORAN, JR. 100 FOUR FALLS CORP. CTR., STE 215 WEST CONSHOHOCKEN, PA 19428	TRUSTEE 5.00	0.	0.	0.
J. ANTHONY CARR 100 FOUR FALLS CORP. CTR., STE 215 WEST CONSHOHOCKEN, PA 19428	EXECUTIVE DIRECTOR 40.00	178,846.	0.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
MARK BEAM - MARK BEAM, WEST CONSHOHOCKEN, PA 19428-2960	40.00	165,000.	0.	0.

Total number of other employees paid over \$50,000 ▶ 1

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

**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
MARK CAMPANELE - 100 FOUR FALLS CORP CTR., STE. 215, WEST CONSHOCKEN, PA 19	PROGRAM CONSULTANT	120,000.

Total number of others receiving over \$50,000 for professional services ▶ **1**

**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
<b>1</b> SEE ATTACHED SUMMARY OF DIRECT CHARITABLE ACTIVITIES	
	907,763.
<b>2</b>	
<b>3</b>	
<b>4</b>	

**Part IX-B** Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
<b>1</b> N/A	
<b>2</b>	
All other program-related investments See instructions	
<b>3</b>	
<b>Total.</b> Add lines 1 through 3 <span style="float: right;">▶</span>	<b>0.</b>

**Part X Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	5,268,125.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	12,992.
<b>c</b>	Fair market value of all other assets	<b>1c</b>	
<b>d</b>	Total (add lines 1a, b, and c)	<b>1d</b>	5,281,117.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	5,281,117.
<b>4</b>	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	79,217.
<b>5</b>	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	<b>5</b>	5,201,900.
<b>6</b>	Minimum investment return. Enter 5% of line 5	<b>6</b>	260,095.

**Part XI Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here  and do not complete this part )

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	260,095.
<b>2a</b>	Tax on investment income for 2009 from Part VI, line 5	<b>2a</b>	
<b>b</b>	Income tax for 2009 (This does not include the tax from Part VI)	<b>2b</b>	12,652.
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	12,652.
<b>3</b>	Distributable amount before adjustments Subtract line 2c from line 1	<b>3</b>	247,443.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	0.
<b>5</b>	Add lines 3 and 4	<b>5</b>	247,443.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	0.
<b>7</b>	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	<b>7</b>	247,443.

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	<b>1a</b>	1,235,201.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	1,235,201.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b	<b>5</b>	0.
<b>6</b>	Adjusted qualifying distributions. Subtract line 5 from line 4	<b>6</b>	1,235,201.

**Note.** The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

**Part XIII** Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
<b>1</b> Distributable amount for 2009 from Part XI, line 7				247,443.
<b>2</b> Undistributed income, if any, as of the end of 2009				
<b>a</b> Enter amount for 2008 only			0.	
<b>b</b> Total for prior years		0.		
<b>3</b> Excess distributions carryover, if any, to 2009				
<b>a</b> From 2004				
<b>b</b> From 2005				
<b>c</b> From 2006				
<b>d</b> From 2007				120,805.
<b>e</b> From 2008				1,130,739.
<b>f</b> Total of lines 3a through e	1,251,544.			
<b>4</b> Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 1,235,201.				
<b>a</b> Applied to 2008, but not more than line 2a			0.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions) **	1,235,201.			
<b>d</b> Applied to 2009 distributable amount				0.
<b>e</b> Remaining amount distributed out of corpus	0.			
<b>5</b> Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	247,443.			247,443.
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	2,239,302.			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b		0.		
<b>c</b> 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.		
<b>d</b> Subtract line 6c from line 6b Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see instr			0.	
<b>f</b> Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				0.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
<b>8</b> Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
<b>9</b> Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	2,239,302.			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2005				
<b>b</b> Excess from 2006				
<b>c</b> Excess from 2007				
<b>d</b> Excess from 2008				1,004,101.
<b>e</b> Excess from 2009				1,235,201.

\*\* See Statement 13

Form 990-PF (2009)

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

**1 a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling. ▶

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

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

**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) )

HARRY HALLORAN, JR.

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

None

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

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

**a** The name, address, and telephone number of the person to whom applications should be addressed

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

**c** Any submission deadlines:

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







**Schedule B**  
(Form 990, 990-EZ,  
or 990-PF)

Department of the Treasury  
Internal Revenue Service

**Schedule of Contributors**

▶ Attach to Form 990, 990-EZ, or 990-PF.

OMB No 1545-0047

**2009**

Name of the organization

Employer identification number

THE HALLORAN FOUNDATION

25-6885444

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

501(c)( ) (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

**General Rule**

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

**Special Rules**

For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ \_\_\_\_\_

**Caution.** An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2009)

Name of organization <b>THE HALLORAN FOUNDATION</b>	Employer identification number <b>25-6885444</b>
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**Part I Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	<b>HARRY HALLORAN</b> 100 FOUR FALLS CORPORATE CENTER, SUITE 215  WEST CONSHOHOCKEN, PA 19428	\$ 223,500.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
	_____ _____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
	_____ _____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
	_____ _____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
	_____ _____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
	_____ _____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
	_____ _____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
1	COMPUTER FOR ADMINISTRATOR * Total 990-PF Pg 1 Depr	022107200DB		5.00	17	1,534.		0.	1,534.	798.		294.
						1,534.			1,534.	798.	0.	294.

\* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

(D) - Asset disposed

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Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

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Source	Amount
INTEREST INCOME - AR TRUCKING	122.
Total to Form 990-PF, Part I, line 3, Column A	122.

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Form 990-PF Other Income Statement 2

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Description	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
ALLOCATED ORDINARY INCOME FROM AR TRUCKING	82,103.	0.	
Total to Form 990-PF, Part I, line 11	82,103.	0.	

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Form 990-PF Legal Fees Statement 3

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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
LEGAL FEES	18,520.	1,852.		16,668.
UBIT ALLOCATION TO 990-T	0.	0.		<1,852.>
To Fm 990-PF, Pg 1, ln 16a	18,520.	1,852.		14,816.

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Form 990-PF Accounting Fees Statement 4

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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
PAYROLL PROCESSING	1,941.	0.		1,941.
UBIT ALLOCATION TO 990-T	0.	0.		<1,227.>
ACCOUNTING FEES	12,227.	1,227.		11,005.
AUDIT FEES	700.	0.		700.
To Form 990-PF, Pg 1, ln 16b	14,868.	1,227.		12,419.

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Form 990-PF	Other Professional Fees			Statement 5
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Consultants	354,362.	0.		354,362.
To Form 990-PF, Pg 1, ln 16c	354,362.	0.		354,362.

Form 990-PF	Taxes			Statement 6
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
FORM 990-T UBIT 2008	18,141.	0.		0.
FORM 990-T UBIT 2009	40,000.	0.		0.
To Form 990-PF, Pg 1, ln 18	58,141.	0.		0.

Form 990-PF	Other Expenses			Statement 7
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
DUES AND SUBSCRIPTIONS	495.	0.		495.
BANK FEES	1,345.	0.		1,345.
TELEPHONE	591.	0.		591.
OFFICE/GENRAL EXPENSES	615.	0.		615.
To Form 990-PF, Pg 1, ln 23	3,046.	0.		3,046.

Form 990-PF	Corporate Stock	Statement	8
Description	Book Value	Fair Market Value	
AR TRUCKING COMPANY - 100 SHARES	3,925,000.	3,925,000.	
Total to Form 990-PF, Part II, line 10b	3,925,000.	3,925,000.	

Form 990-PF	Other Investments	Statement	9
Description	Valuation Method	Book Value	Fair Market Value
LOSONOCO CONVERTIBLE NOTES	FMV	0.	0.
LOAN - LITTLE CHICAGO	FMV	250,000.	250,000.
LOAN - JOHN EASTWOOD ASSOCIATES	FMV	100,000.	100,000.
LOAN - NANO-SELECT, INC.	FMV	75,000.	75,000.
Total to Form 990-PF, Part II, line 13		425,000.	425,000.

Form 990-PF	Depreciation of Assets Not Held for Investment	Statement	10
Description	Cost or Other Basis	Accumulated Depreciation	Book Value
COMPUTER FOR ADMINISTRATOR	1,534.	1,092.	442.
Total To Fm 990-PF, Part II, ln 14	1,534.	1,092.	442.

Form 990-PF      Transfers From Controlled Organizations      Statement 11  
 Part VII-A, Line 11a

<u>Name of Controlled Entity</u>	<u>Employer ID No</u>
AR TRUCKING, INC.	20-2432928

Address  
 2072 PENNSYLVANIA AVE.  
 WARREN, PA 19365

Description of Transfer  
 S-CORP CASH DISTRIBUTIONS

Amount  
of Transfer  
 947,000.

<u>Name of Controlled Entity</u>	<u>Employer ID No</u>
AR TRUCKING, INC.	20-2432928

Address  
 2072 PENNSYLVANIA AVE.  
 WARREN, PA 19365

Description of Transfer  
 LOAN BETWEEN HALLORAN FOUNDATION AND AR TRUCKING, INC.

Amount  
of Transfer  
 575,000.

<u>Total Amount of Transfers from Controlled Organizations</u>	<u>1,522,000.</u>
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Form 990-PF

Expenditure Responsibility Statement  
Part VII-B, Line 5c

Statement 12

Grantee's Name

ASSOCIATION OF FRIENDS OF CERC

Grantee's AddressP.O. BOX 126  
LAVERGNE, TN 37086

<u>Grant Amount</u>	<u>Date of Grant</u>	<u>Amount Expended</u>
15,000.	12/29/08	15,000.

Purpose of Grant

TO PROVIDE HEARING AIDS TO THE DEVELOPING WORLD

Dates of Reports by Grantee

12/07/2009

Any Diversion by Grantee

NO

Grantee's Name

CENTRE FOR INNOVATION IN VOLUNTARY ACTION

Grantee's Address

<u>Grant Amount</u>	<u>Date of Grant</u>	<u>Amount Expended</u>
50,000.	07/08/09	

Purpose of Grant

TO FUND INITIAL PLANNING EFFORT AND DEVELOPMENT FOR HUB OAXACA IN MEXICO.

Grantee's Name

CHARLEY CREEK FOUNDATION

Grantee's Address

540 N WABASH ST  
WABASH, IN 46992

<u>Grant Amount</u>	<u>Date of Grant</u>	<u>Amount Expended</u>
25,000.	06/17/09	

Purpose of Grant

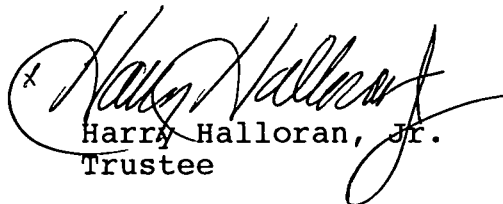
TO SPONSOR PERFORMING ARTS EVENTS AND PROGRAMS in 2009/2010

Form 990-PF

Election Under Regulations Section  
53.4942(a)-3(d)(2) to Treat  
Excess Qualifying Distributions  
as Distributions out of Corpus

Statement 13

The Halloran Foundation is making an election under Treas. Reg. 53.4942(a)-3(d)(2) to treat qualifying distributions made by the Foundation during the year ended December 31, 2009 as made out of corpus.

  
Harry Halloran, Jr.  
Trustee

Form 990-PF

Grants and Contributions  
Paid During the Year

Statement 14

Recipient Name and Address	Recipient Relationship and Purpose of Grant	Recipient Status	Amount
CENTRE FOR INNOVATION IN VOLUNTARY ACTION 9 MANSFIELD PLACE LONDON, UNITED KINGDOM NW3 1H	NONE HUB GRANT	FOREIGN - EXP RESPONSIBI	50,000.
LIBRARY COMPANY OF PHILADELPHIA 1314 LOCUST STREET PHILADELPHIA, PA 19107	None VIDEO HISTORY PROJECT	PUBLIC CHARITY	25,000.
JOURNAL OF ECUMENICAL STUDIES - 1114 W BERKS STREET, #022-38 TEMPLE UNIV PHILADELPHIA, PA 19122-6000	None SUPPORT GENERAL OPERATIONS	PUBLIC CHARITY	26,132.
ENLIGHTENED WORLD FOUNDATION - 100 FOUR FALLS CORP CTR., STE. 215 WEST CONSHOCKEN, PA 19428-2960	None SUPPORT GENERAL OPERATIONS	SUPPORTING ORG - TYPE 1	14,500.
TEMPLE UNIVERSITY 1885 NORTH BROAD STREET PHILADELPHIA, PA 19122	None FOX SCHOOL - EVENT SPONSORSHIP	PUBLIC CHARITY	10,750.
CHARLEY CREEK FOUNDATION 540 N WABASH ST WABASH, IN 46992	None SUPPORT GENERAL OPERATIONS	PRIVATE OPERATING FOUNDATION	25,000.
CORNELL UNIVERSITY 341 PINE TREE ROAD ITHACA, NY 14850	None THE JOHNSON SCHOOL - EVENT SPONSORSHIP	PUBLIC CHARITY	50,000.
LINK MEDIA, INC. PO BOX 2008 SAN FRANCISCO, CA 94126	None SUPPORT PRODUCTION OF VIDEO	PUBLIC CHARITY	10,000.

THE HALLORAN FOUNDATION

25-6885444

ALLOCATION OF CHARITABLE CONTRIBUTIONS FROM AR TRUCKING  
K-1, LINE 12A

None

727.

Total to Form 990-PF, Part XV, line 3a

212,109.

## ***Halloran Foundation - 2009***

### **Summary of Direct Charitable Activities**

The Halloran Foundation seeks to promote charitable causes through a variety of activities in addition to grant-making. In 2009 we made a significant organizational investments in the following:

#### ***1. Development a staff capability to respond to the central charitable purposes of the Halloran Foundation***

The Foundation continued to work with consultants in 2009 to serve as advisors in social capital markets, renewable energy and management development with expertise in CSR in order to respond to the mission of the Foundation. Staff in these specialty areas has enabled the Foundation to support research, convene groups of experts and develop charitable programs designed to improve the social and economic conditions.

Total Expenses - \$67,179

#### ***2. A clean energy and water program for the developing world***

The Foundation has developed a program to alleviate poverty by providing clean energy and clean water by reducing the the use of harmful kerosene and contaminated drinking water. The program provides portable LED lighting, purified water and telecommunications to rural communities in India. One of the goals of the program will be to enhance enterprise development within the communities by providing vocational training along with business development.

Total Expenses - \$197,807

#### ***3. The development of a Social Capital Program to include a global social stock exchange, an international conference on social capital markets in 2009 and a Hub for social entrepreneurs in Mexico.***

***Social Stock Exchange*** - The Foundation is providing staff support in the developing the business plan for a global social stock exchange; the first of its kind in the world.

***Hub Oaxaca*** - The creation of a new model of Hubs for small urban, semi-rural and rural settings that will be replicated throughout Latin America. These Hubs will form a network of spaces for social innovation and change across the continent.

To be prototyped in Oaxaca city, these networked spaces will offer a new support infrastructure that will connect people and projects, strengthen local organizations and innovators and facilitate local, regional and global collaborations, thereby increasing the impact of Latin American social initiatives.

Total Expenses - \$438,536

#### ***4. The development of programs designed to promote corporate social responsibility***

##### ***History of Corporate Social Responsibility - Publication***

In 2008, The Halloran Foundation and the Center for Ethical Business Cultures (CEBC) at the University of St. Thomas (Minnesota) launched a 3-year project to research and write U.S. and global histories of corporate responsibility. The anticipated work product will be two narrative volumes along with web access to supplementary material not included in the volumes themselves. The project team began its work in July 2008 and expects to complete and publish the history by mid-2012.

##### ***The World We ALL Want - Publication***

The World We All Want seeks to articulate a positive global vision of the future. Phase I of the program will include a comprehensive History of Human Well Being building on the knowledge, experience and resources generated in 2009. The Project also includes a Phase II strategy of design thinking for the future and experimental interventions and approaches.

Total Expenses -  
\$204,241