

See a Social Security Number? Say Something!
Report Privacy Problems to https://public.resource.org/privacy
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2009

For calendar year 2009, or tax year beginning SEP 1, 2009 , and ending AUG 31, 2010

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

Use the IRS label Otherwise, print or type See Specific Instructions

Name of foundation
THE M.S. GRUMBACHER FOUNDATION

A Employer identification number
23-2697348

Number and street (or P O box number if mail is not delivered to street address) Room/suite
C/O COZEN O'CONNOR 1900 MARKET STREET

B Telephone number
215-665-4117

City or town, state, and ZIP code
PHILADELPHIA, PA 19103-3508

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 ▶ ☐

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

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

I Fair market value of all assets at end of year (from Part II, col (c) line 16) ▶$ 5,483,065.

J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify)
(Part I, column (d) must be on cash basis)

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

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))

		(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			N/A	
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	68.	68.		STATEMENT 1
	4 Dividends and interest from securities	179,269.	179,269.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-13,691.			
	b Gross sales price for all assets on line 6a 756,725.				
	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				
	c Gross profit or (loss)				
	11 Other income				
	12 **Total** Add lines 1 through 11	165,646.	179,337.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	18,591.	9,296.		9,295.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 3	8,500.	4,250.		4,250.
	b Accounting fees STMT 4	1,600.	800.		800.
	c Other professional fees STMT 5	18,992.	18,992.		0.
	17 Interest				
	18 Taxes STMT 6	775.	775.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 7	691.	346.		345.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	49,149.	34,459.		14,690.
	25 Contributions, gifts, grants paid	252,250.			252,250.
	26 **Total expenses and disbursements.** Add lines 24 and 25	301,399.	34,459.		266,940.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-135,753.			
	b **Net investment income** (if negative, enter -0-)		144,878.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

SCANNED NOV 18 2010
RECEIVED
NOV 17 2010
IRS-OSC
OGDEN, UT

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	1,464.		
	2 Savings and temporary cash investments	388,123.	41,028.	41,028.
	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 STMT 8	427,912.	424,836.	424,923.
	b Investments - corporate stock STMT 9	2,940,638.	2,269,676.	3,640,764.
	c Investments - corporate bonds STMT 10	400,000.	1,364,562.	1,376,350.
	11 Investments land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	4,158,137.	4,100,102.	5,483,065.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ STATEMENT 11)	0.	77,718.	
	23 **Total liabilities** (add lines 17 through 22)	0.	77,718.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds	4,158,137.	4,022,384.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30 **Total net assets or fund balances**	4,158,137.	4,022,384.	
	31 **Total liabilities and net assets/fund balances**	4,158,137.	4,100,102.	

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	4,158,137.
2	Enter amount from Part I, line 27a	2	-135,753.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	4,022,384.
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	4,022,384.

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 SCHEDULE ATTACHED	P		
b	SEE SCHEDULE ATTACHED	P		
c	PROCEEDS RE: NORTEL NETWORKS CLASS ACTION			
d	SETTLEMENT	P		
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	643,242.		654,069.	-10,827.
b	113,356.		116,347.	-2,991.
c				
d	127.			127.
e				

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

	(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col (h))
a				-10,827.
b				-2,991.
c				
d				127.
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	-13,691.
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	N/A

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	346,966.	5,414,757.	.064078
2007	351,340.	6,988,489.	.050274
2006	319,923.	7,167,046.	.044638
2005	316,145.	6,617,677.	.047773
2004	326,315.	6,486,431.	.050307

2	**Total** of line 1, column (d)	2	.257070
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	.051414
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	5,673,601.
5	Multiply line 4 by line 3	5	291,703.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,449.
7	Add lines 5 and 6	7	293,152.
8	Enter qualifying distributions from Part XII, line 4	8	266,940.

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.

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 ▶ ☐ 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	2,898.
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	2,898.
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	2,898.
6	Credits/Payments:		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a: 1,670.		
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	1,670.
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	1,228.
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** ▶ **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? *If the answer is "Yes" to* **1a** *or* **1b**, *attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*	1b		X
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
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		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	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		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ PA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	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)	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?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ THE FOUNDATION'S FIDUCIARY Telephone no ▶ 215-665-4117

Located at ▶ 1900 MARKET STREET, PHILADELPHIA, PA ZIP+4 ▶ 19103-3508

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
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)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
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 ▶ _____, _____, _____, _____			
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? ☐ 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? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)* N/A	3b		
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

923541
02-02-10

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)?	N/A	5b	
	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? N/A	☐ Yes ☐ No		
	If "Yes," attach the statement required by Regulations section 53 4945-5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	X
	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?	N/A	7b	

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

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

(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 STATEMENT 12		18,591.	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
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. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over $50,000 for professional services ▶ 0

Part IX-A **Summary of Direct Charitable Activities**

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

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
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	5,498,351.
b	Average of monthly cash balances	1b	261,650.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	5,760,001.
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	5,760,001.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	86,400.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,673,601.
6	**Minimum investment return.** Enter 5% of line 5	6	283,680.

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

1	Minimum investment return from Part X, line 6			1	283,680.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	2,898.		
b	Income tax for 2009. (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	2,898.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	280,782.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	280,782.
6	Deduction from distributable amount (see instructions)			6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	280,782.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	266,940.
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	266,940.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions** Subtract line 5 from line 4	6	266,940.

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
1 Distributable amount for 2009 from Part XI, line 7				280,782.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			251,710.	
b Total for prior years: _____, _____, _____		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 266,940.				
a Applied to 2008, but not more than line 2a			251,710.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				15,230.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				265,552.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2010** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

Part XIV Private Operating Foundations (see 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)

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

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

NONE

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:

JEANNE SCHWARTZER, 717-846-4358
2801 EAST MARKET STREET, YORK, PA 17402

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

IN LETTER FORM WITH ALL PERTINENT INFORMATION FURNISHED/INCLUDED

c Any submission deadlines:

NOVEMBER 1 TO APRIL 30

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

LIMITED PRINCIPALLY TO THE YORK, PA AREA AND THE STATE OF PENNSYLVANIA

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* SEE SCHEDULE ATTACHED				252,250.
Total			▶ 3a	252,250.
b *Approved for future payment* NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	68.	
4 Dividends and interest from securities			14	179,269.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	-13,691.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		165,646.	0.
13 **Total** Add line 12, columns (b), (d), and (e)				13	165,646.

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

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

			Yes	No
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?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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
N/A		

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

▶ Signature of officer or trustee 11/12/2010 Date ▶ Director Title

Paid Preparer's Use Only

Preparer's signature ▶ Date 11/10/10 Check if self-employed ▶ ☐ Preparer's identifying number P00256442

Firm's name (or yours if self-employed), address, and ZIP code ▶ ISDANER & COMPANY, LLC
THREE BALA PLAZA, SUITE 501 WEST
BALA CYNWYD, PA 19004-3484

EIN ▶

Phone no. (610) 668-4200

Form **990-PF** (2009)

923622
02-02-10

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
CUSTODY ACCOUNT - COZEN O'CONNOR	68.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	68.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CUSTODY ACCOUNT - COZEN O'CONNOR	179,269.	0.	179,269.
TOTAL TO FM 990-PF, PART I, LN 4	179,269.	0.	179,269.

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
COZEN O'CONNOR	8,500.	4,250.		4,250.
TO FM 990-PF, PG 1, LN 16A	8,500.	4,250.		4,250.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ISDANER & CO, LLC	1,600.	800.		800.
TO FORM 990-PF, PG 1, LN 16B	1,600.	800.		800.

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
DEARDEN, MAGUIRE, WEAVER & BARRETT, LLC	15,653.	15,653.		0.
PNC ADVISORS	3,339.	3,339.		0.
TO FORM 990-PF, PG 1, LN 16C	18,992.	18,992.		0.

FORM 990-PF TAXES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX	775.	775.		0.
TO FORM 990-PF, PG 1, LN 18	775.	775.		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
BANK CHARGES	691.	346.		345.
TO FORM 990-PF, PG 1, LN 23	691.	346.		345.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 8

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
SEE SCHEDULE ATTACHED	X		424,836.	424,923.
TOTAL U.S. GOVERNMENT OBLIGATIONS			424,836.	424,923.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			424,836.	424,923.

FORM 990-PF CORPORATE STOCK STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE SCHEDULE ATTACHED	2,269,676.	3,640,764.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,269,676.	3,640,764.

FORM 990-PF CORPORATE BONDS STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE SCHEDULE ATTACHED	1,364,562.	1,376,350.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,364,562.	1,376,350.

FORM 990-PF OTHER LIABILITIES STATEMENT 11

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
PAYABLE FOR SECURITIES PURCHASED	0.	77,718.
TOTAL TO FORM 990-PF, PART II, LINE 22	0.	77,718.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 12

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
JOSHUA G. SCHULTZ SEBASTOPOL, CA	PRESIDENT 0.00	6,591.	0.	0.
MARY JO GRUMBACHER SAN FRANCISCO, CA	DIRECTOR 0.00	3,000.	0.	0.
JEANNE SCHWARTZER YORK, PA	DIRECTOR 0.00	3,000.	0.	0.
DAVID R. GLYN PHILADELPHIA, PA	DIRECTOR 0.00	3,000.	0.	0.
SUSAN GREGORY MALIBU, CA	DIRECTOR 0.00	3,000.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		18,591.	0.	0.

The M.S. Grumbacher Foundation
EIN: 23-2697348
990-PF, Part II, Line 10a

US Government Obligations

Valuation Method for Book Value	Description of Investment	Ending Book Balance	FMV at Year-End
cost	US Treasury Bills due 9/23/10	24,992.73	24,997.68
cost	US Treasury Bills due 10/21/10	299,882.46	299,947.86
cost	US Treasury Bills due 11/14/10	99,960.82	99,977.81
Total		**424,836.01**	**424,923.35**

The M.S. Grumbacher Foundation
EIN: 23-2697348
990-PF, Part II, Line 10b

Corporate Stock

Valuation Metho for Book Value	Description of Investment	Ending Book Balance	FMV at Year-End
cost	AT&T Inc. - 5,910 shs	70,000.00	159,747.30
cost	Amgen Com. - 1,5000 shs	89,935.00	76,560.00
cost	Automatic Data Processing, Inc. - 3,000 shs	18,391.75	115,830 00
cost	Bank of America Corp - 3,194 shs	105,132 66	39,797.24
cost	Bank New York Mellon Corp - 1000 shs	29,118 00	24,260 00
cost	CVS Corporation - 2,000 shs	70,451.00	53,960 00
cost	Centerpoint Energy Inc Holding Co - 8,000 shs	100,061.20	118,320.00
cost	Chevron Corp - 3,498 shs	76,747.51	259,131 84
cost	Cisco Systems Inc - 5,000 shs	95,580 00	99,925 00
cost	Citigroup Inc - 3,749 shs	38,594.53	13,905.04
cost	Coca-Cola Co, Inc. - 2,250 shs	10,462 50	125,735 63
cost	Colgate - Palmolive Co - 1,700 shs	32,236 25	125,528.00
cost	Walt Disney Corp - 1,800 shs	40,270 20	58,572.00
cost	Dominion Resources Ser A Pfd 8 375% - 800 shs	22,489 04	23,072.00
cost	Dupont E I De Nemours & Co. - 1,000 shs	54,037.50	40,770.00
cost	Exxon Mobil Corp - 4,036 shs	43,131 76	153,686.00
cost	Fleet Capital Trust VIII 7.2% Pfd - 2,000 shs	41,487.20	49,860.00
cost	General Electric Capital Corp Pfd 6 05% - 900 shs	22,553.02	22,824.00
cost	General Electric Co. - 4,500 shs	15,403.12	65,160.00
cost	Glaxo Holding PLC - 900 shs	43,093.00	33,660.00
cost	Goldman Sachs Group Pdf Ser B 6 2% - 900 shs	23,175.01	22,518 00
cost	Hewlett Packward Co - 1,000 shs	23,185 20	115,350 00
cost	Illinois Tool Works Inc. - 2,400 shs	39,810.00	99,024.00
cost	Intel Corp - 3,500 shs	90,871.25	61,827.50
cost	International Business Machines Corp - 600 shs	53,014.00	73,878 00
cost	JP Morgan Chase & Co - 2,000 shs	48,626 50	47,268.00
cost	Johnson & Johnson - 2,800 shs	33,897 50	159,656.00
cost	Legg Mason Batterymarch Emerging Markets Trust - 1196.172 shs	25,000.00	24,557.41
cost	McDonalds Corp. - 2,000 shs	55,850 00	146,120.00
cost	Merck & Co, Inc - 2,000 shs	51,658 04	70,320.00
cost	Microsoft Corp. - 2,500 shs	66,700 00	58,662 50
cost	Nextera Energy, Inc. - 1,800 shs	53,784.00	96,714.00
cost	Nextera Energy, Inc Conv Pfd 8.375% - 500 shs	25,135 00	26,475 00
cost	Oracle System Corporation - 2,000 shs	67,687 50	43,690 00
cost	PNC Bank Corp. - 700 shs	48,541.00	35,693.00
cost	Pepsico, Inc. - 2,100 shs	103,175.02	134,778.00
cost	Pfizer, Inc. - 6,485 shs	45,303 44	103,176 35
cost	Praxair Inc Common - 1,400 shs	40,299.98	120,442 00
cost	Price Group Inc. - 2,000 shs	34,875 00	87,580 00
cost	Proctor Gamble Co. - 1,900 shs	61,263 86	113,373.00
cost	Teva Pharmaceutical Industries ADR - 2,800 shs	47,754 00	141,736.00
cost	Time Warner Cable Inc - .505 shs	24 94	26 04
cost	USB Capital XI Pfd Secs 6.6% - 900 shs	22,483 00	23,130.00
cost	U.S Bancorp Del Common New - 3,000 shs	84,013 00	62,400.00
cost	Verizon Communications Inc - 2,720 shs	62,728 84	80,321.60
cost	Wells Fargo & Co - 98 shs	14,514 19	2,307.90
cost	Wells Fargo VIII TRUPS 6 625%	27,130.00	29,436.00
Total		**2,269,675.51**	**3,640,764.35**

The M.S. Grumbacher Foundation
EIN: 23-2697348
990-PF, Part II, Line 10c

Corporate Bonds

Valuation Method for Book Value	Description of Investment	Ending Book Balance	FMV at Year-End
cost	American Express Credit Corp 5.7% 9/15/11 Internotes	100,000.00	102,947.90
cost	American Express Credit Corp 6.25% 9/15/13 Internotes	100,000.00	108,327.00
cost	BP Capital Mkts PLC Gtd Sr Nt 5.25% 11/7/13	104,202.00	103,788.00
cost	Baird Aggregate Bond Fund	25,000.00	25,446.01
cost	Blackrock High Yield Bond Portfolio	50,000.00	50,034.48
cost	Campbell Soup 4.5% 2/15/19	51,885.00	56,155.90
cost	Chevron Corp Sr Nt 4.5% 3/3/12	78,263.25	78,116.93
cost	Citigroup Inc. 5.3% 10/17/12	79,483.50	79,203.83
cost	Dow Chemical Co 5.85% 9/15/15 Senior Internotes	100,000.00	101,229.10
cost	Fidelity Advisor Adv Floating High Yield Income Fund	25,000.00	25,105.37
cost	GE Capital 5.25% 9/15/16 Internotes	100,000.00	105,851.50
cost	Eli Lilly & Co. 3.55% 3/6/12	52,723.80	52,047.55
cost	Merrill Lynch 5% 2/3/14	52,610.00	52,719.40
cost	Morgan Stanley Var% 3/1/16	48,937.50	49,763 50
cost	Morgan Stanley Sr 4.2% 11/20/14	103,093.00	102,980.00
cost	Pimco Foreign Bond Fund	25,000.00	25,802 65
cost	T. Rowe Price High Yield Fund Inc.	50,000.00	50,076.46
cost	Toyota Motor Credit Corp 5.45% 5/18/11	77,718.00	77,674 50
cost	Vanguard High Yield Corporate Fund	140,646.43	129,080.11
Total		**1,364,562.48**	**1,376,350.19**

The M.S. Grumbacher Foundation
EIN: 23-2697348
Form 990-PF, Part XV
Grants & Contributions Paid

Name & Address	Relationship	Status	Purpose	Amount
Alzheimer's Association Chicago, IL	None		General Fund	$10,000.00
American Civil Liberties Union Philadelphia, PA	None		General Fund	$5,000.00
American Red Cross York, PA	None		General Fund	$3,000.00
The Arc of York County York, PA	None		General Fund	$2,000.00
Cultural Alliance of York County York, PA	None		General Fund	$10,000.00
Doctors Without Borders USA, Inc. New York, NY	None		General Fund	$2,000.00
Lutheran Social Services of South Central Pennsylvania York, PA	None		General Fund	$3,000.00
Main Idea Charlottesville, VA	None		General Fund	$5,000.00
Martin Library Association York, PA	None		General Fund	$5,000.00
Memorial Hospital York, PA	None		General Fund	$2,250.00
Mercensburg Academy Mercensburg, PA	None		General Fund	$6,000.00
NAACP - York, PA York, PA	None		General Fund	$1,000.00
National Arbor Day Foundation Nebraska City, NE	None		General Fund	$2,000 00
Nature Conservancy Arlington, VA	None		General Fund	$2,000 00
Ned Smith Center for Nature and Art Millersburg, PA	None		General Fund	$3,000.00
Penn State York York, PA	None		General Fund	$2,000.00

Simon Wiesenthal Center Los Angeles, CA	None	General Fund	$500.00
Strand- Capital Performing Arts Center York, PA	None	General Fund	$500.00
Susan P. Byrnes Health Education Center York, PA	None	General Fund	$5,000.00
Wellness Community of West L.A. Santa Monica, CA	None	General Fund	$2,000 00
WITF Harrisburg. PA	None	General Fund	$45,000.00
Well-Formula Program York, PA	None	General Fund	$5,000.00
What If? Foundation Berkley, CA	None	General Fund	$2,000.00
Wyoming Seminary Kingston, PA	None	General Fund	$2,000 00
York City Little League York, PA	None	General Fund	$5,000.00
York College York, PA	None	General Fund	$5,000 00
York County Children's Advocacy Center York, PA	None	General Fund	$2,000.00
York County Council of Churches York, PA	None	General Fund	$3,000.00
York County Literacy Council York, PA	None	General Fund	$2,000.00
York County Rail Trail Authority York, PA	None	General Fund	$8,000.00
York Health Foundation York, PA	None	General Fund	$12,500.00
York Jewish Community Center Philadelphia, PA	None	General Fund	$2,000.00
York Y.M.C.A. York, PA	None	General Fund	$62,500.00
York Y.W.C.A York, PA	None	General Fund	$25,000.00
Total			$252,250.00

Gains and Losses Worksheet

Account: 51006505

M.J.GRUMBACHER, S.GREGORY,
J.SCHULTZ, J.SCHWARTZER & D.R.GLYN
TTEES,THE M.S. GRUMBACHER FOUNDATION
From 9/1/2009 To 8/31/2010
Tax ID: XX-XXX7348

Capital Gains

Trade Date / Settle Date	Transaction Description	Reg Code	Units	Cash Change	Investment Change	Gain/Loss / Acq Date	Term
620-000	SALE OF ASSET						
055622104	**BP AMOCO PLC SPONSORED ADR**						
6/7/2010 6/10/2010	SALE OF ASSET BP AMOCO PLC SPONSORED ADR	20	(1,394 0000)	$51,856 89	($49,820 63)	$2,036.26 8/27/1996	Long
6/7/2010 6/10/2010	SALE OF ASSET BP AMOCO PLC SPONSORED ADR	20	(106 0000)	$3,943 21	($2,802 62)	$1,140.59 12/30/2003	Long
6/28/2010 7/1/2010	SALE OF ASSET BP AMOCO PLC SPONSORED ADR	20	(1,217 4660)	$33,711 06	($24,414 50)	$9,296.56 12/15/1989	Long
6/28/2010 7/1/2010	SALE OF ASSET BP AMOCO PLC SPONSORED ADR	20	(1,018 5340)	$28,202 73	($26,929 82)	$1,272.91 12/30/2003	Long
Totals For:	**BP AMOCO PLC SPONSORED ADR**		**(3,736.0000)**	**$117,713.89**	**($103,967.57)**	**$13,746.32**	
166764100	**CHEVRON CORP**						
6/7/2010 6/10/2010	SALE OF ASSET CHEVRON CORP	20	(500.0000)	$35,989 39	($14,993 75)	$20,995.64 8/27/1996	Long
Totals For:	**CHEVRON CORP**		**(500.0000)**	**$35,989.39**	**($14,993.75)**	**$20,995.64**	
194162103	**COLGATE-PALMOLIVE CO.**						
8/19/2010 8/24/2010	SALE OF ASSET COLGATE-PALMOLIVE CO	20	(400.0000)	$30,603 48	($7,585 00)	$23,018.48 6/13/1995	Long
Totals For:	**COLGATE-PALMOLIVE CO.**		**(400.0000)**	**$30,603.48**	**($7,585.00)**	**$23,018.48**	
30231G102	**EXXON MOBIL CORP**						
8/19/2010 8/24/2010	SALE OF ASSET EXXON MOBIL CORP	20	(400.0000)	$23,631 60	($8,235 00)	$15,396.60 8/27/1996	Long
Totals For:	**EXXON MOBIL CORP**		**(400.0000)**	**$23,631.60**	**($8,235.00)**	**$15,396.60**	
35906A108	**FRONTIER COMMUNICATION COM**						
7/20/2010 7/23/2010	SALE OF ASSET FRONTIER COMMUNICATIONS CO	20	(0.9090)	$6.17	($6 43)	($0.26) 1/11/1993	Long
8/13/2010 8/18/2010	SALE OF ASSET FRONTIER COMMUNICATIONS CO	20	(360 0600)	$2,711 20	($2,074 82)	$636.38 1/14/1992	Long
8/13/2010 8/18/2010	SALE OF ASSET FRONTIER COMMUNICATIONS CO	20	(291 9400)	$2,198 27	($2,065 79)	$132.48 1/11/1993	Long
Totals For:	**FRONTIER COMMUNICATION COM**		**(652.9090)**	**$4,915.64**	**($4,147.04)**	**$768.60**	
36212QMM9	**GNMA NATL MTG ASSN POOL #540464 7% DUE 10/15/2015**						
9/16/2009 9/16/2009	PRIN PYMT 9/15 GNMA NATL MTG ASSN POOL #540464 7% DUE 10/15/2015	20	(73 6700)	$73 67	($73 67)	$0.00 10/17/2000	

Gains and Losses Worksheet

Account: 51006505
M.J.GRUMBACHER, S.GREGORY,
J.SCHULTZ, J.SCHWARTZER & D.R.GLYN
TTEES,THE M.S. GRUMBACHER FOUNDATION
From 9/1/2009 To 8/31/2010
Tax ID: XX-XXX7348

Capital Gains

Trade Date / Settle Date	Transaction Description	Reg Code	Units	Cash Change	Investment Change	Gain/Loss / Acq Date	Term
620-000	SALE OF ASSET						
10/16/2009 / 10/16/2009	PRIN PYMT 10/15/09 GNMA NATL MTG ASSN POOL #540464 7% DUE 10/15/2015	20	(103 0900)	$103 09	($103 09)	$0.00 / 10/17/2000	
11/17/2009 / 11/17/2009	PRINCIPAL PYMT DUE 11/16/09 GNMA NATL MTG ASSN POOL #540464 7% DUE 10/15/2015	20	(74 7800)	$74 78	($74 78)	$0.00 / 10/17/2000	
12/16/2009 / 12/16/2009	PRIN PYMT 12/15/09 GNMA NATL MTG ASSN POOL #540464 7% DUE 10/15/2015	20	(112 3100)	$112 31	($112 31)	$0.00 / 10/17/2000	
1/18/2010 / 1/18/2010	PRIN PYMT 1/15/10 GNMA NATL MTG ASSN POOL #540464 7% DUE 10/15/2015	20	(127 4900)	$127.49	($127 49)	$0.00 / 10/17/2000	
2/17/2010 / 2/17/2010	PRIN PYMT 2/15/10 GNMA NATL MTG ASSN POOL #540464 7% DUE 10/15/2015	20	(136 1600)	$136.16	($136 16)	$0.00 / 10/17/2000	
3/16/2010 / 3/16/2010	PRIN PYMT 3/15/10 GNMA NATL MTG ASSN POOL #540464 7% DUE 10/15/2015	20	(819 5000)	$819 50	($819 50)	$0.00 / 10/17/2000	
4/16/2010 / 4/16/2010	PRIN PYMT 4/15/10 GNMA NATL MTG ASSN POOL #540464 7% DUE 10/15/2015	20	(1,492 8230)	$1,492 88	($1,667 03)	($174.15) / 10/17/2000	Long
Totals For:	**GNMA NATL MTG ASSN POOL #540464 7% DUE 10/15/2015**		**(2,939.8230)**	**$2,939.88**	**($3,114.03)**	**($174.15)**	
428236103	**HEWLETT-PACKARD CO.**						
8/13/2010 / 8/18/2010	SALE OF ASSET HEWLETT-PACKARD CO	20	(500 0000)	$20,334 65	($10,745 00)	$9,589.65 / 6/4/2004	Long
8/19/2010 / 8/24/2010	SALE OF ASSET HEWLETT-PACKARD CO	20	(500 0000)	$20,272 15	($10,745 00)	$9,527.15 / 6/4/2004	Long
Totals For:	**HEWLETT-PACKARD CO.**		**(1,000.0000)**	**$40,606.80**	**($21,490.00)**	**$19,116.80**	
458140100	**INTEL CORP.**						
8/19/2010 / 8/24/2010	SALE OF ASSET INTEL CORP	20	(500 0000)	$9,439 84	($17,781 25)	($8,341.41) / 10/11/2000	Long
Totals For:	**INTEL CORP.**		**(500.0000)**	**$9,439.84**	**($17,781.25)**	**($8,341.41)**	
580645109	**MC GRAW HILL, INC.**						
8/13/2010 / 8/18/2010	SALE OF ASSET MC GRAW HILL, INC	20	(1,500 0000)	$43,600.21	($44,902 50)	($1,302.29) / 8/6/2001	Long
Totals For:	**MC GRAW HILL, INC.**		**(1,500.0000)**	**$43,600.21**	**($44,902.50)**	**($1,302.29)**	
654902204	**NOKIA CORP. SPONS. ADR FINLAND**						
8/13/2010 / 8/18/2010	SALE OF ASSET NOKIA CORP SPONS ADR FINLAND	20	(4,000 0000)	$35,679 39	($70,600 00)	($34,920.61) / 5/27/1999	Long
8/13/2010 / 8/18/2010	SALE OF ASSET NOKIA CORP SPONS ADR FINLAND	20	(1,100.0000)	$9,811.83	($14,607 00)	($4,795.17) / 8/12/2009	Long
8/13/2010 / 8/18/2010	SALE OF ASSET NOKIA CORP SPONS ADR FINLAND	20	(1,000 0000)	$8,919 85	($14,570 00)	($5,650.15) / 10/5/2004	Long

Gains and Losses Worksheet

Account: 51006505

M.J.GRUMBACHER, S.GREGORY,
J.SCHULTZ, J.SCHWARTZER & D.R.GLYN
TTEES,THE M.S. GRUMBACHER FOUNDATION
From 9/1/2009 To 8/31/2010
Tax ID: XX-XXX7348

Capital Gains

Trade Date / Settle Date	Transaction Description	Reg Code	Units	Cash Change	Investment Change	Gain/Loss / Acq Date	Term
620-000	SALE OF ASSET						
Totals For:	**NOKIA CORP. SPONS. ADR FINLAND**		**(6,100.0000)**	**$54,411.07**	**($99,777.00)**	**($45,365.93)**	
742718109	**PROCTOR GAMBLE CO.**						
8/19/2010 8/24/2010	SALE OF ASSET PROCTOR GAMBLE CO	20	(400 0000)	$24,019 59	($9,199 90)	**$14,819.69** 6/24/1996	Long
Totals For:	**PROCTOR GAMBLE CO.**		**(400.0000)**	**$24,019.59**	**($9,199.90)**	**$14,819.69**	
760416107	**REPUBLIC FIRST BANCORP INC**						
8/13/2010 8/18/2010	SALE OF ASSET REPUBLIC FIRST BANCORP INC	20	(3,630 0000)	$7,187 27	($35,950 00)	**($28,762.73)** 10/27/2005	Long
Totals For:	**REPUBLIC FIRST BANCORP INC**		**(3,630.0000)**	**$7,187.27**	**($35,950.00)**	**($28,762.73)**	
867914103	**SUNTRUST BANKS, INC.**						
8/19/2010 8/24/2010	SALE OF ASSET SUNTRUST BANKS, INC	20	(600 0000)	$14,634 23	($47,302 00)	**($32,667.77)** 11/14/2006	Long
Totals For:	**SUNTRUST BANKS, INC.**		**(600.0000)**	**$14,634.23**	**($47,302.00)**	**($32,667.77)**	
881624209	**TEVA PHARMACEUTICAL INDUSTRIES ADR**						
6/7/2010 6/10/2010	SALE OF ASSET TEVA PHARMACEUTICAL INDUSTRIES ADR	20	(500 0000)	$26,179 55	($8,527 50)	**$17,652.05** 8/6/2001	Long
8/19/2010 8/24/2010	SALE OF ASSET TEVA PHARMACEUTICAL INDUSTRIES ADR	20	(700 0000)	$35,090 40	($11,938 50)	**$23,151.90** 8/6/2001	Long
Totals For:	**TEVA PHARMACEUTICAL INDUSTRIES ADR**		**(1,200.0000)**	**$61,269.95**	**($20,466.00)**	**$40,803.95**	
922031760	**VANGUARD FIXED INCOME SECS FD HIGH YIELD CORP FD ADMIRAL FD#529**						
3/16/2010 3/17/2010	SOLD 03/16/10 9,025 271 SHS VANGUARD FIXED INCOME SECS FD HIGH YIELD CORP FD ADMIRAL FD#529	20	(9,009 1240)	$49,910 55	($54,775 47)	**($4,864.92)** 4/16/2003	Long
3/16/2010 3/17/2010	SOLD 03/16/10 9,025 271 SHS VANGUARD FIXED INCOME SECS FD HIGH YIELD CORP FD ADMIRAL FD#529	20	(16 1470)	$89 45	($104 15)	**($14.70)** 1/28/2004	Long
7/23/2010 7/26/2010	SALE OF ASSET VANGUARD FIXED INCOME SECS FD HIGH YIELD CORP FD ADMIRAL FD#529	20	(8,976 6610)	$50,000 00	($54,578 10)	**($4,578.10)** 4/16/2003	Long
Totals For:	**VANGUARD FIXED INCOME SECS FD HIGH YIELD CORP FD ADMIRAL FD#529**		**(18,001.9320)**	**$100,000.00**	**($109,457.72)**	**($9,457.72)**	
983024100	**WYETH**						
11/6/2009 11/6/2009	PROCEEDS RE.MERGER WITH PFIZER WYETH	20	(1,000 0000)	$50,395 10	($44,990 00)	**$5,405.10** 4/15/2005	Long
Totals For:	**WYETH**		**(1,000.0000)**	**$50,395.10**	**($44,990.00)**	**$5,405.10**	
989701107	**ZIONS BANCORP**						

Gains and Losses Worksheet

Account: 51006505
M.J.GRUMBACHER, S.GREGORY,
J.SCHULTZ, J.SCHWARTZER & D.R.GLYN
TTEES,THE M.S. GRUMBACHER FOUNDATION
From 9/1/2009 To 8/31/2010
Tax ID: XX-XXX7348

Capital Gains

Trade Date / Settle Date	Transaction Description	Reg Code	Units	Cash Change	Investment Change	Gain/Loss / Acq Date	Term
620-000	SALE OF ASSET						
6/7/2010 / 6/10/2010	SALE OF ASSET ZIONS BANCORP	20	(1,000 0000)	$21,883 62	($60,710 00)	($38,826.38) 10/5/2004	Long
Totals For:	**ZIONS BANCORP**		**(1,000.0000)**	**$21,883.62**	**($60,710.00)**	**($38,826.38)**	
Total for SALE OF ASSET			**(43,560.6640)**	**$643,241.56**	**($654,068.76)**	**($10,827.20)**	
620-000	SALE OF ASSET						
14043CAB9	**CAPITAL ONE 10.25% DUE 8/15/2039 CAPITAL V GTD CUM TRUST PFD SEC**						
6/7/2010 / 6/10/2010	SALE OF ASSET CAPITAL ONE 10 25% DUE 8/15/2039 CAPITAL V GTD CUM TRUST PFD SEC	20	(50,000 0000)	$53,255 00	($51,625 00)	$1,630.00 8/12/2009	Short
Totals For:	**CAPITAL ONE 10.25% DUE 8/15/2039 CAPITAL V GTD CUM TRUST PFD SEC**		**(50,000.0000)**	**$53,255.00**	**($51,625.00)**	**$1,630.00**	
390528107	**GREAT FLORIDA BANK CLASS A MIAMI LAKES FL**						
6/7/2010 / 6/10/2010	SALE OF ASSET GREAT FLORIDA BANK CLASS A MIAMI LAKES FL	20	(5,500 0000)	$4,182 13	($9,144 95)	($4,962.82) 8/12/2009	Short
6/7/2010 / 6/10/2010	SALE OF ASSET GREAT FLORIDA BANK CLASS A MIAMI LAKES FL	20	(3,800 0000)	$2,889 46	($5,824 00)	($2,934.54) 8/18/2009	Short
6/7/2010 / 6/10/2010	SALE OF ASSET GREAT FLORIDA BANK CLASS A MIAMI LAKES FL	20	(3,000 0000)	$2,281 16	($4,960 00)	($2,678.84) 8/13/2009	Short
6/7/2010 / 6/10/2010	SALE OF ASSET GREAT FLORIDA BANK CLASS A MIAMI LAKES FL	20	(1,700 0000)	$1,292 66	($2,696 00)	($1,403.34) 8/17/2009	Short
Totals For:	**GREAT FLORIDA BANK CLASS A MIAMI LAKES FL**		**(14,000.0000)**	**$10,645.41**	**($22,624.95)**	**($11,979.54)**	
49327R103	**KEYCORP CAPITAL X PFD 8% 3/15/2068 ENHANCED TRUST SECURITIES**						
6/7/2010 / 6/10/2010	SALE OF ASSET KEYCORP CAPITAL X PFD 8% 3/15/2068 ENHANCED TRUST SECURITIES	20	(2,000 0000)	$49,455 16	($42,096 80)	$7,358.36 8/10/2009	Short
Totals For:	**KEYCORP CAPITAL X PFD 8% 3/15/2068 ENHANCED TRUST SECURITIES**		**(2,000.0000)**	**$49,455.16**	**($42,096.80)**	**$7,358.36**	
Total for SALE OF ASSET			**(66,000.0000)**	**$113,355.57**	**($116,346.75)**	**($2,991.18)**	