



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



**Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation****2010**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 2010, or tax year beginning , 2010, and ending

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

D'OLIER FOUNDATION
ATTN: MR LOUIS MATLACK, TRUSTEE
35 MENDHAM ROAD
BERNARDSVILLE, NJ 07924-1603

A Employer identification number

22-6075471

B Telephone number (see the instructions)

610-293-0700

C If exemption application is pending, check here ☐**D** 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐**E** If private foundation status was terminated under section 507(b)(1)(A), check here ☐**F** If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

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

I Fair market value of all assets at end of year (from Part II, column (c), line 16) **J** Accounting method. ☒ Cash ☐ Accrual
☐ Other (specify) _____

► \$ 1,898,733.

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

Part I Analysis of Revenue and

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

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE				
1 Contributions, gifts, grants, etc, received (att sch)				
2 Cl ► <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
3 Interest on savings and temporary cash investments	9.	9.	9.	
4 Dividends and interest from securities	36,308.	36,308.	36,308.	
5a Gross rents				
b Net rental income or (loss)				
6a Net gain/(loss) from sale of assets not on line 10	45,739.			
b Gross sales price for all assets on line 6a 206,100.				
7 Capital gain net income (from Part IV, line 2)		45,739.		
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/(loss) (att sch).				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	82,056.	82,056.	36,317.	
ADMINISTRATIVE AND EXPENSES				
13 Compensation of officers, directors, trustees, etc	6,500.			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach sch) SEE ST 1	1,667.	1,667.	1,667.	1,667.
c Other prof fees (attach sch) SEE ST 2	8,596.	8,596.	8,596.	8,596.
17 Interest				
18 Taxes (attach schedule)(see instr) SEE STM 3	1,059.			
19 Depreciation (attach sch) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)				
24 Total operating and administrative expenses. Add lines 13 through 23	17,822.	10,263.	10,263.	10,263.
25 Contributions, gifts, grants paid PART. XV	88,500.			88,500.
26 Total expenses and disbursements. Add lines 24 and 25	106,322.	10,263.	10,263.	98,763.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-24,266.			
b Net investment income (if negative, enter -0)		71,793.		
c Adjusted net income (if negative, enter -0)			26,054.	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end of year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1	Cash — non-interest-bearing			
	2	Savings and temporary cash investments	63,227.	3,433.	3,433.
	3	Accounts receivable			
		Less: allowance for doubtful accounts			
	4	Pledges receivable			
		Less: allowance for doubtful accounts			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions)			
	7	Other notes and loans receivable (attach sch.)			
		Less: allowance for doubtful accounts			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges	1,283.	224.	
	10a	Investments — U.S. and state government obligations (attach schedule)			
	b	Investments — corporate stock (attach schedule) STATEMENT 4	899,018.	937,273.	1,895,300.
	c	Investments — corporate bonds (attach schedule)			
	11	Investments — land, buildings, and equipment: basis			
LIABILITIES		Less: accumulated depreciation (attach schedule)			
	12	Investments — mortgage loans			
	13	Investments — other (attach schedule)			
	14	Land, buildings, and equipment: basis			
		Less: accumulated depreciation (attach schedule)			
	15	Other assets (describe)			
	16	Total assets (to be completed by all filers — see instructions. Also, see page 1, item I)	963,528.	940,930.	1,898,733.
	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
FUND ASSETS OR	20	Loans from officers, directors, trustees, & other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe SEE STATEMENT 5)		1,668.	
	23	Total liabilities (add lines 17 through 22)	0.	1,668.	
FUND ASSETS OR		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. X			
	27	Capital stock, trust principal, or current funds	1,039,017.	1,039,017.	
	28	Paid-in or capital surplus, or land, building, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	-75,489.	-99,755.	
BALANCE SHEETS	30	Total net assets or fund balances (see the instructions)	963,528.	939,262.	
	31	Total liabilities and net assets/fund balances (see the instructions)	963,528.	940,930.	

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	963,528.
2	Enter amount from Part I, line 27a	2	-24,266.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	939,262.
5	Decreases not included in line 2 (itemize)	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	939,262.

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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a L/T SALES THRU SCHWAB - SEE ATTACHED SCHEDULE	P	VARIOUS	VARIOUS
b 0.5 SHS XEROX CORP	P	VARIOUS	2/22/10
c LITIGATION SETTLEMENTS	P	VARIOUS	10/04/10
d LITIGATION SETTLEMENTS	P	VARIOUS	11/22/10
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 205,733.		160,361.	45,372.
b 4.			4.
c 54.			54.
d 309.			309.
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			45,372.
b			4.
c			54.
d			309.
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	45,739.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): [If gain, also enter in Part I, line 8, column (c) (see the instructions). If (loss), enter -0- in Part I, line 8]	3	0.

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 the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2009	95,068.	1,507,257.	0.063074
2008	98,683.	1,907,823.	0.051725
2007	130,000.	2,510,308.	0.051786
2006	133,500.	2,485,323.	0.053715
2005	131,000.	2,355,584.	0.055613

2 Total of line 1, column (d)	2	0.275913
3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.055183
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	1,789,592.
5 Multiply line 4 by line 3.	5	98,755.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	718.
7 Add lines 5 and 6	7	99,473.
8 Enter qualifying distributions from Part XII, line 4	8	98,763.

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 the instructions)

1 a 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 instr.)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b.		1	1,436.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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	1,436.
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	1,436.
6 Credits/Payments:			
a 2010 estimated tax pmts and 2009 overpayment credited to 2010	6a	224.	
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	224.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	21.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	1,233.	
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 2011 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>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.</i>		X
c Did the foundation file Form 1120-POL for this year?		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? <i>If 'Yes,' attach a detailed description of the activities.</i>		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? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T.</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XIV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see the instructions) N/A		
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? <i>If 'No,' attach explanation</i>	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 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		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? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>ARTHUR E. SPELLISSY & ASSOC</u> Telephone no. <u>610-293-0700</u> Located at <u>175 STRAFFORD AVE., #210, WAYNE, PA</u> ZIP + 4 <u>19087-3332</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <u>N/A</u> and enter the amount of tax-exempt interest received or accrued during the year. <u>15</u>			
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If 'Yes,' enter the name of the foreign country <u>N/A</u>			

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 type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" 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 the instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	N/A
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 2010? <input type="checkbox"/>	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 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years <u>20__ , 20__ , 20__ , 20__</u>		
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 the instructions.)	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u>20__ , 20__ , 20__ , 20__</u>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If 'Yes,' did it have excess business holdings in 2010 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 2010.)	3b	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b	X

BAA

Form 990-PF (2010)

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

5a During the year did the foundation pay or incur any amount to:

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

b If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5b N/A

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?

7b

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

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

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
MR. WALTER L. EVANS 502 IRVING COURT MOORESTOWN, NJ 08057	TRUSTEE 0	1,500.	0.	0.
MR. LOUIS R. MATLACK 35 MENDHAM ROAD BERNARDSVILLE, NJ 07924-1603	TRUSTEE 0	3,500.	0.	0.
MS. RAMONA THOMAS 160 ANTIETAM ROAD DELRAN, NJ 08075	TRUSTEE 0	1,500.	0.	0.

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

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

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

0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE'.

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		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 (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

BAA

Form 990-PF (2010)

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	1,729,305.
b Average of monthly cash balances	1b	87,540.
c Fair market value of all other assets (see instructions)	1c	
d Total (add lines 1a, b, and c)	1d	1,816,845.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	1,816,845.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	27,253.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,789,592.
6 Minimum investment return. Enter 5% of line 5	6	89,480.

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	89,480.
2a Tax on investment income for 2010 from Part VI, line 5	2a	1,436.
b Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	1,436.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	88,044.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	88,044.
6 Deduction from distributable amount (see instructions)	6	
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	88,044.

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	98,763.
b Program-related investments — total from Part IX-B	1b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	98,763.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions).	5	
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	98,763.

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.

BAA

Form 990-PF (2010)

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				88,044.
2 Undistributed income, if any, as of the end of 2010:				
a Enter amount for 2009 only			0.	
b Total for prior years 20__, 20__, 20__		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005	16,278.			
b From 2006	14,007.			
c From 2007	6,473.			
d From 2008	4,009.			
e From 2009	21,823.			
f Total of lines 3a through e	62,590.			
4 Qualifying distributions for 2010 from Part XII, line 4. ► \$ 98,763.				
a Applied to 2009, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required — see instructions)		0.		
c Treated as distributions out of corpus (Election required — see instructions)	0.			
d Applied to 2010 distributable amount				88,044.
e Remaining amount distributed out of corpus	10,719.			
5 Excess distributions carryover applied to 2010 (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	73,309.			
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 2009. Subtract line 4a from line 2a. Taxable amount — see instructions			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)	16,278.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	57,031.			
10 Analysis of line 9:				
a Excess from 2006	14,007.			
b Excess from 2007	6,473.			
c Excess from 2008	4,009.			
d Excess from 2009	21,823.			
e Excess from 2010	10,719.			

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year SEE STATEMENT 7				
Total			▶ 3a	88,500.
b Approved for future payment				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (see the instructions)
		(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1	Program service revenue:					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments			14	9.	
4	Dividends and interest from securities			14	36,308.	
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	45,739.	
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)				82,056.	
13	Total. Add line 12, columns (b), (d), and (e)					82,056.

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

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

[illegible]

FEDERAL STATEMENTS
D'OLIER FOUNDATION
ATTN: MR LOUIS MATLACK, TRUSTEE

STATEMENT 1
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	\$ 1,667.	\$ 1,667.	\$ 1,667.	\$ 1,667.
TOTAL	<u>\$ 1,667.</u>	<u>\$ 1,667.</u>	<u>\$ 1,667.</u>	<u>\$ 1,667.</u>

STATEMENT 2
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEES	\$ 8,596.	\$ 8,596.	\$ 8,596.	\$ 8,596.
TOTAL	<u>\$ 8,596.</u>	<u>\$ 8,596.</u>	<u>\$ 8,596.</u>	<u>\$ 8,596.</u>

STATEMENT 3
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX	\$ 1,059.			
TOTAL	<u>\$ 1,059.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

STATEMENT 4
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

<u>CORPORATE STOCKS</u>	<u>VALUATION METHOD</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
CORPORATE STOCK - SEE SCHEDULE	COST	\$ 937,273.	\$ 1,895,300.
	TOTAL	<u>\$ 937,273.</u>	<u>\$ 1,895,300.</u>

STATEMENT 5
FORM 990-PF, PART II, LINE 22
OTHER LIABILITIES

DUE TO SPELLISSY FOUNDATION	\$ 1,667.
ROUNDING	1.
TOTAL	<u>\$ 1,668.</u>

STATEMENT 6
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM: MR. LOUIS R. MATLACK
NAME:
CARE OF:
STREET ADDRESS: 35 MENDHAM ROAD
CITY, STATE, ZIP CODE: BERNARDSVILLE, NJ 07924-1603
TELEPHONE: (908) 766-0614
FORM AND CONTENT: PROJECT PROPOSAL SHOULD BE SUBMITTED IN TRIPLICATE AND SHOULD INCLUDE A COVER LETTER AND PROPOSED BUDGET. A SINGLE COPY OF YOUR LATEST AUDITED FINANCIAL STATEMENTS AND YOUR IRS 501(C)(3) DETERMINATION LETTER SHOULD ALSO BE INCLUDED.
SUBMISSION DEADLINES: SEPTEMBER 30
RESTRICTIONS ON AWARDS: GRANTS ARE MADE ONLY TO 501(C)(3) ORGANIZATIONS. NO GRANTS ARE MADE TO INDIVIDUALS.

THE MISSION OF THE FOUNDATION IS TO FULFILL THE EXPECTATIONS OF MABEL D'OLIER'S WILL BY MAKING GRANTS TO QUAKER RELATED ORGANIZATIONS PRIMARILY IN THE SOUTH JERSEY AREA OR NON-QUAKER ORGANIZATIONS THAT EFFECTIVELY SUPPORT QUAKER CONCERNS.

STATEMENT 7
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
PHILADELPHIA YEARLY MEETING 1515 CHERRY STREET PHILADELPHIA, PA 19102			GENERAL PROGRAM SUPPORT	\$ 4,000.
MOORESTOWN FRIENDS SCHOOL 110 EAST MAIN ST MOORESTOWN, NJ 08057			GENERAL PROGRAM SUPPORT	20,000.
MOORESTOWN MEETING 118 EAST MAIN ST MOORESTOWN, NJ 08057			EDUCATIONAL GRANT COMMITTEE	1,000.
MT LAUREL MEETING C/O MRSTWN MTG 118 E MAIN ST MOORESTOWN, NJ 08057			GENERAL PROGRAM SUPPORT	3,000.
MOORESTOWN MEETING 118 EAST MAIN ST MOORESTOWN, NJ 08057			FEP SUPPORT	1,500.

STATEMENT 7 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

<u>NAME AND ADDRESS</u>	<u>DONEE RELATIONSHIP</u>	<u>FOUND- ATION STATUS</u>	<u>PURPOSE OF GRANT</u>	<u>AMOUNT</u>
AFSC 1501 CHERRY STREET PHILADELPHIA, PA 19102			OUTREACH PROGRAMS SUPPORT	\$ 7,000.
CAMP DARK WATERS P.O. BOX 263 MEDFORD, NJ 08055			GENERAL PROGRAM SUPPORT	5,000.
FCNL EDUCATION FUND 245 SECOND ST, NE WASHINGTON, DC 20002			GENERAL PROGRAM SUPPORT	4,000.
FRIENDS COUNCIL ON EDUCATION 1507 CHERRY STREET PHILADELPHIA, PA 19102			GENERAL PROGRAM SUPPORT	5,000.
JOHN WOOLMAN MEMORIAL ASSOC. 99 BRANCH STREET MT. HOLLY, NJ 08060			GENERAL PROGRAM SUPPORT	6,000.
MEDFORD LEAS MEDFORD, NJ 08055			COMPUTER EDUCATION PROJECT OR GENERAL PROGRAM SUPPORT	7,000.
ORCHARD FRIENDS SCHOOL 405 LINDEN AVE RIVERTON, NJ 08077			SCIENCE PROGRAM EXPANSION OR GENERAL PROGRAM SUPPORT	5,000.
ALICE PAUL INSTITUTE PO BOX 1376 MT. LAUREL, NJ 08054			GENERAL PROGRAM SUPPORT	3,000.
MOORESTOWN VISITING NURSE 300 HARPER DRIVE MOORESTOWN, NJ 08057			GENERAL PROGRAM SUPPORT	4,000.
PERKINS CENTER FOR THE ARTS 395 KINGS HIGHWAY MOORESTOWN, NJ 08057			GENERAL PROGRAM SUPPORT	2,000.
PLANNED PARENTHOOD 317 BROADWAY CAMDEN, NJ 08103			GENERAL PROGRAM SUPPORT	1,000.
PROVIDENCE HOUSE P.O. BOX 496 WILLINGBORO, NJ 08046			GENERAL PROGRAM SUPPORT	1,000.

2010

FEDERAL STATEMENTS
D'OLIER FOUNDATION
ATTN: MR LOUIS MATLACK, TRUSTEE

PAGE 4

22-6075471

STATEMENT 7 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

<u>NAME AND ADDRESS</u>	<u>DONEE RELATIONSHIP</u>	<u>FOUND- ATION STATUS</u>	<u>PURPOSE OF GRANT</u>	<u>AMOUNT</u>
NEW JERSEY SEEDS 494 BROAD STREET, #105 NEWARK, NJ 07102			GENERAL PROGRAM SUPPORT	\$ 1,000.
SAMARITAN HOSPICE 5 EVES DRIVE, SUITE 300 MARLTON, NJ 08053			GENERAL PROGRAM SUPPORT	1,000.
CADBURY FOUNDATION 2150 ROUTE 38 CHERRY HILL, NJ 08002			FOOD SERVICE SYSTEMS	7,000.
TOTAL \$				<u>88,500.</u>

D'Olier Foundation

21-6075471

SHARES / PAR VALUE	SECURITY	AVERAGE UNIT COST	TOTAL COST	MARKET PRICE	MARKET VALUE	PROJECTED ANNUAL INCOME
COMMON STOCKS						
1,800	AFLAC	33.309	59,956	56.430	101,574	2,160
2,000	American Express	5.833	11,666	42.920	85,840	1,440
600	Ameriprise Financial	4.194	2,517	57.550	34,530	432
300	Autozone	111.631	33,489	272.590	81,777	0
1,500	Bed Bath & Beyond	38.359	57,538	49.150	73,725	0
2,250	Best Buy	16.227	36,510	34.290	77,152	1,350
1,500	Brinker International	23.400	35,100	20.880	31,320	840
800	Cardinal Health	43.574	34,860	38.310	30,648	624
1,000	Colgate Palmolive	15.291	15,291	80.370	80,370	2,320
2,000	Danaher	28.754	57,507	47.170	94,340	160
1,000	DeVry	23.010	23,010	47.980	47,980	240
2,000	Donaldson	9.134	18,268	58.280	116,560	1,040
400	Factset Research Systems	73.159	29,264	93.760	37,504	368
700	Fiserv	49.154	34,408	58.560	40,992	0
600	ITT Educational	87.701	52,621	63.690	38,214	0
1,200	Illinois Tool Works	24.832	29,798	53.400	64,080	1,632
2,000	J.P. Morgan Chase	21.002	42,005	42.420	84,840	2,000
1,000	Kimberly-Clark	4.327	4,327	63.040	63,040	2,800
4,000	Leggett & Platt	6.623	26,491	22.760	91,040	4,320
1,800	Lilly Eli	15.859	28,546	35.040	63,072	3,528
1,350	Lincare Holdings	25.992	35,089	26.830	36,220	1,080
1,000	Lowes Companies	29.270	29,270	25.080	25,080	440
1,500	McDonald's	11.238	16,857	76.760	115,140	3,660
1,000	PNC Financial Services Group	2.759	2,759	60.720	60,720	400
1,000	Patterson Companies	31.118	31,118	30.630	30,630	480
1,000	Paychex	31.248	31,248	30.910	30,910	1,240
1,970	Pfizer	17.515	34,505	17.510	34,495	1,576
2,000	Pitney-Bowes	4.941	9,883	24.180	48,360	2,960

Arthur E. Spellissy & Associates, Inc.
December 31, 2010

D'Olier Foundation

22-6075471

SHARES / PAR VALUE	SECURITY	AVERAGE UNIT COST	TOTAL COST	MARKET PRICE	MARKET VALUE	PROJECTED ANNUAL INCOME
600	Teleflex	48.597	29,158	53.810	32,286	816
2,000	Valspar	14.925	29,849	34.480	68,960	1,440
6,415	Xerox	8.475	54,366	11.520	73,901	1,091
			937,273		1,895,300	40,437
MONEY MARKET FUNDS						
	Schwab Advisor Premier Cash Reserve		7,933		7,933	1
TOTAL PORTFOLIO						
			945,206		1,903,234	40,437

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
10-30-06	02-05-10	500	Affiliated Computer Services	26,739	30,210		3,471
10-17-05	02-05-10	800	Affiliated Computer Services	38,650	48,336		9,686
09-09-02	03-29-10	150	CareFusion	5,595	3,836		-1,759
10-23-03	03-29-10	250	CareFusion	8,219	6,393		-1,826
11-05-75	03-29-10	1,000	PNC Financial Services Group	2,759	59,150		56,390
10-31-94	03-29-10	2,000	Sara Lee	21,388	27,593		6,205
06-19-02	03-29-10	800	Jones Apparel	31,206	15,108		-16,098
10-23-03	03-29-10	800	Jones Apparel	25,806	15,108		-10,698
TOTAL GAINS						0	75,752
TOTAL LOSSES						0	-30,381
TOTAL REALIZED GAIN/LOSS				160,361	205,733	0	45,372