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Form 990

## Return of Organization Exempt From Income Tax

2010

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

► The organization may have to use a copy of this return to satisfy state reporting requirements

Open to Public Inspection

## A For the 2010 calendar year, or tax year beginning 01-01-2010 and ending 12-31-2010

B Check if applicable

C Name of organization  
YMCA OF PHILADELPHIA & VICINITYD Employer identification number  
23-1243965

Address change

E Telephone number  
(215) 963-3700

Name change

F Initial return

G Gross receipts \$ 39,558,873

Number and street (or P O box if mail is not delivered to street address)  
2000 MARKET STREET NO 750

Room/suite

H Terminated

I Amended return

J Application pending

F Name and address of principal officer  
JOHN F FLYNN  
2000 MARKET STREET NO 750  
PHILADELPHIA, PA 191033214I Tax-exempt status  501(c)(3)  501(c) ( ) (insert no)  4947(a)(1) or  527

J Website: ► WWW PHILAYMCA.ORG

K Form of organization  Corporation  Trust  Association  Other ► L Year of formation 1857 M State of legal domicile PA

## Part I Summary

1 Briefly describe the organization's mission or most significant activities SEE SCHEDULE O		
2 Check this box ► if the organization discontinued its operations or disposed of more than 25% of its net assets		
3 Number of voting members of the governing body (Part VI, line 1a) . . . . .	3	55
4 Number of independent voting members of the governing body (Part VI, line 1b) . . . . .	4	54
5 Total number of individuals employed in calendar year 2010 (Part V, line 2a) . . . . .	5	2,416
6 Total number of volunteers (estimate if necessary) . . . . .	6	2,300
7a Total unrelated business revenue from Part VIII, column (C), line 12 . . . . .	7a	0
b Net unrelated business taxable income from Form 990-T, line 34 . . . . .	7b	0
8 Contributions and grants (Part VIII, line 1h) . . . . .	Prior Year	Current Year
9 Program service revenue (Part VIII, line 2g) . . . . .	6,284,363	5,689,711
10 Investment income (Part VIII, column (A), lines 3, 4, and 7d) . . . . .	29,988,452	31,668,831
11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	210,416	666,423
12 Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12) . . . . .	-88,505	4,608
	36,394,726	38,029,573
13 Grants and similar amounts paid (Part IX, column (A), lines 1-3) . . . . .	3,070,948	3,227,399
14 Benefits paid to or for members (Part IX, column (A), line 4) . . . . .	0	0
15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	19,253,281	20,563,517
16a Professional fundraising fees (Part IX, column (A), line 11e) . . . . .	0	0
b Total fundraising expenses (Part IX, column (D), line 25) ► 697,392		
17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24f) . . . . .	11,337,019	11,821,875
18 Total expenses Add lines 13-17 (must equal Part IX, column (A), line 25)	33,661,248	35,612,791
19 Revenue less expenses Subtract line 18 from line 12 . . . . .	2,733,478	2,416,782
20 Total assets (Part X, line 16) . . . . .	Beginning of Current Year	End of Year
21 Total liabilities (Part X, line 26) . . . . .	50,443,441	61,267,522
22 Net assets or fund balances Subtract line 21 from line 20 . . . . .	9,102,230	17,030,109
	41,341,211	44,237,413

## Part II Signature Block

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 officer) is based on all information of which preparer has any knowledge.

Sign Here	***** Signature of officer JOHN F FLYNN PRESIDENT & CEO Type or print name and title	2011-07-19 Date
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Paid Preparer Use Only	Print/Type preparer's name JULIUS GREEN CPA	Preparer's signature JULIUS GREEN CPA	Date	Check if self-employed ►	PTIN
	Firm's name ► PARENTEBEARD LLC				Firm's EIN ►
	Firm's address ► 1650 MARKET STREET SUITE 4500 PHILADELPHIA, PA 19103				Phone no ► (215) 972-0701

May the IRS discuss this return with the preparer shown above? (see instructions) . . . . .  Yes  No

**Part III Statement of Program Service Accomplishments**Check if Schedule O contains a response to any question in this Part III **1** Briefly describe the organization's mission

THE MISSION OF THE YMCA OF PHILADELPHIA AND VICINITY IS "TO TRANSLATE THE PRINCIPLES OF THE YMCA'S CHRISTIAN HERITAGE INTO PROGRAMS THAT NURTURE CHILDREN, STRENGTHEN FAMILIES AND BUILD STRONG COMMUNITIES AND DEVELOP HEALTHY SPIRITS, MINDS AND BODIES FOR ALL"

**2** Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ?  Yes  No

If "Yes," describe these new services on Schedule O

**3** Did the organization cease conducting, or make significant changes in how it conducts, any program services?  Yes  No

If "Yes," describe these changes on Schedule O

**4** Describe the exempt purpose achievements for each of the organization's three largest program services by expenses  
Section 501(c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported

**4a** (Code ) (Expenses \$ 18,379,309 including grants of \$ 2,202,989 ) (Revenue \$ 21,051,991 )  
SEE SCHEDULE O

**4b** (Code ) (Expenses \$ 10,394,757 including grants of \$ 1,002,035 ) (Revenue \$ 10,248,145 )  
SEE SCHEDULE O

**4c** (Code ) (Expenses \$ 2,175,580 including grants of \$ 22,375 ) (Revenue \$ 405,423 )  
SEE SCHEDULE O

**4d** Other program services (Describe in Schedule O )  
(Expenses \$ including grants of \$ ) (Revenue \$ )

**4e** **Total program service expenses** \$ 30,949,646

**Part IV Checklist of Required Schedules**

1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? If "Yes," complete Schedule A.

2 Is the organization required to complete Schedule B, Schedule of Contributors (see instruction)?

3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I.

4 **Section 501(c)(3) organizations.** Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? If "Yes," complete Schedule C, Part II.

5 Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? If "Yes," complete Schedule C, Part III.

6 Did the organization maintain any donor advised funds or any similar funds or accounts where donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? If "Yes," complete Schedule D, Part I.

7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas or historic structures? If "Yes," complete Schedule D, Part II.

8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? If "Yes," complete Schedule D, Part III.

9 Did the organization report an amount in Part X, line 21, serve as a custodian for amounts not listed in Part X, or provide credit counseling, debt management, credit repair, or debt negotiation services? If "Yes," complete Schedule D, Part IV.

10 Did the organization, directly or through a related organization, hold assets in term, permanent, or quasi-endowments? If "Yes," complete Schedule D, Part V.

11 If the organization's answer to any of the following questions is 'Yes,' then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable

- a Did the organization report an amount for land, buildings, and equipment in Part X, line 10? If "Yes," complete Schedule D, Part VI.
- b Did the organization report an amount for investments—other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VII.
- c Did the organization report an amount for investments—program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VIII.
- d Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part IX.
- e Did the organization report an amount for other liabilities in Part X, line 25? If "Yes," complete Schedule D, Part X.
- f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? If "Yes," complete Schedule D, Part X.

12a Did the organization obtain separate, independent audited financial statements for the tax year? If "Yes," complete Schedule D, Parts XI, XII, and XIII.

- b Was the organization included in consolidated, independent audited financial statements for the tax year? If "Yes," and if the organization answered 'No' to line 12a, then completing Schedule D, Parts XI, XII, and XIII is optional.

13 Is the organization a school described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E.

14a Did the organization maintain an office, employees, or agents outside of the United States?

- b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, and program service activities outside the United States? If "Yes," complete Schedule F, Parts I and IV.

15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the U.S.? If "Yes," complete Schedule F, Parts II and IV.

16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the U.S.? If "Yes," complete Schedule F, Parts III and IV.

17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? If "Yes," complete Schedule G, Part I (see instructions).

18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? If "Yes," complete Schedule G, Part II.

19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? If "Yes," complete Schedule G, Part III.

20a Did the organization operate one or more hospitals? If "Yes," complete Schedule H.

- b If "Yes" to line 20a, did the organization attach its audited financial statement to this return? **Note.** Some Form 990 filers that operate one or more hospitals must attach audited financial statements (see instructions).

	Yes	No
1	Yes	
2	Yes	
3		No
4	Yes	
5		
6		No
7		No
8		No
9	Yes	
10	Yes	
11a	Yes	
11b		No
11c		No
11d		No
11e		No
11f	Yes	
12a	Yes	
12b		No
13		No
14a		No
14b		No
15	Yes	
16		No
17		No
18	Yes	
19		No
20a		No
20b		

**Part IV Checklist of Required Schedules (continued)**

21	Did the organization report more than \$5,000 of grants and other assistance to governments and organizations in the United States on Part IX, column (A), line 1? If "Yes," complete Schedule I, Parts I and II	21	Yes	
22	Did the organization report more than \$5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 2? If "Yes," complete Schedule I, Parts I and III	22	Yes	
23	Did the organization answer "Yes" to Part VII, Section A, questions 3, 4, or 5, about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? If "Yes," complete Schedule J	23	Yes	
24a	Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? If "Yes," answer lines 24b-24d and complete Schedule K. If "No," go to line 25	24a	No	
24b	Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?	24b		
24c	Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?	24c		
24d	Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?	24d		
25a	<b>Section 501(c)(3) and 501(c)(4) organizations.</b> Did the organization engage in an excess benefit transaction with a disqualified person during the year? If "Yes," complete Schedule L, Part I	25a	No	
25b	Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? If "Yes," complete Schedule L, Part I	25b	No	
26	Was a loan to or by a current or former officer, director, trustee, key employee, highly compensated employee, or disqualified person outstanding as of the end of the organization's tax year? If "Yes," complete Schedule L, Part II	26	No	
27	Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor, or a grant selection committee member, or to a person related to such an individual? If "Yes," complete Schedule L, Part III	27	No	
28	Was the organization a party to a business transaction with one of the following parties? (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions)	28a	No	
28b	A current or former officer, director, trustee, or key employee? If "Yes," complete Schedule L, Part IV	28b	No	
28c	A family member of a current or former officer, director, trustee, or key employee? If "Yes," complete Schedule L, Part IV	28c	No	
29	Did the organization receive more than \$25,000 in non-cash contributions? If "Yes," complete Schedule M	29	Yes	
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? If "Yes," complete Schedule M	30	No	
31	Did the organization liquidate, terminate, or dissolve and cease operations? If "Yes," complete Schedule N, Part I	31	No	
32	Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? If "Yes," complete Schedule N, Part II	32	No	
33	Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301 7701-2 and 301 7701-3? If "Yes," complete Schedule R, Part I	33	No	
34	Was the organization related to any tax-exempt or taxable entity? If "Yes," complete Schedule R, Parts II, III, IV, and V, line 1	34	No	
35	Is any related organization a controlled entity within the meaning of section 512(b)(13)?	35	No	
36	a Did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? If "Yes," complete Schedule R, Part V, line 2	36	No	
37	<b>Section 501(c)(3) organizations.</b> Did the organization make any transfers to an exempt non-charitable related organization? If "Yes," complete Schedule R, Part V, line 2	37	No	
38	Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? If "Yes," complete Schedule R, Part VI	38	Yes	
	<b>Note.</b> All Form 990 filers are required to complete Schedule O			

**Part V Statements Regarding Other IRS Filings and Tax Compliance**

Check if Schedule O contains a response to any question in this Part V

		Yes	No
<b>1a</b>	Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable	<b>1a</b>	45
<b>b</b>	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable	<b>1b</b>	0
<b>c</b>	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	<b>1c</b>	Yes
<b>2a</b>	Enter the number of employees reported on Form W-3, <i>Transmittal of Wage and Tax Statements</i> filed for the calendar year ending with or within the year covered by this return	<b>2a</b>	2,416
<b>b</b>	If at least one is reported on line 2a, did the organization file all required federal employment tax returns?	<b>2b</b>	Yes
<p><b>Note.</b> If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions)</p>			
<b>3a</b>	Did the organization have unrelated business gross income of \$1,000 or more during the year?	<b>3a</b>	No
<b>b</b>	If "Yes," has it filed a Form 990-T for this year? If "No," provide an explanation in Schedule O	<b>3b</b>	
<b>4a</b>	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?	<b>4a</b>	No
<b>b</b>	If "Yes," enter the name of the foreign country ► See instructions for filing requirements for Form TD F 90-22 1, Report of Foreign Bank and Financial Accounts		
<b>5a</b>	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?	<b>5a</b>	No
<b>b</b>	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?	<b>5b</b>	No
<b>c</b>	If "Yes" to line 5a or 5b, did the organization file Form 8886-T?	<b>5c</b>	
<b>6a</b>	Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible?	<b>6a</b>	No
<b>b</b>	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?	<b>6b</b>	
<b>7</b>	<b>Organizations that may receive deductible contributions under section 170(c).</b>	<b>7a</b>	Yes
<b>a</b>	Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?	<b>7b</b>	Yes
<b>b</b>	If "Yes," did the organization notify the donor of the value of the goods or services provided?	<b>7c</b>	No
<b>c</b>	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?	<b>7d</b>	
<b>d</b>	If "Yes," indicate the number of Forms 8282 filed during the year	<b>7e</b>	No
<b>e</b>	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<b>7f</b>	No
<b>f</b>	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	<b>7g</b>	
<b>g</b>	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?	<b>7h</b>	
<b>h</b>	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?	<b>8</b>	
<b>8</b>	<b>Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations.</b> Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?	<b>9a</b>	
<b>9</b>	<b>Sponsoring organizations maintaining donor advised funds.</b>	<b>9b</b>	
<b>a</b>	Did the organization make any taxable distributions under section 4966?		
<b>b</b>	Did the organization make a distribution to a donor, donor advisor, or related person?		
<b>10</b>	<b>Section 501(c)(7) organizations.</b> Enter	<b>10a</b>	
<b>a</b>	Initiation fees and capital contributions included on Part VIII, line 12	<b>10b</b>	
<b>b</b>	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities		
<b>11</b>	<b>Section 501(c)(12) organizations.</b> Enter	<b>11a</b>	
<b>a</b>	Gross income from members or shareholders	<b>11b</b>	
<b>b</b>	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them)		
<b>12a</b>	<b>Section 4947(a)(1) non-exempt charitable trusts.</b> Is the organization filing Form 990 in lieu of Form 1041?	<b>12b</b>	
<b>b</b>	If "Yes," enter the amount of tax-exempt interest received or accrued during the year		
<b>13</b>	<b>Section 501(c)(29) qualified nonprofit health insurance issuers.</b>	<b>13a</b>	
<b>a</b>	Is the organization licensed to issue qualified health plans in more than one state?		
<p><b>Note.</b> See the instructions for additional information the organization must report on Schedule O</p>			
<b>b</b>	Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans	<b>13b</b>	
<b>c</b>	Enter the amount of reserves on hand	<b>13c</b>	
<b>14a</b>	Did the organization receive any payments for indoor tanning services during the tax year?	<b>14a</b>	No
<b>b</b>	If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O	<b>14b</b>	

**Part VI Governance, Management, and Disclosure** For each "Yes" response to lines 2 through 7b below, and for a "No" response to lines 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.

Check if Schedule O contains a response to any question in this Part VI

### Section A. Governing Body and Management

1a Enter the number of voting members of the governing body at the end of the tax year . . . . .

1a	55
1b	54

2 Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee? . . . . .

3 Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person? . . . . .

4 Did the organization make any significant changes to its governing documents since the prior Form 990 was filed? . . . . .

5 Did the organization become aware during the year of a significant diversion of the organization's assets? . . . . .

6 Does the organization have members or stockholders? . . . . .

7a Does the organization have members, stockholders, or other persons who may elect one or more members of the governing body? . . . . .

b Are any decisions of the governing body subject to approval by members, stockholders, or other persons? . . . . .

8 Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following

a The governing body? . . . . .

b Each committee with authority to act on behalf of the governing body? . . . . .

9 Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O . . . . .

	Yes	No
1a		
1b		
2		No
3		No
4		No
5		No
6		No
7a		No
7b		No
8a	Yes	
8b	Yes	
9		No

### Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code.)

10a Does the organization have local chapters, branches, or affiliates? . . . . .

b If "Yes," does the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with those of the organization? . . . . .

11a Has the organization provided a copy of this Form 990 to all members of its governing body before filing the form? . . . . .

b Describe in Schedule O the process, if any, used by the organization to review this Form 990 . . . . .

12a Does the organization have a written conflict of interest policy? If "No," go to line 13 . . . . .

b Are officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts? . . . . .

c Does the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this is done . . . . .

13 Does the organization have a written whistleblower policy? . . . . .

14 Does the organization have a written document retention and destruction policy? . . . . .

15 Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?

a The organization's CEO, Executive Director, or top management official . . . . .

b Other officers or key employees of the organization . . . . .

If "Yes" to line 15a or 15b, describe the process in Schedule O (See instructions )

16a Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year? . . . . .

b If "Yes," has the organization adopted a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and taken steps to safeguard the organization's exempt status with respect to such arrangements? . . . . .

	Yes	No
10a	Yes	
10b	Yes	
11a	Yes	
12a	Yes	
12b	Yes	
12c	Yes	
13	Yes	
14	Yes	
15a	Yes	
15b	Yes	
16a		No
16b		

### Section C. Disclosure

17 List the States with which a copy of this Form 990 is required to be filed PA

18 Section 6104 requires an organization to make its Form 1023 (or 1024 if applicable), 990, and 990-T (501(c) (3)s only) available for public inspection. Indicate how you make these available. Check all that apply

Own website  Another's website  Upon request

19 Describe in Schedule O whether (and if so, how), the organization makes its governing documents, conflict of interest policy, and financial statements available to the public. See Additional Data Table

20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization ►

BETTEANN KRAMER  
2000 MARKET STREET SUITE 750  
PHILADELPHIA, PA 191033214  
(215) 963-3745

**Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors**

 Check if Schedule O contains a response to any question in this Part VII 
**Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees**

1a Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

• List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation, and **current** key employees. Enter -0- in columns (D), (E), and (F) if no compensation was paid.

• List all of the organization's **current** key employees, if any. See instructions for definition of "key employee."

• List the organization's five **current** highest compensated employees (other than an officer, director, trustee or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.

• List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.

• List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

List persons in the following order: individual trustees or directors, institutional trustees, officers, key employees, highest compensated employees, and former such persons.

Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee.

(A) Name and Title	(B) Average hours per week (describe hours for related organizations in Schedule O)	(C) Position (check all that apply)					(D) Reportable compensation from the organization (W- 2/1099-MISC)	(E) Reportable compensation from related organizations (W- 2/1099- MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Officer or director	Individual trustee	Institutional Trustee	Employee	Key employee			
(1) THOMAS BENDER JR ESQ CHAIR	1 00	X		X			0	0	0
(2) THOMAS A DECKER ESQ VICE CHAIR	1 00	X		X			0	0	0
(3) DARREL A GERMAN VICE CHAIR	1 00	X		X			0	0	0
(4) DIANNE L SEMINGSON VICE CHAIR	1 00	X		X			0	0	0
(5) LAWRENCE S SMITH PAST CHAIR	1 00	X		X			0	0	0
(6) JOHN FLYNN PRESIDENT/CEO	50 00	X		X			497,887	0	34,946
(7) PHILIP R ALBRIGHT DIRECTOR	1 00	X					0	0	0
(8) RUBEN AMARO JR DIRECTOR	1 00	X					0	0	0
(9) CHRISTINE ANGELAKIS DIRECTOR	1 00	X					0	0	0
(10) MARC J ARMSTRONG DIRECTOR	1 00	X					0	0	0
(11) PHILIP V BANCROFT DIRECTOR	1 00	X					0	0	0
(12) WILLIAM BARTON JR DIRECTOR	1 00	X					0	0	0
(13) MARY ANNE T BENNER DIRECTOR	1 00	X					0	0	0
(14) MARISKA BOGLE DIRECTOR	1 00	X					0	0	0
(15) PAYNE BROWN DIRECTOR	1 00	X					0	0	0
(16) RICHARD G BROWNE DIRECTOR	1 00	X					0	0	0

**Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)**

(A) Name and Title	(B) Average hours per week (describe hours for related organizations in Schedule O)	(C) Position (check all that apply)					(D) Reportable compensation from the organization (W- 2/1099-MISC)	(E) Reportable compensation from related organizations (W- 2/1099- MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee			
(17) ALICIA BURBAGE DIRECTOR	1 00	X					0	0	0
(18) GARY BURGESS DIRECTOR	1 00	X					0	0	0
(19) MARY CARROLL DIRECTOR	1 00	X					0	0	0
(20) CHRISTOPHER CASHMAN DIRECTOR	1 00	X					0	0	0
(21) ROBERT M CHAPPELEAR DIRECTOR	1 00	X					0	0	0
(22) LAWRENCE CUSACK DIRECTOR	1 00	X					0	0	0
(23) JOSH DILLARD DIRECTOR	1 00	X					0	0	0
(24) MICHAEL A DIMEDIO DIRECTOR	1 00	X					0	0	0
(25) DAVID DRYDEN DIRECTOR	1 00	X					0	0	0
(26) MARK T DUNGAN DIRECTOR	1 00	X					0	0	0
(27) CARL B EVERETT ESQ DIRECTOR	1 00	X					0	0	0
(28) BRUCE W FICKEN ESQ DIRECTOR	1 00	X					0	0	0
(29) MARK FOX DIRECTOR	1 00	X					0	0	0
(30) KENNETH R GARRETT DIRECTOR	1 00	X					0	0	0
(31) ELIZABETH GEMMILL ESQ DIRECTOR	1 00	X					0	0	0
(32) STANLEY P JASKIEWICZ ESQ DIRECTOR	1 00	X					0	0	0
(33) CHARLES KAHN JR DIRECTOR	1 00	X					0	0	0
(34) MARY PAT KESSLER DIRECTOR	1 00	X					0	0	0
(35) ANISHA ROBINSON KEEYS DIRECTOR	1 00	X					0	0	0
(36) SANDRA M LEBLANC CHA DIRECTOR	1 00	X					0	0	0
(37) RAYMOND D LUKAS DIRECTOR	1 00	X					0	0	0
(38) JEFFREY A LUTSKY DIRECTOR	1 00	X					0	0	0
(39) RAY MAYO DIRECTOR	1 00	X					0	0	0
(40) MARGARETT F MCKEEEL DIRECTOR	1 00	X					0	0	0
(41) GEOFFERY T MCKERNAN DIRECTOR	1 00	X					0	0	0
(42) JAMES MOBLEY DIRECTOR	1 00	X					0	0	0
(43) RAY PENNACCHIA DIRECTOR	1 00	X					0	0	0
(44) JAY S RIDDER DIRECTOR	1 00	X					0	0	0
(45) CHRISTOPHER D ROAK DIRECTOR	1 00	X					0	0	0
(46) EVELYN SAMPLE-OATES DIRECTOR	1 00	X					0	0	0
(47) JEFF SIMPSON DIRECTOR	1 00	X					0	0	0
(48) PETER C SOENS DIRECTOR	1 00	X					0	0	0
(49) GREGORY STEPHENS DMD DIRECTOR	1 00	X					0	0	0
(50) DEBORAH A SUTTON DIRECTOR	1 00	X					0	0	0
(51) CHRISTINA WARD DIRECTOR	1 00	X					0	0	0
(52) RICHARD G WEBSTER JR DIRECTOR	1 00	X					0	0	0
(53) JENNIFER WIGGINS DIRECTOR	1 00	X					0	0	0
(54) JAMES M WILLIAMSON DIRECTOR	1 00	X					0	0	0
(55) SHERI WOODRUFF DIRECTOR	1 00	X					0	0	0
(56) BETTEANN KRAMER VP OF FINANCE/TREASURER	50 00		X				132,652	0	21,265
(57) SCOTT LEWIS VP OF OPERATIONS	50 00		X				117,227	0	22,658
(58) CAROL ANN MERRITT VP OF HR	50 00		X				116,346	0	1,237
(59) TERRI WELLMAN VP OF OPERATIONS	50 00		X				112,857	0	14,347
(60) MICHAEL TROUPE VP OF FACILITIES	50 00		X				110,132	0	20,883
(61) LISA WELSCH VP OF DEVELOPMENT	50 00		X				105,631	0	5,063
(62) OMOIYE KINNEY VP OF COMMUNICATIONS	50 00		X				100,707	0	17,204
(63) JOHNATHAN DAVIS VP OF OPERATIONS	50 00		X				93,694	0	16,392
(64) JAMIE BRUNNING VP OF MEMBERSHIP	50 00		X				80,049	0	12,666
(65) ANDREA YOUNDT VP OF OPERATIONS (THRU 2/10)	50 00		X				25,235	0	3,891
<b>1b Sub-Total . . . . .</b>									
<b>c Total from continuation sheets to Part VII, Section A . . . . .</b>									
<b>d Total (add lines 1b and 1c) . . . . .</b>							1,492,417	0	170,552

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 in reportable compensation from the organization ►8

3 Did the organization list any <b>former</b> officer, director or trustee, key employee, or highest compensated employee on line 1a? If "Yes," complete Schedule J for such individual	Yes	No
3	3	No
4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? If "Yes," complete Schedule J for such individual	4	Yes
5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? If "Yes," complete Schedule J for such person	5	No

**Section B. Independent Contractors**

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization

(A) Name and business address	(B) Description of services	(C) Compensation
JJ DELUCA COMPANY INC 58 MULBERRY DRIVE FREDRICA, DE 19946	GENERAL CONTRACTOR	8,783,188
LYONS & HOHL INC 1815 HORSESHOE PIKE HONEYBROOK, PA 19344	GENERAL CONTRACTOR	1,601,011
CARLTON POOLS INC 415 CONSTANCE DRIVE WARMINSTER, PA 18974	POOL CONTRACTOR	657,852
JJ WHITE INC 5500 BINGHAM STREET PHILADELPHIA, PA 19120	HVAC/BLDG REPAIRS & SERVICE	487,570
KRAMERMARKS ARCHITECTS 156 S BETHLEHEM PIKE AMBLER, PA 19002	ARCHITECT	466,848
<b>2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 in compensation from the organization ►9</b>		

**Part VIII Statement of Revenue**

Contributions, gifts, grants and other similar amounts			<b>(A)</b> Total revenue	<b>(B)</b> Related or exempt function revenue	<b>(C)</b> Unrelated business revenue	<b>(D)</b> Revenue excluded from tax under sections 512, 513, or 514	
<b>1a</b> Federated campaigns . . . . .	<b>1a</b>						
<b>b</b> Membership dues . . . . .	<b>1b</b>						
<b>c</b> Fundraising events . . . . .	<b>1c</b>		573,106				
<b>d</b> Related organizations . . . . .	<b>1d</b>						
<b>e</b> Government grants (contributions)	<b>1e</b>		2,054,637				
<b>f</b> All other contributions, gifts, grants, and similar amounts not included above	<b>1f</b>		3,061,968				
<b>g</b> Noncash contributions included in lines 1a-1f \$			55,808				
<b>h Total.</b> Add lines 1a-1f . . . . .		►			5,689,711		
<b>2a</b> <u>HEALTH &amp; WELL BEING FO</u>				<b>Business Code</b>			
				624100	21,051,991	21,051,991	
<b>b</b> <u>DAY CAMP &amp; CHILD CARE</u>				624410	10,248,145	10,248,145	
<b>c</b> <u>EDUCATION &amp; COMMUNITY</u>				611600	368,695	368,695	
<b>d</b>							
<b>e</b>							
<b>f</b> All other program service revenue							
<b>g Total.</b> Add lines 2a-2f . . . . .		►			31,668,831		
<b>3</b> Investment income (including dividends, interest and other similar amounts) . . . . .		►					
					205,141	205,141	
<b>4</b> Income from investment of tax-exempt bond proceeds . . . . .		►					
<b>5</b> Royalties . . . . .		►					
<b>6a</b> Gross Rents			(I) Real	(II) Personal			
			55,040				
<b>b</b> Less rental expenses			62,731				
<b>c</b> Rental income or (loss)			-7,691				
<b>d</b> Net rental income or (loss)		►			-7,691	-7,691	
<b>7a</b> Gross amount from sales of assets other than inventory			(I) Securities	(II) Other			
			55,808	1,699,794			
<b>b</b> Less cost or other basis and sales expenses			55,808	1,238,512			
<b>c</b> Gain or (loss)			0	461,282			
<b>d</b> Net gain or (loss)		►			461,282	461,282	
<b>8a</b> Gross income from fundraising events (not including \$ <u>573,106</u> of contributions reported on line 1c)							
See Part IV, line 18 . . . . .							
<b>a</b>			92,044				
<b>b</b> Less direct expenses . . . . .	<b>b</b>	►	172,249				
<b>c</b> Net income or (loss) from fundraising events . . . . .		►			-80,205	-80,205	
<b>9a</b> Gross income from gaming activities See Part IV, line 19 . . . . .	<b>a</b>						
<b>b</b> Less direct expenses . . . . .	<b>b</b>						
<b>c</b> Net income or (loss) from gaming activities . . . . .		►					
<b>10a</b> Gross sales of inventory, less returns and allowances . . . . .							
<b>a</b>							
<b>b</b> Less cost of goods sold . . . . .	<b>b</b>						
<b>c</b> Net income or (loss) from sales of inventory . . . . .		►					
<b>Miscellaneous Revenue</b>			<b>Business Code</b>				
<b>11a</b> <u>EDUCATION &amp; TRAINING</u>			611600	36,728	36,728		
<b>b</b> <u>MISCELLANEOUS REVENUE</u>			900099	35,607		35,607	
<b>c</b> <u>MISC FUNDRAISING SALES</u>			900099	16,358		16,358	
<b>d</b> All other revenue . . . . .				3,811		3,811	
<b>e Total.</b> Add lines 11a-11d . . . . .		►			92,504		
<b>12 Total revenue.</b> See Instructions . . . . .		►			38,029,573	0	634,303
					31,705,559		

**Part IX Statement of Functional Expenses****Section 501(c)(3) and 501(c)(4) organizations must complete all columns.****All other organizations must complete column (A) but are not required to complete columns (B), (C), and (D).**

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the U S See Part IV, line 21	5,375	5,375		
2 Grants and other assistance to individuals in the U S See Part IV, line 22	3,205,024	3,205,024		
3 Grants and other assistance to governments, organizations, and individuals outside the U S See Part IV, lines 15 and 16	17,000	17,000		
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees . . .	1,662,969	600,905	922,244	139,820
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) . . .				
7 Other salaries and wages	15,463,172	14,281,692	952,826	228,654
8 Pension plan contributions (include section 401(k) and section 403(b) employer contributions) . . .	881,313	811,215	48,846	21,252
9 Other employee benefits . . .	1,244,463	1,203,707	29,384	11,372
10 Payroll taxes . . .	1,311,600	1,161,467	107,370	42,763
a Fees for services (non-employees) Management . . .				
b Legal . . .	2,046		2,046	
c Accounting . . .	62,250		62,250	
d Lobbying . . .	20,000		20,000	
e Professional fundraising services See Part IV, line 17 . .				
f Investment management fees . . .				
g Other . . .	582,317	391,146	188,109	3,062
12 Advertising and promotion . . .	570,478	517,971	40,045	12,462
13 Office expenses . . .	3,680,132	3,157,136	414,232	108,764
14 Information technology . . .	199,166	199,166		
15 Royalties . .				
16 Occupancy . . .	2,601,387	2,132,649	403,242	65,496
17 Travel . . .	221,664	191,748	29,024	892
18 Payments of travel or entertainment expenses for any federal, state, or local public officials . . .				
19 Conferences, conventions, and meetings . . .	393,238	309,152	73,814	10,272
20 Interest . . .	93,051	93,051		
21 Payments to affiliates . . .	264,336		264,336	
22 Depreciation, depletion, and amortization . . .	1,856,194	1,573,299	243,531	39,364
23 Insurance . . .	426,885	417,318		9,567
24 Other expenses Itemize expenses not covered above (List miscellaneous expenses in line 24f If line 24f amount exceeds 10% of line 25, column (A) amount, list line 24f expenses on Schedule O )				
a SERVICE CHARGES	378,733	378,733		
b ADMISSION FEES	171,268	171,268		
c MEMBERSHIP DUES	68,730	33,582	33,164	1,984
d BRANCH PUBLIC RELATIONS	55,411		55,411	
e PROJECT EXPENSE	40,026	40,026		
f All other expenses	134,563	57,016	75,879	1,668
25 Total functional expenses. Add lines 1 through 24f	35,612,791	30,949,646	3,965,753	697,392
26 Joint costs. Check here <input checked="" type="checkbox"/> if following SOP 98-2 (ASC 958-720) Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation				

**Part X Balance Sheet**

		<b>(A)</b> Beginning of year	<b>(B)</b> End of year
Assets	1 Cash—non-interest-bearing . . . . .	1,860,398	<b>1</b> 1,440,188
	2 Savings and temporary cash investments . . . . .	2,851,813	<b>2</b> 13,855
	3 Pledges and grants receivable, net . . . . .	899,270	<b>3</b> 1,497,664
	4 Accounts receivable, net . . . . .	319,739	<b>4</b> 47,094
	5 Receivables from current and former officers, directors, trustees, key employees, and highest compensated employees Complete Part II of Schedule L . . . . .	5	
	6 Receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers, and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions) Schedule L . . . . .	6	
	7 Notes and loans receivable, net . . . . .	7	1,220,000
	8 Inventories for sale or use . . . . .	8	
	9 Prepaid expenses and deferred charges . . . . .	134,134	<b>9</b> 255,256
	10a Land, buildings, and equipment cost or other basis Complete Part VI of Schedule D	73,639,935	
	10b Less accumulated depreciation . . . . .	10b 22,799,757	38,890,835
			<b>10c</b> 50,840,178
	11 Investments—publicly traded securities . . . . .	4,844,123	<b>11</b> 5,297,701
	12 Investments—other securities See Part IV, line 11 . . . . .	12	
	13 Investments—program-related See Part IV, line 11 . . . . .	13	
	14 Intangible assets . . . . .	14	
	15 Other assets See Part IV, line 11 . . . . .	643,129	<b>15</b> 655,586
	<b>16 Total assets.</b> Add lines 1 through 15 (must equal line 34) . . . . .	50,443,441	<b>16</b> 61,267,522
Liabilities	17 Accounts payable and accrued expenses . . . . .	3,379,267	<b>17</b> 3,311,382
	18 Grants payable . . . . .	18	
	19 Deferred revenue . . . . .	936,339	<b>19</b> 696,033
	20 Tax-exempt bond liabilities . . . . .	20	
	21 Escrow or custodial account liability Complete Part IV of Schedule D . . . . .	21	
	22 Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons Complete Part II of Schedule L . . . . .	22	
	23 Secured mortgages and notes payable to unrelated third parties . . . . .	4,786,624	<b>23</b> 13,022,694
	24 Unsecured notes and loans payable to unrelated third parties . . . . .	24	
	25 Other liabilities Complete Part X of Schedule D . . . . .	25	
	<b>26 Total liabilities.</b> Add lines 17 through 25 . . . . .	9,102,230	<b>26</b> 17,030,109
Net Assets or Fund Balances	<b>Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.</b>		
	27 Unrestricted net assets . . . . .	39,050,690	<b>27</b> 41,165,660
	28 Temporarily restricted net assets . . . . .	1,082,999	<b>28</b> 1,838,389
	29 Permanently restricted net assets . . . . .	1,207,522	<b>29</b> 1,233,364
	<b>Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 30 through 34.</b>		
	30 Capital stock or trust principal, or current funds . . . . .	30	
	31 Paid-in or capital surplus, or land, building or equipment fund . . . . .	31	
	32 Retained earnings, endowment, accumulated income, or other funds . . . . .	32	
	33 Total net assets or fund balances . . . . .	41,341,211	<b>33</b> 44,237,413
	<b>34 Total liabilities and net assets/fund balances . . . . .</b>	50,443,441	<b>34</b> 61,267,522

**Part XI Reconciliation of Net Assets**Check if Schedule O contains a response to any question in this Part XI 

1	Total revenue (must equal Part VIII, column (A), line 12)	1	38,029,573
2	Total expenses (must equal Part IX, column (A), line 25)	2	35,612,791
3	Revenue less expenses Subtract line 2 from line 1	3	2,416,782
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	41,341,211
5	Other changes in net assets or fund balances (explain in Schedule O)	5	479,420
6	Net assets or fund balances at end of year Combine lines 3, 4, and 5 (must equal Part X, line 33, column (B))	6	44,237,413

**Part XII Financial Statements and Reporting**Check if Schedule O contains a response to any question in this Part XII 

		Yes	No
1	Accounting method used to prepare the Form 990 <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other _____ If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O		
2a	Were the organization's financial statements compiled or reviewed by an independent accountant? <input type="checkbox"/>	2a	No
2b	Were the organization's financial statements audited by an independent accountant? <input type="checkbox"/>	2b	Yes
2c	If "Yes," to 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O <input type="checkbox"/>	2c	Yes
2d	If "Yes" to line 2a or 2b, check a box below to indicate whether the financial statements for the year were issued on a separate basis, consolidated basis, or both <input checked="" type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separated basis		
3a	As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133? <input type="checkbox"/>	3a	No
3b	If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits <input type="checkbox"/>	3b	

2010

Open to Public  
Inspection**SCHEDULE A**  
(Form 990 or 990EZ)**Public Charity Status and Public Support**

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

► Attach to Form 990 or Form 990-EZ. ► See separate instructions.

Department of the Treasury  
Internal Revenue Service  
Name of the organization  
YMCA OF PHILADELPHIA & VICINITY

Employer identification number

23-1243965

**Part I Reason for Public Charity Status** (All organizations must complete this part.) See instructions

The organization is not a private foundation because it is (For lines 1 through 11, check only one box)

1  A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i)**.

2  A school described in **section 170(b)(1)(A)(ii)**. (Attach Schedule E)

3  A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii)**.

4  A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii)**. Enter the hospital's name, city, and state

5  An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv)**. (Complete Part II)

6  A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v)**.

7  An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi)** (Complete Part II)

8  A community trust described in **section 170(b)(1)(A)(vi)** (Complete Part II)

9  An organization that normally receives (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions—subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975 See **section 509(a)(2)**. (Complete Part III)

10  An organization organized and operated exclusively to test for public safety. See **section 509(a)(4)**.

11  An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2) See **section 509(a)(3)**. Check the box that describes the type of supporting organization and complete lines 11e through 11h

e  a  Type I      b  Type II      c  Type III - Functionally integrated      d  Type III - Other

f  By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2)

g  If the organization received a written determination from the IRS that it is a Type I, Type II or Type III supporting organization, check this box

h  Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?

(i) a person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization?

(ii) a family member of a person described in (i) above?

(iii) a 35% controlled entity of a person described in (i) or (ii) above?

	Yes	No
11g(i)		
11g(ii)		
11g(iii)		

i Provide the following information about the supported organization(s)

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1- 9 above or IRC section (see instructions))	(iv) Is the organization in col (i) listed in your governing document?		(v) Did you notify the organization in col (i) of your support?		(vi) Is the organization in col (i) organized in the U S ?		(vii) Amount of support
			Yes	No	Yes	No	Yes	No	
<b>Total</b>									

**Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)**

(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

**Section A. Public Support**

Calendar year (or fiscal year beginning in) ►	(a) 2006	(b) 2007	(c) 2008	(d) 2009	(e) 2010	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants")	10,272,798	9,085,830	5,319,077	6,284,363	5,689,711	36,651,779
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 <b>Total.</b> Add lines 1 through 3	10,272,798	9,085,830	5,319,077	6,284,363	5,689,711	36,651,779
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						
6 <b>Public Support.</b> Subtract line 5 from line 4						36,651,779

**Section B. Total Support**

Calendar year (or fiscal year beginning in) ►	(a) 2006	(b) 2007	(c) 2008	(d) 2009	(e) 2010	(f) Total
7 Amounts from line 4	10,272,798	9,085,830	5,319,077	6,284,363	5,689,711	36,651,779
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	445,949	405,734	303,020	347,194	260,181	1,762,078
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income Do not include gain or loss from the sale of capital assets (Explain in Part IV )	768,104	156,546	27,433	68,606	147,820	1,168,509
11 <b>Total support</b> (Add lines 7 through 10)						39,582,366
12 Gross receipts from related activities, etc (See instructions )					12	137,407,113

13 **First Five Years** If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a 501(c)(3) organization, check this box and **stop here** ►**Section C. Computation of Public Support Percentage**

14 Public Support Percentage for 2010 (line 6 column (f) divided by line 11 column (f))	14	92 600 %
15 Public Support Percentage for 2009 Schedule A, Part II, line 14	15	93 260 %
16a <b>33 1/3% support test—2010.</b> If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and <b>stop here</b> . The organization qualifies as a publicly supported organization ►✓		
b <b>33 1/3% support test—2009.</b> If the organization did not check the box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and <b>stop here</b> . The organization qualifies as a publicly supported organization ►		
17a <b>10%-facts-and-circumstances test—2010.</b> If the organization did not check a box on line 13, 16a, or 16b and line 14 is 10% or more, and if the organization meets the "facts and circumstances" test, check this box and <b>stop here</b> . Explain in Part IV how the organization meets the "facts and circumstances" test. The organization qualifies as a publicly supported organization ►		
b <b>10%-facts-and-circumstances test—2009.</b> If the organization did not check a box on line 13, 16a, 16b, or 17a and line 15 is 10% or more, and if the organization meets the "facts and circumstances" test, check this box and <b>stop here</b> . Explain in Part IV how the organization meets the "facts and circumstances" test. The organization qualifies as a publicly supported organization ►		
18 <b>Private Foundation</b> If the organization did not check a box on line 13, 16a, 16b, 17a or 17b, check this box and see instructions ►		

**Part III Support Schedule for Organizations Described in Section 509(a)(2)**

(Complete only if you checked the box on line 9 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

**Section A. Public Support**

Calendar year (or fiscal year beginning in) ►	(a) 2006	(b) 2007	(c) 2008	(d) 2009	(e) 2010	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
<b>6 Total.</b> Add lines 1 through 5						
<b>7a</b> Amounts included on lines 1, 2, and 3 received from disqualified persons						
<b>b</b> Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						
<b>c</b> Add lines 7a and 7b						
<b>8 Public Support</b> (Subtract line 7c from line 6 )						

**Section B. Total Support**

Calendar year (or fiscal year beginning in)	(a) 2006	(b) 2007	(c) 2008	(d) 2009	(e) 2010	(f) Total
<b>9</b> Amounts from line 6						
<b>10a</b> Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
<b>b</b> Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
<b>c</b> Add lines 10a and 10b						
<b>11</b> Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
<b>12</b> Other income Do not include gain or loss from the sale of capital assets (Explain in Part IV )						
<b>13 Total support</b> (Add lines 9, 10c, 11 and 12 )						
<b>14 First Five Years</b> If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and <b>stop here</b> ►						

**Section C. Computation of Public Support Percentage**

15 Public Support Percentage for 2010 (line 8 column (f) divided by line 13 column (f))	15
16 Public support percentage from 2009 Schedule A, Part III, line 15	16

**Section D. Computation of Investment Income Percentage**

17 Investment income percentage for 2010 (line 10c column (f) divided by line 13 column (f))	17
18 Investment income percentage from 2009 Schedule A, Part III, line 17	18
<b>19a 33 1/3% support tests—2010.</b> If the organization did not check the box on line 14, and line 15 is more than 33 1/3% and line 17 is not more than 33 1/3%, check this box and <b>stop here</b> . The organization qualifies as a publicly supported organization ►	
<b>b 33 1/3% support tests—2009.</b> If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3% and line 18 is not more than 33 1/3%, check this box and <b>stop here</b> . The organization qualifies as a publicly supported organization ►	
<b>20 Private Foundation</b> If the organization did not check a box on line 14, 19a or 19b, check this box and see instructions ►	

**Part IV** **Supplemental Information.** Supplemental Information. Complete this part to provide the explanations required by Part II, line 10; Part II, line 17a or 17b; and Part III, line 12. Also complete this part for any additional information. (See instructions).

**Facts And Circumstances Test****Explanation**

SCHEDULE A, PART II, LINE 10, EXPLANATION OF OTHER INCOME MISCELLANEOUS INCOME INSURANCE PROCEEDS  
FUNDRAISING RECEIPTS

Schedule A (Form 990 or 990-EZ) 2010

**SCHEDULE C**  
(Form 990 or 990-EZ)**Political Campaign and Lobbying Activities****2010****For Organizations Exempt From Income Tax Under section 501(c) and section 527**

► Complete if the organization is described below.  
 ► Attach to Form 990 or Form 990-EZ. ► See separate instructions.

**Open to Public  
Inspection**

If the organization answered "Yes," to Form 990, Part IV, Line 3, or Form 990-EZ, Part V, line 46 (Political Campaign Activities), then

- Section 501(c)(3) organizations Complete Parts I-A and B Do not complete Part I-C
- Section 501(c) (other than section 501(c)(3)) organizations Complete Parts I-A and C below Do not complete Part I-B
- Section 527 organizations Complete Part I-A only

If the organization answered "Yes," to Form 990, Part IV, Line 4, or Form 990-EZ, Part VI, line 47 (Lobbying Activities), then

- Section 501(c)(3) organizations that have filed Form 5768 (election under section 501(h)) Complete Part II-A Do not complete Part II-B
- Section 501(c)(3) organizations that have NOT filed Form 5768 (election under section 501(h)) Complete Part II-B Do not complete Part II-A

If the organization answered "Yes," to Form 990, Part IV, Line 5 (Proxy Tax) or Form 990-EZ, Part V, line 35a (Proxy Tax), then

- Section 501(c)(4), (5), or (6) organizations Complete Part III

Name of the organization YMCA OF PHILADELPHIA & VICINITY	Employer identification number 23-1243965
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**Part I-A Complete if the organization is exempt under section 501(c) or is a section 527 organization.**

- 1 Provide a description of the organization's direct and indirect political campaign activities in Part IV
- 2 Political expenditures ► \$ \_\_\_\_\_
- 3 Volunteer hours \_\_\_\_\_

**Part I-B Complete if the organization is exempt under section 501(c)(3).**

- 1 Enter the amount of any excise tax incurred by the organization under section 4955 ► \$ \_\_\_\_\_
- 2 Enter the amount of any excise tax incurred by organization managers under section 4955 ► \$ \_\_\_\_\_
- 3 If the organization incurred a section 4955 tax, did it file Form 4720 for this year?  Yes  No
- 4a Was a correction made?  Yes  No
- b If "Yes," describe in Part IV

**Part I-C Complete if the organization is exempt under section 501(c) except section 501(c)(3).**

- 1 Enter the amount directly expended by the filing organization for section 527 exempt function activities ► \$ \_\_\_\_\_
- 2 Enter the amount of the filing organization's funds contributed to other organizations for section 527 exempt function activities ► \$ \_\_\_\_\_
- 3 Total exempt function expenditures Add lines 1 and 2 Enter here and on Form 1120-POL, line 17b ► \$ \_\_\_\_\_
- 4 Did the filing organization file Form 1120-POL for this year?  Yes  No
- 5 Enter the names, addresses and employer identification number (EIN) of all section 527 political organizations to which the filing organization made payments For each organization listed, enter the amount paid from the filing organization's funds Also enter the amount of political contributions received that were promptly and directly delivered to a separate political organization, such as a separate segregated fund or a political action committee (PAC) If additional space is needed, provide information in Part IV

(a) Name	(b) Address	(c) EIN	(d) Amount paid from filing organization's funds If none, enter -0-	(e) Amount of political contributions received and promptly and directly delivered to a separate political organization If none, enter -0-

**Part II-A Complete if the organization is exempt under section 501(c)(3) and filed Form 5768 (election under section 501(h)).**

**A** Check  if the filing organization belongs to an affiliated group  
**B** Check  if the filing organization checked box A and "limited control" provisions apply

**Limits on Lobbying Expenditures**

(The term "expenditures" means amounts paid or incurred.)

**1a** Total lobbying expenditures to influence public opinion (grass roots lobbying)**b** Total lobbying expenditures to influence a legislative body (direct lobbying)**c** Total lobbying expenditures (add lines 1a and 1b)**d** Other exempt purpose expenditures**e** Total exempt purpose expenditures (add lines 1c and 1d)**f** Lobbying nontaxable amount Enter the amount from the following table in both columns

If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:
Not over \$500,000	20% of the amount on line 1e
Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000
Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000
Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000
Over \$17,000,000	\$1,000,000

**g** Grassroots nontaxable amount (enter 25% of line 1f)**h** Subtract line 1g from line 1a If zero or less, enter -0-**i** Subtract line 1f from line 1c If zero or less, enter -0-**j** If there is an amount other than zero on either line 1h or line 1i, did the organization file Form 4720 reporting section 4911 tax for this year? Yes  No**4-Year Averaging Period Under Section 501(h)**

(Some organizations that made a section 501(h) election do not have to complete all of the five columns below. See the instructions for lines 2a through 2f on page 4.)

**Lobbying Expenditures During 4-Year Averaging Period**

Calendar year (or fiscal year beginning in)	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) Total
<b>2a</b> Lobbying non-taxable amount					
<b>b</b> Lobbying ceiling amount (150% of line 2a, column(e))					
<b>c</b> Total lobbying expenditures					
<b>d</b> Grassroots non-taxable amount					
<b>e</b> Grassroots ceiling amount (150% of line 2d, column (e))					
<b>f</b> Grassroots lobbying expenditures					

**Part II-B Complete if the organization is exempt under section 501(c)(3) and has NOT filed Form 5768 (election under section 501(h)).**

	(a)		(b)
	Yes	No	
			Amount
<b>1</b> During the year, did the filing organization attempt to influence foreign, national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of			
<b>a</b> Volunteers?		No	
<b>b</b> Paid staff or management (include compensation in expenses reported on lines 1c through 1i)?		No	
<b>c</b> Media advertisements?		No	
<b>d</b> Mailings to members, legislators, or the public?		No	
<b>e</b> Publications, or published or broadcast statements?		No	
<b>f</b> Grants to other organizations for lobbying purposes?		No	
<b>g</b> Direct contact with legislators, their staffs, government officials, or a legislative body?	Yes		20,000
<b>h</b> Rallies, demonstrations, seminars, conventions, speeches, lectures, or any similar means?		No	
<b>i</b> Other activities? If "Yes," describe in Part IV		No	
<b>j</b> Total lines 1c through 1i			20,000
<b>2a</b> Did the activities in line 1 cause the organization to be not described in section 501(c)(3)?		No	
<b>b</b> If "Yes," enter the amount of any tax incurred under section 4912			
<b>c</b> If "Yes," enter the amount of any tax incurred by organization managers under section 4912			
<b>d</b> If the filing organization incurred a section 4912 tax, did it file Form 4720 for this year?			

**Part III-A Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6).**

	Yes	No
<b>1</b> Were substantially all (90% or more) dues received nondeductible by members?	1	
<b>2</b> Did the organization make only in-house lobbying expenditures of \$2,000 or less?	2	
<b>3</b> Did the organization agree to carryover lobbying and political expenditures from the prior year?	3	

**Part III-B Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6) if BOTH Part III-A, lines 1 and 2 are answered "No" OR if Part III-A, line 3 is answered "Yes".**

<b>1</b> Dues, assessments and similar amounts from members	1	
<b>2</b> Section 162(e) non-deductible lobbying and political expenditures ( <b>do not include amounts of political expenses for which the section 527(f) tax was paid</b> ).	2a	
<b>a</b> Current year	2b	
<b>b</b> Carryover from last year	2c	
<b>c</b> Total	3	
<b>3</b> Aggregate amount reported in section 6033(e)(1)(A) notices of nondeductible section 162(e) dues	4	
<b>4</b> If notices were sent and the amount on line 2c exceeds the amount on line 3, what portion of the excess does the organization agree to carryover to the reasonable estimate of nondeductible lobbying and political expenditure next year?	5	
<b>5</b> Taxable amount of lobbying and political expenditures (see instructions)		

**Part IV Supplemental Information**

Complete this part to provide the descriptions required for Part I-A, line 1, Part I-B, line 4, Part I-C, line 5, and Part II-B, line 11.

Also, complete this part for any additional information

Identifier	Return Reference	Explanation
EXPLANATION OF OTHER LOBBYING ACTIVITIES	PART II-B, LINE 11	2010 ACTIVITIES WERE LIMITED TO SEEKING STATE FUNDING FOR YMCA PROGRAMS, INCLUDING CHILDREN'S ISSUES, EDUCATION AND HUMAN SERVICES AND CONSTRUCTION OF NEW HAVERFORD YMCA

2010

Open to Public  
Inspection**SCHEDULE D**  
(Form 990)**Supplemental Financial Statements**

► Complete if the organization answered "Yes," to Form 990,  
Part IV, line 6, 7, 8, 9, 10, 11, or 12.  
► Attach to Form 990. ► See separate instructions.

Department of the Treasury  
Internal Revenue Service**Name of the organization**  
YMCA OF PHILADELPHIA & VICINITY**Employer identification number**

23-1243965

**Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts.** Complete if the organization answered "Yes" to Form 990, Part IV, line 6.

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year		
2 Aggregate contributions to (during year)		
3 Aggregate grants from (during year)		
4 Aggregate value at end of year		

5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control?  Yes  No

6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds may be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit?  Yes  No

**Part II Conservation Easements.** Complete if the organization answered "Yes" to Form 990, Part IV, line 7.

1 Purpose(s) of conservation easements held by the organization (check all that apply)

Preservation of land for public use (e.g., recreation or pleasure)  Preservation of an historically importantly land area

Protection of natural habitat  Preservation of a certified historic structure

Preservation of open space

2 Complete lines 2a-2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year

	Held at the End of the Year
2a	
2b	
2c	
2d	

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the taxable year ► \_\_\_\_\_

4 Number of states where property subject to conservation easement is located ► \_\_\_\_\_

5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds?  Yes  No

6 Staff and volunteer hours devoted to monitoring, inspecting and enforcing conservation easements during the year ► \_\_\_\_\_

7 Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ► \$ \_\_\_\_\_

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and 170(h)(4)(B)(ii)?  Yes  No

9 In Part XIV, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements

**Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets.** Complete if the organization answered "Yes" to Form 990, Part IV, line 8.

1a If the organization elected, as permitted under SFAS 116, not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education or research in furtherance of public service, provide, in Part XIV, the text of the footnote to its financial statements that describes these items

b If the organization elected, as permitted under SFAS 116, to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items

(i) Revenues included in Form 990, Part VIII, line 1 ► \$ \_\_\_\_\_

(ii) Assets included in Form 990, Part X ► \$ \_\_\_\_\_

2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 relating to these items

a Revenues included in Form 990, Part VIII, line 1 ► \$ \_\_\_\_\_

b Assets included in Form 990, Part X ► \$ \_\_\_\_\_

**Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets (continued)**

3 Using the organization's accession and other records, check any of the following that are a significant use of its collection items (check all that apply)

a  Public exhibition      d  Loan or exchange programs  
 b  Scholarly research      e  Other  
 c  Preservation for future generations

4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIV

5 During the year, did the organization solicit or receive donations of art, historical treasures or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection?  Yes  No

**Part IV Escrow and Custodial Arrangements.** Complete if the organization answered "Yes" to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X?  Yes  No

b If "Yes," explain the arrangement in Part XIV and complete the following table

	Amount
1c	0
1d	649,168
1e	47,221
1f	601,947

2a Did the organization include an amount on Form 990, Part X, line 21?  Yes  No

b If "Yes," explain the arrangement in Part XIV

**Part V Endowment Funds.** Complete if the organization answered "Yes" to Form 990, Part IV, line 10.

	(a) Current Year	(b) Prior Year	(c) Two Years Back	(d) Three Years Back	(e) Four Years Back
1a Beginning of year balance . . . . .	5,155,957	4,337,752	6,051,243		
b Contributions . . . . .			132,979		
c Investment earnings or losses . . . . .	479,418	818,205	-1,974,207		
d Grants or scholarships . . . . .			98,536		
e Other expenditures for facilities and programs . . . . .					
f Administrative expenses . . . . .			35,340		
g End of year balance . . . . .	5,635,375	5,155,957	4,076,139		

## 2 Provide the estimated percentage of the year end balance held as

a Board designated or quasi-endowment ► 75 300 %

b Permanent endowment ► 24 700 %

c Term endowment ► 0 %

## 3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by

	Yes	No
3a(i) unrelated organizations . . . . .		No
3a(ii) related organizations . . . . .		No

b If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R? . . . . .

## 4 Describe in Part XIV the intended uses of the organization's endowment funds

**Part VI Investments—Land, Buildings, and Equipment.** See Form 990, Part X, line 10.

	Description of investment	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land . . . . .		4,989,872			4,989,872
b Buildings . . . . .		56,822,204	14,860,343		41,961,861
c Leasehold improvements . . . . .					
d Equipment . . . . .		10,741,839	7,598,540		3,143,299
e Other . . . . .		1,086,020	340,874		745,146
<b>Total.</b> Add lines 1a-1e (Column (d) should equal Form 990, Part X, column (B), line 10(c).) . . . . .					50,840,178

**Part VII Investments—Other Securities.** See Form 990, Part X, line 12

<b>(a) Description of security or category (including name of security)</b>	<b>(b) Book value</b>	<b>(c) Method of valuation</b>
(1) Financial derivatives		Cost or end-of-year market value
(2) Closely-held equity interests		
Other		

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**Total.** (Column (b) should equal Form 990, Part X, col (B) line 12)

**Part VIII Investments—Program Related.** See Form 990, Part X, line 13

---

**Total.** (Column (b) should equal Form 990, Part X, col (B) line 13)

**Part IX Other Assets.** See Form 990, Part X, line 15

---

**Total.** (Column (b) should equal Form 990, Part X, col. (B) line 15.)

**Part X Other Liabilities.** See Form 990, Part X, line 25.

<sup>3</sup> Ex 48 (ASC 740) Footnote In Part XIV, provide th

**2. Fin 48 (ASC 740) Footnote** In Part XIV, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC740)

**Part XI Reconciliation of Change in Net Assets from Form 990 to Financial Statements**

1	Total revenue (Form 990, Part VIII, column (A), line 12)	1	38,029,573
2	Total expenses (Form 990, Part IX, column (A), line 25)	2	35,612,791
3	Excess or (deficit) for the year Subtract line 2 from line 1	3	2,416,782
4	Net unrealized gains (losses) on investments	4	453,578
5	Donated services and use of facilities	5	
6	Investment expenses	6	
7	Prior period adjustments	7	
8	Other (Describe in Part XIV)	8	25,842
9	Total adjustments (net) Add lines 4 - 8	9	479,420
10	Excess or (deficit) for the year per financial statements Combine lines 3 and 9	10	2,896,202

**Part XII Reconciliation of Revenue per Audited Financial Statements With Revenue per Return**

1	Total revenue, gains, and other support per audited financial statements	1	35,366,700
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12		
a	Net unrealized gains on investments	2a	453,578
b	Donated services and use of facilities	2b	
c	Recoveries of prior year grants	2c	
d	Other (Describe in Part XIV)	2d	25,842
e	Add lines 2a through 2d	2e	479,420
3	Subtract line 2e from line 1	3	34,887,280
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIV)	4b	3,142,293
c	Add lines 4a and 4b	4c	3,142,293
5	Total Revenue Add lines 3 and 4c. (This should equal Form 990, Part I, line 12 )	5	38,029,573

**Part XIII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return**

1	Total expenses and losses per audited financial statements	1	32,470,498
2	Amounts included on line 1 but not on Form 990, Part IX, line 25		
a	Donated services and use of facilities	2a	
b	Prior year adjustments	2b	
c	Other losses	2c	
d	Other (Describe in Part XIV)	2d	62,731
e	Add lines 2a through 2d	2e	62,731
3	Subtract line 2e from line 1	3	32,407,767
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIV)	4b	3,205,024
c	Add lines 4a and 4b	4c	3,205,024
5	Total expenses Add lines 3 and 4c. (This should equal Form 990, Part I, line 18 )	5	35,612,791

**Part XIV Supplemental Information**

Complete this part to provide the descriptions required for Part II, lines 3, 5, and 9, Part III, lines 1a and 4, Part IV, lines 1b and 2b, Part V, line 4, Part X, Part XI, line 8, Part XII, lines 2d and 4b, and Part XIII, lines 2d and 4b. Also complete this part to provide any additional information.

Identifier	Return Reference	Explanation
	PART IV, LINE 1B	THE YMCA OF PHILADELPHIA & VICINITY BECAME A CUSTODIAN FOR THE PA STATE ALLIANCE OF YMCAS IN JULY 2010
DESCRIPTION OF INTENDED USE OF ENDOWMENT FUNDS	PART V, LINE 4	TO PROVIDE SCHOLARSHIP DOLLARS FOR VARIOUS PROGRAMS, ACTIVITIES AND SERVICES
DESCRIPTION OF UNCERTAIN TAX POSITIONS UNDER FIN 48	PART X	THE ASSOCIATION ACCOUNTS FOR UNCERTAINTY IN INCOME TAXES USING A RECOGNITION THRESHOLD OF MORE-LIKELY-THAN NOT TO BE SUSTAINED UPON EXAMINATION BY THE APPROPRIATE TAXING AUTHORITY. MEASUREMENT OF THE TAX UNCERTAINTY OCCURS IF THE RECOGNITION THRESHOLD IS MET. MANAGEMENT DETERMINED THERE WERE NO TAX UNCERTAINTIES THAT MET THE RECOGNITION THRESHOLD IN 2010 AND 2009.
PART XI, LINE 8 - OTHER ADJUSTMENTS		CHANGE IN VALUE OF BENEFICIAL INTEREST IN PERPETUAL TRUSTS 25,842
PART XII, LINE 2D - OTHER ADJUSTMENTS		CHANGE IN VALUE OF BENEFICIAL INTEREST IN PERPETUAL TRUSTS 25,842
PART XII, LINE 4B - OTHER ADJUSTMENTS		RENTAL EXPENSE -62,731 FINANCIAL ASSISTANCE 3,205,024
PART XIII, LINE 2D - OTHER ADJUSTMENTS		RENTAL EXPENSE 62,731
PART XIII, LINE 4B - OTHER ADJUSTMENTS		FINANCIAL ASSISTANCE 3,205,024
		SCHEDULE D, PART V, LINE 1A THE 2009 BEGINNING BALANCE FOR THE ENDOWMENT FUNDS DOES NOT TIE TO THE 2008 ENDING BALANCE DUE TO AN OVERSIGHT OF NOT INCLUDING CERTAIN ENDOWMENT INFORMATION IN THIS SECTION ON THE 2008 RETURN

## **Statement of Activities Outside the United States**

- Complete if the organization answered "Yes" to Form 990, Part IV, line 14b, 15, or 16.
- Attach to Form 990. ► See separate instructions.

2010

## Open to Public Inspection

Department of the Treasury  
Internal Revenue Service

Name of the organization

YMCA OF PHILADELPHIA & VICINITY

**Employer identification number**

23-124396!

**Part I General Information on Activities Outside the United States.** Complete if the organization answered "Yes" to Form 990, Part IV, line 14b.

**1 For grantmakers.** Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance?  Yes  No

**2 For grantmakers.** Describe in Part V the organization's procedures for monitoring the use of grant funds outside the United States.

**3 Activities per Region (Use Part V if additional space is needed )**

**Part II Grants and Other Assistance to Organizations or Entities Outside the United States.** Complete if the organization answered "Yes" to Form 990, Part IV, line 15, for any recipient who received more than \$5,000. Check this box if no one recipient received more than \$5,000 . . . . . ►  Use Part V if additional space is needed.

2 Enter total number of recipient organizations listed above that are recognized as charities by the foreign country, recognized as tax-exempt by the IRS, or for which the grantee or counsel has provided a section 501(c)(3) equivalency letter . . . . ► \_\_\_\_\_

**Part III Grants and Other Assistance to Individuals Outside the United States.** Complete if the organization answered "Yes" to Form 990, Part IV, line 16. Use Part V if additional space is needed.

**Part IV Foreign Forms**

1 Was the organization a U S transferor of property to a foreign corporation during the tax year? If "Yes," the organization may be required to file Form 926 (see instructions for Form 926)  Yes  No

2 Did the organization have an interest in a foreign trust during the tax year? If "Yes," the organization may be required to file Form 3520 and/or Form 3520-A. (see instructions for Forms 3520 and 3520-A)  Yes  No

3 Did the organization have an ownership interest in a foreign corporation during the tax year? If "Yes," the organization may be required to file Form 5471, Information Return of U.S. Persons with respect to Certain Foreign Corporations. (see instructions for Form 5471)  Yes  No

4 Was the organization a direct or indirect shareholder of a passive foreign investment company or a qualified electing fund during the tax year? If "Yes," the organization may be required to file Form 8621, Return by a Shareholder of a Passive Foreign Investment Company or Qualified Electing Fund. (see instructions for Form 8621)  Yes  No

5 Did the organization have an ownership interest in a foreign partnership during the tax year? If "Yes," the organization may be required to file Form 8865, Return of U.S. Persons with respect to Certain Foreign Partnerships. (see instructions for Form 8865)  Yes  No

6 Did the organization have any operations in or related to any boycotting countries during the tax year? If "Yes," the organization may be required to file Form 5713, International Boycott Report (see instructions for Form 5713).  Yes  No

Part V Supplemental Information

Complete this part to provide the information (see instructions) required in Part I, line 2, and any additional information.

**SCHEDULE G**  
**(Form 990 or 990-EZ)**

## **Supplemental Information Regarding Fundraising or Gaming Activities**

OMB No 1545-0047

2010

**Open to Public  
Inspection**

**Complete if the organization answered "Yes" to Form 990, Part IV, lines 17, 18, or 19,  
or if the organization entered more than \$15,000 on Form 990-EZ, line 6a.**  
► **Attach to Form 990 or Form 990-EZ. ► See separate instructions.**

► Attach to Form 990 or Form 990-EZ. ► See separate instructions.

► **Attach to Form 990 or Form 990-EZ. ► See separate instructions.**

► Attach to Form 990 or Form 990-EZ. ► See separate instructions

Department of the Treasury  
Internal Revenue Service

**Employer identification number**

23-1243965

**Part I Fundraising Activities.** Complete if the organization answered "Yes" to Form 990, Part IV, line 17.

1 Indicate whether the organization raised funds through any of the following activities. Check all that apply.

- a**  Mail solicitations
- b**  Internet and e-mail solicitations
- c**  Phone solicitations
- d**  In-person solicitations
- e**  Solicitation of non-government grants
- f**  Solicitation of government grants
- g**  Special fundraising events

**2a** Did the organization have a written or oral agreement with any individual (including officers, directors, trustees or key employees listed in Form 990, Part VII) or entity in connection with professional fundraising services?

Yes  No

**b** If "Yes," list the ten highest paid individuals or entities (fundraisers) pursuant to agreements under which the fundraiser is to be compensated at least \$5,000 by the organization. Form 990-EZ filers are not required to complete this table.

3 List all states in which the organization is registered or licensed to solicit funds or has been notified it is exempt from registration or licensing

**Part II Fundraising Events.** Complete if the organization answered "Yes" to Form 990, Part IV, line 18, or reported more than \$15,000 on Form 990-EZ, line 6a. List events with gross receipts greater than \$5,000.

		(a) Event #1	(b) Event #2	(c) Other Events	(d) Total Events (Add col (a) through col (c))
		<u>GALA</u> (event type)	<u>GOLF TOURNAMENT</u> (event type)	<b>8</b> (total number)	
Revenue	1 Gross receipts . . .	301,264	155,800	203,965	661,029
	2 Less Charitable contributions . . .	277,164	120,712	171,109	568,985
	3 Gross income (line 1 minus line 2) . . .	24,100	35,088	32,856	92,044
Direct Expenses	4 Cash prizes . . .				
	5 Non-cash prizes . . .	1,257	331		1,588
	6 Rent/facility costs . . .	43,500			43,500
	7 Food and beverages . . .		35,443	39,122	74,565
	8 Entertainment . . .				
	9 Other direct expenses . .	2,254	458	45,760	48,472
	10 Direct expense summary Add lines 4 through 9 in column (d) . . . . .				168,125
	11 Net income summary Combine lines 3 and 10 in column (d) . . . . .				-76,081

**Part III Gaming.** Complete if the organization answered "Yes" to Form 990, Part IV, line 19, or reported more than \$15,000 on Form 990-EZ, line 6a.

		(a) Bingo	(b) Pull tabs/Instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming (Add col (a) through col (c))
Revenue	1 Gross revenue . . . .				
Direct Expenses	2 Cash prizes . . . .				
	3 Non-cash prizes . . . .				
	4 Rent/facility costs . . . .				
	5 Other direct expenses . . .				
	6 Volunteer labor . . . .	<input type="checkbox"/> Yes % <input type="checkbox"/> No	<input type="checkbox"/> Yes % <input type="checkbox"/> No	<input type="checkbox"/> Yes % <input type="checkbox"/> No	
	7 Direct expense summary Add lines 2 through 5 in column (d) . . . . .				
	8 Net gaming income summary Combine lines 1 and 7 in column (d) . . . . .				

9 Enter the state(s) in which the organization operates gaming activities \_\_\_\_\_

a Is the organization licensed to operate gaming activities in each of these states? . . . . .  Yes  No  
b If "No," Explain \_\_\_\_\_

10a Were any of the organization's gaming licenses revoked, suspended or terminated during the tax year? . . . . .  Yes  No  
b If "Yes," Explain \_\_\_\_\_

**11** Does the organization operate gaming activities with nonmembers? . . . . .  Yes  No

**12** Is the organization a grantor, beneficiary or trustee of a trust or a member of a partnership or other entity formed to administer charitable gaming? . . . . .  Yes  No

**13** Indicate the percentage of gaming activity operated in

<b>13a</b>	
<b>13b</b>	

**a** The organization's facility . . . . .

**b** An outside facility . . . . .

**14** Provide the name and address of the person who prepares the organization's gaming/special events books and records

Name ►

Address ►

**15a** Does the organization have a contract with a third party from whom the organization receives gaming revenue? . . . . .  Yes  No

**b** If "Yes," enter the amount of gaming revenue received by the organization ► \$ \_\_\_\_\_ and the amount of gaming revenue retained by the third party ► \$ \_\_\_\_\_

**c** If "Yes," enter name and address

Name ►

Address ►

**16** Gaming manager information

Name ►

Gaming manager compensation ► \$

Description of services provided ►

 Director/officer Employee Independent contractor**17** Mandatory distributions

**a** Is the organization required under state law to make charitable distributions from the gaming proceeds to retain the state gaming license? . . . . .  Yes  No

**b** Enter the amount of distributions required under state law distributed to other exempt organizations or spent in the organization's own exempt activities during the tax year ► \$

**Part IV** Complete this part to provide additional information for responses to question on Schedule G (see instructions.)

Identifier

ReturnReference

Explanation

**Schedule I  
(Form 990)**

## **Grants and Other Assistance to Organizations, Governments and Individuals in the United States**

**Complete if the organization answered "Yes," to Form 990, Part IV, line 21 or 22.**

► Attach to Form 990

2010

**Open to Public  
Inspection**

Department of the Treasury  
Internal Revenue Service

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Name of the organization

YMCA OF PHILADELPHIA & VICINITY

**Employer identification number**

23-1243965

## Part I General Information on Grants and Assistance

1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? . . . . .  Yes  No

2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States

**Part II Grants and Other Assistance to Governments and Organizations in the United States.** Complete if the organization answered "Yes" to Form 990, Part IV, line 21 for any recipient that received more than \$5,000. Check this box if no one recipient received more than \$5,000. Part II can be duplicated if additional space is needed.

**Part III Grants and Other Assistance to Individuals in the United States.** Complete if the organization answered "Yes" to Form 990, Part IV, line 22. Use Schedule I-1 (Form 990) if additional space is needed.

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of non-cash assistance
(1) SCHOLARSHIPS FOR MEMBERSHIPS & PROGRAMS	6492	3,205,024			

**Part IV Supplemental Information.** Complete this part to provide the information required in Part I, line 2, and any other additional information.

Identifier	Return Reference	Explanation
PROCEDURE FOR MONITORING GRANTS IN THE U S	PART I, LINE 2	SCHEDULE I, PART I, LINE 2 THE ORGANIZATION PROVIDES THE FOLLOWING TYPES OF GRANTS AND ASSISTANCE 1) SMALL CONTRIBUTIONS ARE PROVIDED TO OTHER CHARITABLE ORGANIZATIONS IN THE UNITED STATES SINCE THESE OTHER ORGANIZATIONS ARE CHARITIES, THE USE OF THE CONTRIBUTIONS PROVIDED IS NOT MONITORED 2) SCHOLARSHIPS IN THE FORM OF DISCOUNTED MEMBERSHIP FEES AND OTHER FEE REDUCTIONS ARE PROVIDED TO INDIVIDUALS WHO QUALIFY FOR FINANCIAL ASSISTANCE INDIVIDUALS ARE REQUIRED TO COMPLETE A FINANCIAL ASSISTANCE APPLICATION QUALIFYING INDIVIDUALS MAY RECEIVE A PERCENTAGE DISCOUNT BASED ON GROSS FAMILY INCOME AND NUMBER OF FAMILY MEMBERS

**Schedule J**  
(Form 990)**Compensation Information**

OMB No 1545-0047

**2010**Department of the Treasury  
Internal Revenue Service

For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees  
**► Complete if the organization answered "Yes" to Form 990, Part IV, question 23.**  
**► Attach to Form 990. ► See separate instructions.**

**Open to Public Inspection****Name of the organization**  
YMCA OF PHILADELPHIA & VICINITY**Employer identification number**

23-1243965

**Part I Questions Regarding Compensation**

**1a** Check the appropriate box(es) if the organization provided any of the following to or for a person listed in Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items

<input type="checkbox"/> First-class or charter travel	<input type="checkbox"/> Housing allowance or residence for personal use
<input type="checkbox"/> Travel for companions	<input type="checkbox"/> Payments for business use of personal residence
<input type="checkbox"/> Tax indemnification and gross-up payments	<input checked="" type="checkbox"/> Health or social club dues or initiation fees
<input type="checkbox"/> Discretionary spending account	<input type="checkbox"/> Personal services (e.g., maid, chauffeur, chef)

**b** If any of the boxes in line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all the expenses described above? If "No," complete Part III to explain

**2** Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all officers, directors, trustees, and the CEO/Executive Director, regarding the items checked in line 1a?

**3** Indicate which, if any, of the following the organization uses to establish the compensation of the organization's CEO/Executive Director. Check all that apply

<input checked="" type="checkbox"/> Compensation committee	<input checked="" type="checkbox"/> Written employment contract
<input checked="" type="checkbox"/> Independent compensation consultant	<input checked="" type="checkbox"/> Compensation survey or study
<input checked="" type="checkbox"/> Form 990 of other organizations	<input checked="" type="checkbox"/> Approval by the board or compensation committee

**4** During the year, did any person listed in Form 990, Part VII, Section A, line 1a with respect to the filing organization or a related organization

**a** Receive a severance payment or change-of-control payment from the organization or a related organization?

**b** Participate in, or receive payment from, a supplemental nonqualified retirement plan?

**c** Participate in, or receive payment from, an equity-based compensation arrangement?

If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III

**Only 501(c)(3) and 501(c)(4) organizations only must complete lines 5-9.**

**5** For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of

**a** The organization?

**b** Any related organization?

If "Yes," to line 5a or 5b, describe in Part III

**6** For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of

**a** The organization?

**b** Any related organization?

If "Yes," to line 6a or 6b, describe in Part III

**7** For persons listed in Form 990, Part VII, Section A, line 1a, did the organization provide any non-fixed payments not described in lines 5 and 6? If "Yes," describe in Part III

**8** Were any amounts reported in Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regs. section 53.4958-4(a)(3)? If "Yes," describe in Part III

**9** If "Yes" to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?

	Yes	No
<b>1b</b>	Yes	
<b>2</b>	Yes	
<b>4a</b>		No
<b>4b</b>		No
<b>4c</b>		No
<b>5a</b>		No
<b>5b</b>		No
<b>6a</b>		No
<b>6b</b>		No
<b>7</b>		No
<b>8</b>		No
<b>9</b>		

**Part II Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees.** Use duplicate copies if additional space is needed.

For each individual whose compensation must be reported in Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions on row (ii). Do not list any individuals that are not listed on Form 990, Part VII.

**Note.** The sum of columns (B)(i)-(iii) must equal the applicable column (D) or column (E) amounts on Form 990, Part VII, line 1a.

(A) Name	(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation reported in prior Form 990 or Form 990-EZ
	(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation				
(1) JOHN FLYNN	(i) 394,887 (ii) 0	(i) 103,000 (ii) 0	(i) 0 (ii) 0	(i) 29,400 (ii) 0	(i) 5,546 (ii) 0	(i) 532,833 (ii) 0	(i) 0 (ii) 0
(2) BETTEANN KRAMER	(i) 132,352 (ii) 0	(i) 300 (ii) 0	(i) 0 (ii) 0	(i) 16,007 (ii) 0	(i) 5,258 (ii) 0	(i) 153,917 (ii) 0	(i) 0 (ii) 0
( 3 )							
( 4 )							
( 5 )							
( 6 )							
( 7 )							
( 8 )							
( 9 )							
( 10 )							
( 11 )							
( 12 )							
( 13 )							
( 14 )							
( 15 )							
( 16 )							

**Part III Supplemental Information**

Complete this part to provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 4c, 5a, 5b, 6a, 6b, 7, and 8. Also complete this part for any additional information

Identifier	Return Reference	Explanation
PART I, LINE 1A		YMCA OF PHILADELPHIA & VICINITY PAID FOR CLUB DUES TO THE PHILADELPHIA COUNTRY CLUB FOR JOHN FLYNN, PRESIDENT/CEO PAYMENTS ARE MADE UNDER THE TERMS OF JOHN FLYNN'S EMPLOYMENT CONTRACT AND ARE NOT INCLUDED IN TAXABLE COMPENSATION SINCE ALL ACTIVITIES ARE BUSINESS RELATED

SCHEDULE M  
(Form 990)

## NonCash Contributions

OMB No 1545-0047

2010

Open to Public  
InspectionDepartment of the Treasury  
Internal Revenue Service

►Complete if the organization answered "Yes" on Form  
990, Part IV, lines 29 or 30.  
► Attach to Form 990.

Name of the organization  
YMCA OF PHILADELPHIA & VICINITY

Employer identification number

23-1243965

## Part I Types of Property

	(a) Check if applicable	(b) Number of Contributions or items contributed	(c) Noncash contribution amounts reported on Form 990, Part VIII, line 1g	(d) Method of determining oncash contribution amounts
1 Art—Works of art . . .				
2 Art—Historical treasures				
3 Art—Fractional interests				
4 Books and publications				
5 Clothing and household goods . . . . .				
6 Cars and other vehicles .				
7 Boats and planes . . .				
8 Intellectual property . .				
9 Securities—Publicly traded	X	3	55,808	FMV
10 Securities—Closely held stock . . . . .				
11 Securities—Partnership, LLC, or trust interests .				
12 Securities—Miscellaneous				
13 Qualified conservation contribution—Historic structures . . . . .				
14 Qualified conservation contribution—Other . .				
15 Real estate—Residential .				
16 Real estate—Commercial				
17 Real estate—Other . .				
18 Collectibles . . . . .				
19 Food inventory . . . .				
20 Drugs and medical supplies				
21 Taxidermy . . . . .				
22 Historical artifacts . .				
23 Scientific specimens . .				
24 Archeological artifacts .				
25 Other ►( _____ )				
26 Other ►( _____ )				
27 Other ►( _____ )				
28 Other ►( _____ )				
29 Number of Forms 8283 received by the organization during the tax year for contributions for which the organization completed Form 8283, Part IV, Donee Acknowledgement . .		29		0

	Yes	No
30a During the year, did the organization receive by contribution any property reported in Part I, lines 1-28 that it must hold for at least three years from the date of the initial contribution, and which is not required to be used for exempt purposes for the entire holding period? . . . . .	30a	No
b If "Yes," describe the arrangement in Part II		
31 Does the organization have a gift acceptance policy that requires the review of any non-standard contributions?	31	No
32a Does the organization hire or use third parties or related organizations to solicit, process, or sell non-cash contributions? . . . . .	32a	No
b If "Yes," describe in Part II		
33 If the organization did not report revenues in column (c) for a type of property for which column (a) is checked, describe in Part II		

**Part II**

**Supplemental Information.** Complete this part to provide the information required by Part I, lines 30b, 32b, and 33. Also complete this part for any additional information.

<b>Identifier</b>	<b>Return Reference</b>	<b>Explanation</b>
METHOD FOR DETERMINING NUMBER OF CONTRIBUTORS	PART I, COLUMN (B)	PART I, COLUMN (B) THE NUMBER OF CONTRIBUTIONS REPORTED IN THIS COLUMN REPRESENTS THE NUMBER OF CONTRIBUTORS WHO PROVIDED DONATIONS OF STOCK

**SCHEDULE O**  
(Form 990 or 990-EZ)Department of the Treasury  
Internal Revenue Service**Supplemental Information to Form 990 or 990-EZ**

Complete to provide information for responses to specific questions on  
Form 990 or to provide any additional information.  
► Attach to Form 990 or 990-EZ.

**2010****Open to Public  
Inspection****Name of the organization**  
YMCA OF PHILADELPHIA & VICINITY**Employer identification number**

23-1243965

Identifier	Return Reference	Explanation
ORGANIZATION MISSION STATEMENT	FORM 990, PART I, LINE 1	TO TRANSLATE THE PRINCIPLES OF THE YMCA'S CHRISTIAN HERITAGE INTO PROGRAMS THAT NURTURE CHILDREN, STRENGTHEN FAMILIES, BUILD COMMUNITIES AND DEVELOP HEALTHY MINDS, SPIRITS AND BODIES FOR ALL. AT THE YMCA, DEVELOPING CHARACTER IS THE DRIVING FORCE BEHIND ALL OF OUR INITIATIVES. BY TEACHING THE VALUES OF CARING, HONESTY, RESPECT AND RESPONSIBILITY, WE ENCOURAGE INDIVIDUALS TO DO GOOD WORK, AND PROVIDE THEM WITH THE SKILLS TO BECOME RESPONSIBLE CITIZENS. BUILDING STRONG CHARACTER IS THE CORNERSTONE WE USE TO BUILD STRONG KIDS, STRONG FAMILIES AND STRONG COMMUNITIES

Identifier	Return Reference	Explanation
PROGRAM SERVICE STATEMENT	FORM 990, PART III, LINE 4A	<p>THE YMCA OF PHILADELPHIA &amp; VICINITY, WITH 156 YEARS OF SERVICE TO THE REGION'S CHILDREN, ADULTS, AND FAMILIES, NOW SERVES MORE THAN 140,000 INDIVIDUALS THROUGH A WIDE RANGE OF YMCA CORE PROGRAMS AT 11 LOCATIONS AND CURRENTLY 52 PROGRAMS SITES IN DELAWARE, MONTGOMERY, AND PHILADELPHIA COUNTIES. PROGRAMS INCLUDE HEALTH AND WELLNESS, AQUATICS, CHILD CARE AND YOUTH AFTER-SCHOOL PROGRAMS, YOUTH SPORTS LEAGUES, SUMMER DAY CAMPS, TEEN LEADERSHIP CLUBS, Y ACHIEVERS, ADULT EDUCATION AND GED PREPARATION, ESL CLASSES, AND WORKFORCE SKILLS DEVELOPMENT. THE YMCA OF PHILADELPHIA &amp; VICINITY IS THE LARGEST NON-PROFIT PROVIDER OF CHILD CARE AND, IN ALL ITS PROGRAMS, SEEKS TO STRENGTHEN WHOLE COMMUNITIES, FAMILIES, AND INDIVIDUALS. THE YMCA OF PHILADELPHIA &amp; VICINITY FULFILLS ITS NON-PROFIT OBLIGATIONS IN MULTIPLE WAYS THROUGH FINANCIAL ASSISTANCE SUBSIDIES FOR PARTICIPATION IN MEMBERSHIP AND PROGRAMS, AND THROUGH TARGETED GRANT PROGRAMS ADDRESSING SPECIFIC NEEDS OF INDIVIDUALS AND FAMILIES. IN ADDITION TO MEMBERSHIP DUES AND PROGRAM SERVICE FEES, THE YMCA OF PHILADELPHIA &amp; VICINITY RAISED \$5,689,711 IN GRANTS AND CONTRIBUTIONS IN 2010. IN THE SAME YEAR, THE FINANCIAL ASSISTANCE PROGRAM PROVIDED \$3,205,024 IN SUBSIDIES TO OVER 6,000 INDIVIDUALS WHO OTHERWISE WOULD NOT BE ABLE TO AFFORD THE FULL COST OF OUR SERVICES. THE THREE LARGEST PROGRAM SERVICE AREAS OF THE YMCA OF PHILADELPHIA &amp; VICINITY FOR 2010 WERE 1) HEALTHY LIVING (HEALTH AND WELL-BEING FOR ALL) 2) YOUTH DEVELOPMENT (CHILD CARE AND DAY CAMP) 3) SOCIAL RESPONSIBILITY (EDUCATION &amp; COMMUNITY OUTREACH). TOGETHER THESE CORE PROGRAMS CONSTITUTE 85% OF THE INSTITUTION'S OPERATING EXPENSES, WITH THE REMAINING 15% COVERING MANAGEMENT/GENERAL EXPENSES AND FUND-RAISING EXPENSE. HEALTHY LIVING HEALTH &amp; WELL-BEING FOR ALL INTRODUCTION TODAY, RECORD NUMBERS OF CHILDREN, ADOLESCENTS, ADULTS AND SENIORS ARE AT RISK FOR SERIOUS HEALTH PROBLEMS BECAUSE THEY ARE OVERWEIGHT. IN THE CITY OF PHILADELPHIA ALONE, IN AN AREA REFERRED TO AS THE "LEAD J" THERE IS A GREATER CONCENTRATION OF OVERWEIGHT AND OBESE INDIVIDUALS REACHING MORE THAN 50% OF THE POPULATION, WHICH IS MORE THAN 3 TIMES THE NATIONAL AVERAGE. A GROWING NUMBER OF THESE INDIVIDUALS WITH DISEASES RELATED TO OBESITY ARE VISITING PEDIATRIC HEALTH CLINICS, HOSPITALS AND PRIVATE PRACTICES ACROSS PHILADELPHIA SEEKING TREATMENT. THE YMCA'S APPROACH-"ACTIVATE AMERICA" ACTIVATE AMERICA IS THE Y'S RESPONSE TO OUR NATION'S GROWING HEALTH CRISIS. THE Y IS REDEFINING ITSELF AND ENGAGING COMMUNITIES ACROSS THE COUNTRY TO BETTER SUPPORT AMERICANS OF ALL AGES WHO ARE STRUGGLING TO ACHIEVE AND MAINTAIN WELL-BEING OF SPIRIT, MIND AND BODY. WE ARE SHIFTING HOW WE FOCUS ALL ASPECTS OF OUR WORK WITH OUR 140,000 INDIVIDUAL MEMBERS TO BETTER ENGAGE HEALTH SEEKERS. WE DEFINE "HEALTH SEEKERS" AS CHILDREN, YOUTH, TEENS, ADULTS AND FAMILIES WHOSE SUCCESSFUL PURSUIT OF HEALTH AND WELL-BEING REQUIRES CONTINUOUSLY SUPPORTIVE RELATIONSHIPS AND ENVIRONMENTS. INSIDE THE Y, WE ARE INFLUENCING AND MOTIVATING HEALTH SEEKERS TO MAKE POSITIVE CHANGES IN THEIR PURSUIT OF WELL-BEING. OUTSIDE THE Y, WE ARE HELPING TO CREATE AND SUSTAIN HEALTHIER COMMUNITIES WITH AN EMPHASIS ON COLLABORATIVE PARTNERSHIPS WITH OTHER COMMUNITY-BASED HEALTH AND SOCIAL SERVICE ORGANIZATIONS. MEMBERSHIP &amp; HEALTH AND WELLNESS THE Y HEALTH AND WELLNESS PROGRAMS ARE DEVELOPMENTALLY APPROPRIATE AND HELP PEOPLE AT ANY STAGE OF LIFE BUILD POSITIVE HEALTHY HABITS. Y PROGRAMS AND SERVICES CUT ACROSS DIVERSE POPULATIONS AND NEEDS TO ADDRESS THE TOTAL-HEALTH OF EACH PERSON. THE Y PROVIDES A VARIETY OF HEALTH AND WELLNESS PROGRAMS INCLUDING EXERCISE AND WATER FITNESS CLASSES, HEALTH AND WELLNESS SEMINARS, EDUCATIONAL CLASSES, PERSONALIZED TRAINING PROGRAMS, NON-COMPETITIVE YOUTH AND ADULT SPORTS LEAGUES AND SOCIAL OPPORTUNITIES FOR SENIORS AND FAMILIES. THE Y DOES NOT TURN AWAY INDIVIDUALS BECAUSE OF AN INABILITY TO PAY. THROUGH THE STRONG KIDS CAMPAIGN, THE YMCA AWARDED \$3.236 MILLION IN 2010 IN FINANCIAL ASSISTANCE. 1 IN 4 OF OUR ACTIVE CHILDREN AND FAMILY MEMBERS RECEIVES FINANCIAL ASSISTANCE ENABLING THEIR PARTICIPATION IN OUR PROGRAMS AND SERVICES. THE Y TURNS NO ONE AWAY DUE TO AN INABILITY TO PAY. 7TH GRADE MEMBERSHIP INITIATIVE THE YMCA OF PHILADELPHIA &amp; VICINITY, IN PARTNERSHIP WITH THE PA STATE ALLIANCE OF YMCA'S EXECUTIVE COMMITTEE, IS A PARTICIPANT IN THE 7TH GRADE INITIATIVE. THE 7TH GRADE INITIATIVE GUARANTEES EVERY 7TH GRADE STUDENT IN PENNSYLVANIA A FREE ONE-YEAR MEMBERSHIP TO THE Y. THE INTENT OF THE 7TH GRADE MEMBERSHIP INITIATIVE IS TO PROMOTE THE WELL-BEING OF YOUTH AT A TIME THAT IS MOST CRUCIAL TO THEIR DEVELOPMENT OF CHOICES ABOUT HEALTHY LIFESTYLES. IN 2010 THE YMCA OF PHILADELPHIA &amp; VICINITY PROVIDED MEMBERSHIPS TO 2,825 7TH GRADE MEMBERS, SUBSIDIZING OVER \$800,000 IN MEMBER FEES. HEALTH SCREENINGS THE YMCA OF PHILADELPHIA &amp; VICINITY PROVIDES HEALTH EDUCATION AND SCREENINGS FOR OUR COMMUNITY THROUGHOUT THE YEAR AT ALL OF OUR LOCATIONS AS WELL AS COMMUNITY EVENTS. HEALTH EDUCATION AND SCREENINGS CAN INCLUDE SUCH TOPICS AS WEIGHT MANAGEMENT, STRESS REDUCTION, SMOKING CESSATION CLASSES, NUTRITION, BLOOD SUGAR AND BLOOD PRESSURE CHECKS AND SKELETAL MUSCULAR SCANS. IN ADDITION, WE PROVIDE HEALTH AND WELLNESS PREVENTION INSTRUCTION AND MATERIALS TO EDUCATE OUR MEMBERS ON THE IMPORTANCE OF MAINTAINING GOOD HEALTH AS SERVICE TO OUR MEMBERS AND THE OVERALL COMMUNITY. HEALTH EDUCATION AND SCREENINGS ARE EITHER PROVIDED AT LOW OR NO COST TO THE PARTICIPANT. HEALTHY KIDS DAY EVERY YEAR THE YMCA OF PHILADELPHIA &amp; VICINITY PARTICIPATES IN THE NATIONAL YMCA OF THE USA HEALTHY KIDS DAY. HEALTHY KIDS DAY IS AN OPPORTUNITY FOR Y'S ACROSS THE COUNTRY TO EDUCATE CHILDREN AND FAMILIES ON THE IMPORTANCE OF HEALTHY EATING AND ACTIVE LIVING. FAMILIES ARE ENCOURAGED TO PARTICIPATE IN THIS EVENT TOGETHER, AND SEMINARS, ACTIVITIES AND SCREENINGS ARE GEARED TO THE HEALTH OF THE ENTIRE FAMILY. THROUGH A COLLABORATION WITH OUR HEALTHY LIVING PARTNERS, WE ARE ABLE TO OFFER A VARIETY OF FUN, ENGAGING AND INFORMATIVE ACTIVITIES FOR CHILDREN OF ALL AGES. THIS EVENT IS FREE AND OPEN TO ALL IN OUR COMMUNITY. WITH OVER 3,600 ATTENDING IN 2010, SPLASH ONE WEEK EVERY YEAR THE YMCA OF PHILADELPHIA AND VICINITY OFFERS FREE WATER SAFETY INSTRUCTION TO CHILDREN AND FAMILIES IN OUR SERVICE AREA. THIS NATIONALLY RECOGNIZED PROGRAM IS THE YMCA OF THE USA SPLASH WEEK. THE PURPOSE OF SPLASH IS TO EDUCATE CHILDREN AND FAMILIES ABOUT THE IMPORTANCE OF WATER SAFETY. THIS ANNUAL EVENT IS HELD IN APRIL WITH THE ARRIVAL OF SPRING. PEOPLE ARE INCREASINGLY ENGAGING IN WATER ACTIVITIES. THIS IS ESPECIALLY IMPORTANT TO THE GREATER PHILADELPHIA COMMUNITY-AT-LARGE DUE TO THE EASY ACCESS OF UNSUPERVISED BODIES OF WATER. DROWNING IS THE LEADING CAUSE OF DEATH FOR CHILDREN AGES 12 AND UNDER. IN 2010 WE SERVED OVER 800 CHILDREN AND FAMILIES THROUGHOUT THIS WEEK-LONG EVENT.</p>

Identifier	Return Reference	Explanation
PROGRAM SERVICE STATEMENT	FORM 990, PART III, LINE 4B	<p>YOUTH DEVELOPMENT CHILDCARE &amp; DAY CAMP EARLY CHILDHOOD EDUCATION THE YMCA OF PHILADELPHIA &amp; VICINITY IS THE LARGEST PROVIDER OF CHILD CARE SERVICES, CARING FOR OVER 5,000 CHILDREN EACH DAY OF OUR 11 LOCATIONS, 27 PROGRAM SITES OFFER STATE-LICENSED AND KEYSTONE STAR RANKED CHILD CARE PROGRAMS THE ABINGTON YMCA, THE AMBLER AREA YMCA, THE CHRISTIAN STREET YMCA, THE COLUMBIA NORTH YMCA, THE HATBORO AREA YMCA, THE NORTHEAST FAMILY YMCA, THE ROCKY RUN YMCA, THE ROXBOROUGH YMCA AND THE WEST YMCA MANY OF THE FAMILIES THAT THE Y SERVES ARE ECONOMICALLY AND SOCIALLY CHALLENGED WITH MINIMAL RESOURCES TO PROVIDE OPPORTUNITIES FOR THEIR CHILD(REN) Y PROGRAMS PROVIDE THE OPPORTUNITY AND EXPERIENCE TO BRIDGE THE GAP IN EACH OF OUR CHILD CARE CLASSROOMS AND PROGRAMS THE VISION IS TO ENRICH AND TO FACILITATE AN EXPERIENCE THAT WILL DEVELOP A CHILD'S COGNITIVE, SOCIAL, PHYSICAL AND EMOTIONAL GROWTH EARLY CHILDHOOD EDUCATION AT THE YMCA OF PHILADELPHIA &amp; VICINITY ACCOMPLISHES THIS GOAL BY EMPLOYING A CREATIVE CURRICULUM THAT ASSISTS CHILDREN'S LEARNING THROUGH THEIR EVERY DAY PLAY THE CLASSROOMS ARE SET UP BY AGE AND STRUCTURE USING THE "CENTER METHOD" THE CENTER METHOD IS THEMED-BASED WITH SPECIFIC GOALS FOR INDIVIDUAL DEVELOPMENT THAT PREPARES EACH STUDENT FOR HIGHER LEVELS OF LEARNING STORY TIME, ARTS AND MUSIC, AND COOKING EXPERIENCES ARE JUST THREE EXAMPLES OF THE MANY ACTIVITIES THAT HELP CHILDREN TO DEVELOP INTO READY LEARNERS STUDENTS ALSO BENEFIT FROM OTHER MEANINGFUL ACTIVITIES EACH WEEK, SUCH AS SWIM LESSONS AND GYM ACTIVITIES FINALLY, A KEY FEATURE OF OUR EARLY CHILDHOOD EDUCATION PROGRAM IS PARENTAL INVOLVEMENT BECAUSE THE PARENTS ARE OUR PARTNERS, WE WORK WITH THEM TO BUILD AN UNDERSTANDING OF THE IMPORTANCE OF EARLY CHILDHOOD EDUCATION EQUIPPED WITH THIS KNOWLEDGE, PARENTS WORK DILIGENTLY WITH THEIR CHILDREN SO THAT THE LESSONS AND SKILLS LEARNED AT THE YMCA ARE REINFORCED AT HOME STAFF AND PROGRAM HIGH QUALITY CREDENTIALS AND STRUCTURE THE YMCA OF PHILADELPHIA &amp; VICINITY BELIEVES THAT QUALITY CARE DEPENDS ON QUALITY TEACHERS, AND TO THAT END EVERY EARLY CHILDHOOD EDUCATION CLASSROOM TEACHER AT THE YMCA OF PHILADELPHIA &amp; VICINITY HAS A MINIMUM OF AN ASSOCIATE'S DEGREE IN EARLY CHILDHOOD EDUCATION TEACHING ASSISTANTS MUST HAVE ATTAINED THEIR CHILD DEVELOPMENT ASSOCIATE (CDA) CREDENTIAL THE Y IS COMMITTED TO PROFESSIONAL DEVELOPMENT AND ENCOURAGES STAFF TO CONTINUE THEIR EDUCATION IN ORDER TO PROVIDE THE MOST KNOWLEDGEABLE AND EXPERIENCED CARE POSSIBLE EXCELLENT CHILD CARE ALSO HINGES UPON DELIVERING INDIVIDUALIZED CONSIDERATION OF THE SPECIAL NEEDS OF EACH STUDENT SMALL CLASSROOMS THAT ENABLE AMPLE PERSONAL ATTENTION BETWEEN TEACHERS AND STUDENTS ARE A HALLMARK ATTRIBUTE OF EARLY CHILDHOOD EDUCATION AT THE Y FOR CHILDREN AGES 12-24 MONTHS, THE TEACHER TO STUDENT RATIO IS 1:6 FOR STUDENTS 2 1/2-3 YEARS OLD, THE TEACHER TO STUDENT RATIO IS 1:8 FOR STUDENTS 3-5 YEARS OLD, THE TEACHER TO STUDENT RATIO NEVER EXCEEDS 1:10 CHILD DEVELOPMENT ASSOCIATE TRAINING PROGRAM (CDA) THE CHILD DEVELOPMENT ASSOCIATE TRAINING PROGRAM PROVIDES AN ESSENTIAL CREDENTIAL TO AN EMERGING CHILDCARE PROFESSIONAL THIS NATIONALLY RECOGNIZED CREDENTIAL ASSISTS PRACTITIONERS IN MEETING THE SPECIFIC NEEDS OF CHILDREN, KNOWLEDGE TO WORK WITH PARENTS AND OTHER ADULTS TO SUPPORT AND NURTURE A CHILD'S PHYSICAL, SOCIAL, EMOTIONAL AND INTELLECTUAL GROWTH IN A CHILD DEVELOPMENT FRAMEWORK ANNUALLY, THE YMCA OF PHILADELPHIA &amp; VICINITY GRADUATES 425 INDIVIDUALS WITH A CDA THIS TRAINING PROGRAM IS FUNDED WITH THE ASSISTANCE OF THE PENNSYLVANIA OFFICE OF CHILD DEVELOPMENT AND EARLY LEARNING FAMILY CHILDCARE NETWORK THE ACCREDITATION INITIATIVE IS THE FAMILY CHILDCARE NETWORK'S WAY TO INCREASE THE QUALITY AND QUANTITY OF INFANT/TODDLER CARE CENTERS IN THE CITY OF PHILADELPHIA AND SURROUNDING COUNTIES WHILE PROVIDING TRAINING AND TECHNICAL ASSISTANCE TO MEET THE PREREQUISITES FOR ACCREDITATION UNDER NATIONAL ASSOCIATION OF FAMILY CHILD CARE CENTERS (NAFCC) ANY RESIDENT OF PHILADELPHIA, MONTGOMERY OR DELAWARE COUNTY WITH A DESIRE TO COMMIT TO THE EDUCATION OF YOUNG CHILDREN CAN BECOME A LICENSED FAMILY CHILDCARE PROVIDER THROUGH OUR PROGRAM WE ASSIST A MINIMUM OF 200 PARTICIPANTS, CARING FOR 1,200 CHILDREN ANNUALLY, TO ATTAIN ALL REQUIRED LICENSES AND PERMITS FROM THE CITY AND STATE IN ORDER TO LEGALLY OPERATE A CHILD CARE BUSINESS SCHOOL-AGE CHILDCARE BEFORE AND AFTER SCHOOL PROGRAMS AFTER CHILDREN ENTER KINDERGARTEN, THE YMCA OF PHILADELPHIA &amp; VICINITY CONTINUES TO ENCOURAGE CHILDREN'S SOCIAL AND PSYCHOLOGICAL DEVELOPMENT THROUGH STATE-LICENSED BEFORE AND AFTER SCHOOL PROGRAMS ACROSS THE ENTIRE ASSOCIATION IN 2010, OUR SCHOOL-AGE CHILD CARE PROGRAMS SERVED OVER 1,250 STUDENTS IN GRADES K-8 WITH BOTH BEFORE AND AFTER-SCHOOL PROGRAMS MONDAY THROUGH FRIDAY, BEFORE SCHOOL CARE BEGINS AT 6:30 AM OR 7:00 AM, DEPENDING ON THE BRANCH SITE, AND INCLUDES TRANSPORTATION TO SELECT SCHOOLS IN THE BRANCH'S LOCAL COMMUNITY AFTER SCHOOL CARE RUNS FROM SCHOOL DISMISSAL TO 6:00 PM AND ALSO INCLUDES TRANSPORTATION FROM SELECT SCHOOLS IN EACH BRANCH'S NEIGHBORHOOD TO THE YMCA THE YMCA OF PHILADELPHIA &amp; VICINITY RECOGNIZES THAT PARENTS AND CHILDREN ALIKE STILL REQUIRE CARE ON EARLY-DISMISSAL DAYS AND SCHOOL HOLIDAYS TO THAT END, THE Y OFFERS HALF AND FULL DAY CHILD CARE SERVICE ON DAYS WHEN SCHOOL IS LET OUT EARLY OR IS NOT IN SESSION SO THAT PARENTS CAN ENSURE THEIR CHILDREN SPEND THAT FREE TIME IN A SAFE, NURTURING, AND STRUCTURED ENVIRONMENT PROGRAMMATICALLY, SCHOOL-AGE CHILD CARE AT THE Y PROVIDES A LOW-PRESSURE SETTING IN WHICH CHILDREN CAN RECEIVE ACADEMIC ASSISTANCE THAT ACCOMMODATES THEIR PERSONAL LEARNING STYLE AND NEEDS HOMEWORK HELP AND TUTORING IS A PRIMARY COMPONENT OF SCHOOL-AGE CHILD CARE AND SERVES TO REINFORCE THE LEARNING ACCOMPLISHED DURING SCHOOL HOURS OUR SCHOOL-AGE CHILD CARE PROGRAMS ALSO STRIVE TO ENGAGE CHILDREN IN PRODUCTIVE EXTRACURRICULAR ACTIVITIES THAT ARE VOLUNTARY AND CONFIDENCE-BUILDING PARTICIPATING STUDENTS MAY CHOOSE FROM A VARIETY OF RECREATIONAL ACTIVITIES, INCLUDING BUT NOT LIMITED TO SWIMMING LESSONS, ARTS &amp; CRAFTS, BASKETBALL AND OTHER SPORTS, AND CHESS INSTRUCTION HEALTHY SNACKS AND/OR DINNER ARE ALSO AVAILABLE TO STUDENTS ADDITIONALLY, CERTAIN BRANCHES, SUCH AS THE COLUMBIA NORTH Y, OFFER MIDDLE SCHOOL CLUBS FOR YOUTH IN GRADES 6-8 DESIGNED TO MEET THE NEEDS OF "TEENS," MIDDLE SCHOOL CLUBS ARE THEMED AROUND SWIMMING, COMPUTERS, SPORTS AND HOMEWORK/TEST PREP SIMILAR TO OUR OTHER SCHOOL-AGE CHILD CARE PROGRAMS, MIDDLE SCHOOL CLUBS SEEK TO EMPHASIZE CHARACTER DEVELOPMENT OF THE Y'S FOUR CORE VALUES HONESTY, CARING, RESPECT AND RESPONSIBILITY SUMMER CAMPS AT THE YMCA OF PHILADELPHIA &amp; VICINITY THE YMCA OF PHILADELPHIA &amp; VICINITY BELIEVES THAT CHILDREN NEED QUALITY SUMMER PROGRAMS TO BOTH REINFORCE AND ADVANCE THE PHYSICAL, PSYCHOLOGICAL AND SOCIAL GROWTH THEY EXPERIENCE THROUGHOUT THE SCHOOL YEAR IN 2010 WE SERVED OVER 3,900 CHILDREN PER DAY THE Y VIEWS SUMMER CAMP AS VITAL TO CHARACTER DEVELOPMENT WHILE ALSO BEING A FUN AND ENRICHING ENVIRONMENT FOR CHILDREN TO DEVELOP THEIR EXTRACURRICULAR INTERESTS - THINGS THEY MAY NOT HAVE FULL OPPORTUNITY TO DO THROUGHOUT THE SCHOOL YEAR GIVEN BUDGET CUTS TO ARTS, MUSIC, AND PHYSICAL EDUCATION PROGRAMS CAMP AT THE Y ACCOMMODATES CHILDREN AGES 3-16 IN A VARIETY OF DIFFERENT THEMES THAT ALLOW CHILDREN TO EXPLORE THEIR INTERESTS IN AREAS INCLUDING BUT NOT LIMITED TO SPORTS, GYMNASTICS, SWIMMING, THEATER, DANCE, ART, AND COMMUNITY INVOLVEMENT AND VOLUNTEERISM THE Y ENCOURAGES CHILDREN TO EXPERIMENT WITH DIFFERENT ACTIVITIES IN ORDER TO GROW THEIR PERSONAL INTERESTS AND STRENGTHS WHILE ALSO BUILDING THEIR SOCIAL SKILLS, PHYSICAL HEALTH AND WELLNESS, AND SELF-CONFIDENCE EXTRACURRICULAR INTERESTS BUTTRESS CHARACTER BUILDING, AND THE Y HOPES TO INSTILL AN APPRECIATION FOR ITS FOUR CORE VALUES - HONESTY, CARING, RESPECT, AND RESPONSIBILITY - IN ALL ITS CAMPERS EVERY BRANCH OF THE YMCA OF PHILADELPHIA &amp; VICINITY OFFERS A VARIETY OF AGE-APPROPRIATE SUMMER EXPERIENCES FOR CHILDREN THERE IS PRE-SCHOOL CAMP (CAMP SMALL FEET) THAT INTRODUCES CHILDREN AGES 2-5 TO NATURE AND SCIENCE IN THE WORLD AROUND THEM THROUGH GAMES AND OUTDOOR PLAY, ARTS &amp; CRAFTS, SONGS AND SWIMMING THERE ARE TRADITIONAL DAY CAMPS THAT EMPLOY A DIFFERENT THEME EACH WEEK TO ENGAGE CAMPERS IN ACTIVITIES RANGING FROM FITNESS AND SPORTS, ARTS &amp; CRAFTS AS WELL AS WEEKLY FIELD TRIPS THERE ARE SPECIALTY SPORTS, GYMNASTICS, THEATER, DANCE, AND VOLUNTEERISM/CIVIC ENGAGEMENT CAMPS (SEE CONTINUATION BELOW)</p>

Identifier	Return Reference	Explanation
	FORM 990, PART III, LINE 4B (CONTINUATION)	<p>THE ABINGTON, AMBLER AREA, AND ROXBOROUGH Y'S OFFER "CAMP MAGIC" OR "CAMP OUTLOOK ". THESE CAMPS ARE SPECIFICALLY DESIGNED FOR CHILDREN WITH AUTISM, HIGH-FUNCTIONING ASD, OR OTHER SPECIAL NEEDS SO THAT THEY TOO CAN ENJOY ALL THE ACTIVITIES AND FUN OF SUMMER CAMP. CAMP MAGIC AND CAMP OUTLOOK CATER TO THE UNIQUE NEEDS OF THESE CHILDREN WHILE ALSO PROMOTING POSITIVE INTEGRATION WITH MAINSTREAM CAMPERS, WHEN POSSIBLE, TO ENABLE ALL CHILDREN TO LEARN AND APPRECIATE OTHER INDIVIDUALS. THE YMCA OF PHILADELPHIA &amp; VICINITY BELIEVES IN THE IMPORTANCE OF PERSONAL RELATIONSHIPS TO A CHILD'S HAPPY AND HEALTHY GROWTH. THE Y MAINTAINS A RATIO OF 8:1 CAMPERS TO STAFF AT PRE-SCHOOL CAMPS AND 10:1 OR 12:1 AT ALL OTHER CAMPS. THE GOAL OF CAMP AT THE Y IS TO PROVIDE CHILDREN WITH THE MOST FUN, SAFE AND EDUCATIONALLY ENRICHING SUMMER EXPERIENCE POSSIBLE, THEREFORE OUR STAFF MUST MEET OUR STANDARDS OF EXCELLENCE. WE SELECT STAFF FOR THEIR EXPERIENCE, PROBLEM-SOLVING SKILLS, CREATIVE THINKING SKILLS, ENTHUSIASM, Maturity, AND MOST Importantly THEIR LOVE OF CHILDREN. ALL STAFF MUST BE AT LEAST 18 YEARS OLD TO WORK FOR THE Y. THE CAMP DIRECTOR MUST BE AT LEAST 21 YEARS OLD, POSSESS A VALID DRIVER'S LICENSE, AND HAVE AT LEAST THREE YEARS OF SUPERVISORY EXPERIENCE. SAFETY AND PREPAREDNESS ARE TOP PRIORITIES FOR THE Y, THEREFORE EVERY CAMP STAFF MEMBER RECEIVES A MINIMUM OF 40 HOURS OF PRE-CAMP TRAINING INCLUDING FIRST AID AND CPR AS WELL AS CHILD ABUSE PREVENTION. ADDITIONALLY, ALL CAMP STAFF MUST ATTEND A DAY-LONG SEMINAR TAUGHT BY YMCA OF PHILADELPHIA &amp; VICINITY STAFF, CONSULTANTS FROM THE REDWOOD GROUP AND BROWN AND BROWN CONSULTING, AND TEACHERS FROM LOCAL DELAWARE VALLEY PUBLIC SCHOOLS. TOPICS AT THE SEMINAR INCLUDE BUT ARE NOT LIMITED TO AQUATIC SAFETY, BEHAVIOR MANAGEMENT, ACTIVE ENGAGEMENT/GAMES &amp; ACTIVITIES, WORKING WITH 5-12 YEAR OLDS AND LEADING A GREAT CAMP EXPERIENCE.</p>

Identifier	Return Reference	Explanation
PROGRAM SERVICE STATEMENT	FORM 990, PART III, LINE 4C	<p>SOCIAL RESPONSIBILITY EDUCATION &amp; COMMUNITY OUTREACH ADULT LITERACY AND FAMILY LITERACY THE YMCA OF PHILADELPHIA &amp; VICINITY PROVIDES LITERACY, COMPUTER EDUCATION AND FAMILY LITERACY PROGRAMS FOR 1,009 INDIVIDUALS IN 2010 AT ITS ADULT EDUCATION &amp; TECHNOLOGY CENTER AND 15 ADDITIONAL COMMUNITIES THROUGHOUT PHILADELPHIA AS WELL AS OUR YMCA BRANCH SITES IN MONTGOMERY AND DELAWARE COUNTIES THE CENTER HELPS INDIVIDUALS, BOTH U S CITIZENS AND IMMIGRANTS, WITH AN ARRAY OF LITERACY AND JOB READINESS PROGRAMS FOR 2010 THESE INCLUDED THE FOLLOWING COURSE AREAS AND NUMBER OF ADULT LEARNERS ADULT BASIC EDUCATION 174 (THREE LEVELS) ADULT SECONDARY EDUCATION 67 (TWO LEVELS) ENGLISH AS SECOND LANGUAGE (ESL) 527 (FIVE LEVELS) TOTAL COURSE HOURS OF INSTRUCTION WERE 37,047 AND WERE SUPPORTED PRIMARILY BY FEDERAL, STATE AND PRIVATE GRANTS IN ADDITION TO THE OBJECTIVES OF THE COURSES, THE ADULT EDUCATION &amp; TECHNOLOGY CENTERS SEEK TO ASSIST ENTIRE FAMILIES, MANY OF WHICH ARE HEADED BY SINGLE MOTHERS, THROUGH COLLABORATION WITH OTHER YMCA FAMILY CARE PROGRAMS Y ACHIEVERS PROGRAM THE Y ACHIEVERS PROGRAM IS AN ACADEMIC ACHIEVEMENT/CAREER DEVELOPMENT INITIATIVE PURPOSED TO HELP TEENS AND PRE-TEENS SET AND PURSUE HIGHER EDUCATIONAL AND CAREER GOALS, RESULTING IN GRADUATION AND ACCEPTANCE TO AN INSTITUTION OF HIGHER LEARNING AT THE YMCA PHILADELPHIA &amp; VICINITY, Y ACHIEVERS EXPANDS ON THIS GOAL BY PROVIDING DEVELOPMENTALLY BASED, MENTORSHIP AND WORKSHOP ACTIVITIES, DESIGNED TO GIVE 5TH-12TH GRADE YOUTH THE TOOLS THEY NEED TO SUCCEED IN COLLEGE AND BEYOND THE Y ACHIEVERS PROGRAM IS FOUNDED ON FIVE PROGRAMMATIC THRUSTS 1) CAREER EXPLORATION 2) COLLEGE READINESS 3) LEADERSHIP DEVELOPMENT 4) PERSONAL (CHARACTER) DEVELOPMENT 5) COMMUNITY INVESTMENT THE Y ACHIEVERS PROGRAM WAS CREATED WITH THE FOLLOWING 3 GOALS 1) TO ENCOURAGE YOUTH TO SET AND ACHIEVE HIGH EDUCATIONAL, PERSONAL AND PROFESSIONAL GOALS, 2) TO HELP YOUTH CREATE POSITIVE MENTORING RELATIONSHIPS WITH ADULTS WHO HAVE ACHIEVED PERSONAL AND PROFESSIONAL SUCCESS, AND TO ACKNOWLEDGE BOTH FOR THEIR SUCCESS, 3) TO CREATE CHANNELS FOR CONTINUING COMMUNITY INVESTMENT AND INVOLVEMENT OF BUSINESS AND INDUSTRY IN 2010, WE SERVED A RECORD 433 ATTENDING Y ACHIEVERS PROGRAMMING, AT 10 SEPARATE LOCATIONS THROUGHOUT THE CITY OF PHILADELPHIA AND SURROUNDING AREAS OF THOSE, 46% ARE FEMALE AND 54% ARE MALE 90% OF OUR ACHIEVERS WERE AFRICAN AMERICAN, 5% WERE MULTI-RACIAL, 4% WERE LATINO AND 1% WERE ASIAN OR CAUCASIAN OF THE ACHIEVERS WHO RESPONDED TO SURVEY QUESTIONS ON FAMILY INCOME, 43% CAME FROM HOUSEHOLDS MAKING LESS THAN \$30,000 PER YEAR 73% OF Y ACHIEVERS PARTICIPANTS ATTEND PUBLIC SCHOOL IN THE PHILADELPHIA SCHOOL DISTRICT 54% OF ALL Y ACHIEVERS PARTICIPANTS LIVE IN THE SERVICE AREA OF THE INNER CITY BRANCHES, COLUMBIA NORTH, WEST AND CHRISTIAN STREET INTERNATIONAL &amp; CULTURAL PROGRAMS THE YMCA OF PHILADELPHIA &amp; VICINITY'S INTERNATIONAL PROGRAM IS ENGAGED IN ONGOING ACTIVITIES THAT HELP TO DEVELOP A SENSE OF WORLD-MINDEDNESS, TO PROMOTE WORLDWIDE UNDERSTANDING OF VARIOUS CULTURES, AND TO CELEBRATE CULTURAL DIVERSITY WE DO THIS THROUGH VOLUNTEER OPPORTUNITIES, PROGRAM INITIATIVES LIKE YOUTH AND ADULT EXCHANGE PROGRAMS, INTERNATIONAL STAFF EXCHANGES, PROGRAM COURSES INCLUDING ESL AND CITIZENSHIP CLASSES, TOEFL PREPARATION AND PROGRAM EVENTS THE YMCA OF PHILADELPHIA &amp; VICINITY WAS SELECTED TO PARTICIPATE AS PART OF A PILOT GROUP OF LEADING YMCA'S TO DRIVE AND SHOWCASE THE U S EFFORTS TO LEAD THE EXPANSION OF OPPORTUNITIES FOR INCLUSION AND THE BUILDING OF A GLOBAL COMMUNITY</p>

Identifier	Return Reference	Explanation
FORM 990, PART VI, SECTION B, LINE 11		THE FINANCE/AUDIT COMMITTEE MET WITH THE AUDITORS TO REVIEW THE DRAFT OF THE AUDIT AND THE FORM 990. THE CHAIRMAN OF THE FINANCE/AUDIT COMMITTEE PRESENTED THE FORM 990 TO THE EXECUTIVE COMMITTEE PRIOR TO FILING

Identifier	Return Reference	Explanation
	FORM 990, PART VI, SECTION B, LINE 12C	<p>THE CONFLICT OF INTEREST PROCESS BEGINS IN SEPTEMBER FOR THE NEXT CALENDAR YEAR. THE STEPS THAT ARE TAKEN ARE AS FOLLOWS: 1) EMAIL IS SENT TO ASSOCIATION BOARD OF DIRECTORS INFORMING THEM THAT A NEW CONFLICT OF INTEREST POLICY WILL BE DISTRIBUTED AT THE SEPTEMBER BOARD OF DIRECTORS MEETING. 2) HARD COPY OF POLICY IS TAKEN TO SEPTEMBER ASSOCIATION BOARD OF DIRECTORS MEETING. 3) EMAIL IS SENT TO ALL EXECUTIVE DIRECTORS WITH POLICY ATTACHED TO BE DISTRIBUTED AT BRANCH BOARD OF MANAGERS MEETINGS. 4) PAYROLL MANAGERS ALSO RECEIVE AN EMAIL WITH POLICY ATTACHED TO BE DISTRIBUTED TO ALL FULLTIME EMPLOYEES. 5) FOLLOW-UP EMAILS WILL BE SENT TO DIRECTORS UNTIL THE PROCESS IS COMPLETE. 6) SIGNED POLICIES WILL BE KEPT IN A BINDER FILED BY YEAR IN THE ASSOCIATION OFFICE. THE PRESIDENT SHALL SUBMIT A CONFIDENTIAL REPORT TO THE EXECUTIVE COMMITTEE CONCERNING ANY INTERESTS OF ASSOCIATION PERSONNEL, TOGETHER WITH HIS/HER ACTIONS CONCERNING THE SAME. THE PRESIDENT WILL ADMINISTER THIS POLICY, AND ANY DISPUTED ACTION OF THE PRESIDENT WITH RESPECT TO CONFLICT OF INTEREST MATTERS SHALL BE RESOLVED BY THE EXECUTIVE COMMITTEE. BOARD MEMBERS WITH A CONFLICT OF INTEREST WILL ABSTAIN FROM VOTING ON THE MATTER.</p>

Identifier	Return Reference	Explanation
	FORM 990, PART VI, SECTION B, LINE 15	THE CEO'S COMPENSATION IS DETERMINED BY AN INDEPENDENT COMMITTEE OF THE BOARD OF DIRECTORS THE COMMITTEE CONVENES ANNUALLY WITH THE SOLE PURPOSE OF EVALUATING THE CEO'S PERFORMANCE, REVIEWING COMPARABLE ORGANIZATIONS' COMPENSATION INFORMATION AND DETERMINING ANNUAL TOTAL COMPENSATION OF THE CEO. THE COMPENSATION OF ALL OTHER OFFICERS OF THE ORGANIZATION IS REVIEWED ANNUALLY BY THE HUMAN RESOURCES COMMITTEE OF THE BOARD OF DIRECTORS. THE CEO RECOMMENDS TOTAL COMPENSATION FOR THESE OFFICERS AND THESE RECOMMENDATIONS ARE REVIEWED AND APPROVED BY THE COMMITTEE

Identifier	Return Reference	Explanation
	FORM 990, PART VI, SECTION C, LINE 19	GOVERNING DOCUMENTS, ANNUAL REPORT (INCLUDING CERTAIN FINANCIAL DISCLOSURES) AND CONFLICT OF INTEREST POLICY IS PROVIDED ON THE ORGANIZATION'S WEBSITE

<b>Identifier</b>	<b>Return Reference</b>	<b>Explanation</b>
CHANGES IN NET ASSETS OR FUND BALANCES	FORM 990, PART XI, LINE 5	NET UNREALIZED GAINS ON INVESTMENTS 453,578 CHANGE IN VALUE OF BENEFICIAL INTEREST IN PERPETUAL TRUSTS 25,842 TOTAL TO FORM 990, PART XI, LINE 5 479,420

**Additional Data**

**Software ID:**  
**Software Version:**  
**EIN:** 23-1243965  
**Name:** YMCA OF PHILADELPHIA & VICINITY

**Form 990, Part VII - Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors**

(A) Name and Title	(B) Average hours per week	(C) Position (check all that apply)					(D) Reportable compensation from the organization (W- 2/1099-MISC)	(E) Reportable compensation from related organizations (W- 2/1099- MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional Trustee	Official	Key employee	Highest compensated employee			
THOMAS BENDER JR ESQ CHAIR	1 00	X		X			0	0	0
THOMAS A DECKER ESQ VICE CHAIR	1 00	X		X			0	0	0
DARREL A GERMAN VICE CHAIR	1 00	X		X			0	0	0
DIANNE L SEMINGSON VICE CHAIR	1 00	X		X			0	0	0
LAWRENCE S SMITH PAST CHAIR	1 00	X		X			0	0	0
JOHN FLYNN PRESIDENT/CEO	50 00	X		X			497,887	0	34,946
PHILIP R ALBRIGHT DIRECTOR	1 00	X					0	0	0
RUBEN AMARO JR DIRECTOR	1 00	X					0	0	0
CHRISTINE ANGELAKIS DIRECTOR	1 00	X					0	0	0
MARC J ARMSTRONG DIRECTOR	1 00	X					0	0	0
PHILIP V BANCROFT DIRECTOR	1 00	X					0	0	0
WILLIAM BARTON JR DIRECTOR	1 00	X					0	0	0
MARY ANNET BENNER DIRECTOR	1 00	X					0	0	0
MARISKA BOGLE DIRECTOR	1 00	X					0	0	0
PAYNE BROWN DIRECTOR	1 00	X					0	0	0
RICHARD G BROWNE DIRECTOR	1 00	X					0	0	0
ALICIA BURBAGE DIRECTOR	1 00	X					0	0	0
GARY BURGESS DIRECTOR	1 00	X					0	0	0
MARY CARROLL DIRECTOR	1 00	X					0	0	0
CHRISTOPHER CASHMAN DIRECTOR	1 00	X					0	0	0
ROBERT M CHAPPELEAR DIRECTOR	1 00	X					0	0	0
LAWRENCE CUSACK DIRECTOR	1 00	X					0	0	0
JOSH DILLARD DIRECTOR	1 00	X					0	0	0
MICHAEL A DIMEDIO DIRECTOR	1 00	X					0	0	0
DAVID DRYDEN DIRECTOR	1 00	X					0	0	0

**Form 990, Part VII - Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors**

(A) Name and Title	(B) Average hours per week	(C) Position (check all that apply)					(D) Reportable compensation from the organization (W- 2/1099-MISC)	(E) Reportable compensation from related organizations (W- 2/1099- MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee			
MARK T DUNGAN DIRECTOR	1 00	X					0	0	0
CARL B EVERETT ESQ DIRECTOR	1 00	X					0	0	0
BRUCE W FICKEN ESQ DIRECTOR	1 00	X					0	0	0
MARK FOX DIRECTOR	1 00	X					0	0	0
KENNETH R GARRETT DIRECTOR	1 00	X					0	0	0
ELIZABETH GEMMILL ESQ DIRECTOR	1 00	X					0	0	0
STANLEY P JASKIEWICZ ESQ DIRECTOR	1 00	X					0	0	0
CHARLES KAHN JR DIRECTOR	1 00	X					0	0	0
MARY PAT KESSLER DIRECTOR	1 00	X					0	0	0
ANISHA ROBINSON KEEYS DIRECTOR	1 00	X					0	0	0
SANDRA M LEBLANC CHA DIRECTOR	1 00	X					0	0	0
RAYMOND D LUKAS DIRECTOR	1 00	X					0	0	0
JEFFREY A LUTSKY DIRECTOR	1 00	X					0	0	0
RAY MAYO DIRECTOR	1 00	X					0	0	0
MARGARETT F MCKEEL DIRECTOR	1 00	X					0	0	0
GEOFFERY T MCKERNAN DIRECTOR	1 00	X					0	0	0
JAMES MOBLEY DIRECTOR	1 00	X					0	0	0
RAY PENNACCHIA DIRECTOR	1 00	X					0	0	0
JAY S RIDDER DIRECTOR	1 00	X					0	0	0
CHRISTOPHER D ROAK DIRECTOR	1 00	X					0	0	0
EVELYN SAMPLE-OATES DIRECTOR	1 00	X					0	0	0
JEFF SIMPSON DIRECTOR	1 00	X					0	0	0
PETER C SOENS DIRECTOR	1 00	X					0	0	0
GREGORY STEPHENS DMD DIRECTOR	1 00	X					0	0	0
DEBORAH A SUTTON DIRECTOR	1 00	X					0	0	0

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(A) Name and Title	(B) Average hours per week	(C) Position (check all that apply)					(D) Reportable compensation from the organization (W- 2/1099-MISC)	(E) Reportable compensation from related organizations (W- 2/1099- MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee			
CHRISTINA WARD DIRECTOR	1 00	X					0	0	0
RICHARD G WEBSTER JR DIRECTOR	1 00	X					0	0	0
JENNIFER WIGGINS DIRECTOR	1 00	X					0	0	0
JAMES M WILLIAMSON DIRECTOR	1 00	X					0	0	0
SHERI WOODRUFF DIRECTOR	1 00	X					0	0	0
BETTEANN KRAMER VP OF FINANCE/TREASURER	50 00		X				132,652	0	21,265
SCOTT LEWIS VP OF OPERATIONS	50 00		X				117,227	0	22,658
CAROL ANN MERRITT VP OF HR	50 00		X				116,346	0	1,237
TERRI WELLMAN VP OF OPERATIONS	50 00		X				112,857	0	14,347
MICHAEL TROUPE VP OF FACILITIES	50 00		X				110,132	0	20,883
LISA WELSCH VP OF DEVELOPMENT	50 00		X				105,631	0	5,063
OMOIYE KINNEY VP OF COMMUNICATIONS	50 00		X				100,707	0	17,204
JOHNATHAN DAVIS VP OF OPERATIONS	50 00		X				93,694	0	16,392
JAMIE BRUNNING VP OF MEMBERSHIP	50 00		X				80,049	0	12,666
ANDREA YOUNDT VP OF OPERATIONS (THRU 2/10)	50 00		X				25,235	0	3,891