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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2010

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

G Check all that apply

☐ Initial return

☐ Initial return of a former public charity

☐ Final return

☐ Amended return

☐ Address change

☐ Name change

Name of foundation
CHARLOTTE W NEWCOMBE FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)
35 PARK PL

City or town, state, and ZIP code
PRINCETON, NJ 085426918

A Employer identification number
23-2120614

B Telephone number (see page 10 of the instructions)
(609) 924-7022

C If exemption application is pending, check here ☐

D 1. Foreign organizations, check here ☐

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16)
\$ 49,767,333

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	0			
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	28	28		
	4 Dividends and interest from securities.	469,823	771,677		
	5a Gross rents	24,930	24,930		
	b Net rental income or (loss) 7,485				
	6a Net gain or (loss) from sale of assets not on line 10	-1,011,858			
	b Gross sales price for all assets on line 6a 7,286,406				
	7 Capital gain net income (from Part IV , line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
Operating and Administrative Expenses	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	338,376	221,572		
	12 Total. Add lines 1 through 11	-178,701	1,018,207		
	13 Compensation of officers, directors, trustees, etc	156,250	53,875		102,375
	14 Other employee salaries and wages	111,304	10,342		100,962
	15 Pension plans, employee benefits	18,252	4,034		14,218
	16a Legal fees (attach schedule).				
	b Accounting fees (attach schedule).	17,950	17,950	0	0
	c Other professional fees (attach schedule)	183,068	300,038		
	17 Interest		85,908		
	18 Taxes (attach schedule) (see page 14 of the instructions)	3,797			
	19 Depreciation (attach schedule) and depletion	23,677	148,937		
	20 Occupancy	36,431	17,445		18,986
	21 Travel, conferences, and meetings	8,626			8,626
	22 Printing and publications	2,161			2,161
	23 Other expenses (attach schedule).	12,378			12,378
	24 Total operating and administrative expenses. Add lines 13 through 23	573,894	638,529	0	259,706
	25 Contributions, gifts, grants paid	2,018,078			2,010,328
	26 Total expenses and disbursements. Add lines 24 and 25	2,591,972	638,529	0	2,270,034
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-2,770,673			
	b Net investment income (if negative, enter -0-)		379,678		
	c Adjusted net income (if negative, enter -0-)				

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Cat No 11289X

Form **990-PF** (2010)

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	7,905	339,459	339,459
	2	Savings and temporary cash investments	1,881,450	89,161	89,161
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule).			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	41,022,810	45,566,798	48,526,029
	14	Land, buildings, and equipment basis ▶ 753,191 Less accumulated depreciation (attach schedule) ▶ 355,399	420,218	397,792	785,000
15	Other assets (describe ▶ _____)	27,723	27,684	27,684	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	43,360,106	46,420,894	49,767,333	
Liabilities	17	Accounts payable and accrued expenses	24,090	20,845	
	18	Grants payable	1,202,967	1,210,717	
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)	1,227,057	1,231,562	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted	42,133,049	45,189,332	
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see page 17 of the instructions)	42,133,049	45,189,332	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	43,360,106	46,420,894	

Part III Analysis of Changes in Net Assets or Fund Balances		
1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year’s return)	1 42,133,049
2	Enter amount from Part I, line 27a	2 -2,770,673
3	Other increases not included in line 2 (itemize) ▶ _____	3 5,826,956
4	Add lines 1, 2, and 3	4 45,189,332
5	Decreases not included in line 2 (itemize) ▶ _____	5
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6 45,189,332

Part IV

Capital Gains and Losses for Tax on Investment Income

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

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

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

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	-561,743
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8		3	

Part V

Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries			
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2009	2,014,772	39,301,486	0 051265
2008	2,418,286	47,035,044	0 051415
2007	2,762,831	54,282,286	0 050897
2006	2,473,414	50,207,904	0 049263
2005	2,276,599	46,026,400	0 049463

2	Total of line 1, column (d).	2	0 252303
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 050461
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5.	4	43,991,026
5	Multiply line 4 by line 3.	5	2,219,831
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	3,797
7	Add lines 5 and 6.	7	2,223,628
8	Enter qualifying distributions from Part XII, line 4.	8	2,270,034

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions on page 18

Part VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)			
1aExempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
bDomestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	3,797
cAll other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3Add lines 1 and 2.		3	3,797
4Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	
5Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	3,797
6Credits/Payments			
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	15,227
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7Total credits and payments. Add lines 6a through 6d.		7	15,227
8Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached.		8	
9Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	11,430
11Enter the amount of line 10 to be Credited to 2011 estimated tax ☐ 4,000 Refunded ☐		11	7,430

Part VII-AStatements Regarding Activities			
1aDuring the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?			YesNo
bDid it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			NoNo
cDid the foundation file Form 1120-POL for this year?		1c	No
dEnter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☐ \$ _____ (2) On foundation managers ☐ \$ _____			
eEnter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____			
2Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		2	No
3Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		3	No
4aDid the foundation have unrelated business gross income of \$1,000 or more during the year?		4a	No
bIf "Yes," has it filed a tax return on Form 990-T for this year?		4b	
5Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		5	No
6Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		6	Yes
7Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV		7	Yes
8aEnter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ☒ NJ, ☐ PA			
bIf the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .		8b	Yes
9Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV		9	No
10Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		10	No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions).	11		No		
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No		
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <u>http //www newcombefoundation org</u>	13	Yes			
14	The books are in care of ▶ <u>TOM WILFRID</u> Telephone no ▶ <u>(609) 924-7022</u> Located at ▶ <u>35 PARK PL PRINCETON NJ</u> ZIP+4 ▶ <u>08542</u>					
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the year ▶ <table><tr><td>15</td><td></td></tr></table>	15				
15						
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16				
See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country ▶						

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. ☐ Yes ☒ No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? . . . Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐	1b		No
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?.	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010?. ☐ Yes ☒ No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 20 of the instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?. ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.</i>).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b		No

Part VII-B

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes	☒ No	
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes	☒ No	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes	☒ No	
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions).	☐ Yes	☒ No	
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes	☒ No	
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	5b		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870.</i>	6b		No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		

Part VIII

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				
2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Total number of other employees paid over \$50,000.				

Part VIII

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
PRIME BUCHHOLZ & ASSOCIATES INC	INVESTMENT CONSULT	62,073
25 CHESTNUT ST PORTSMOUTH,NH 03801		
Total number of others receiving over \$50,000 for professional services.		

Part IX-A Summary of Direct Charitable Activities	
List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 SCHOLARSHIPS AND FELLOWSHIPS GIVEN TO EDUCATIONAL INSTITUTIONS	2,270,039
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)	
Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3.	

Part X

Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	43,195,273
b	Average of monthly cash balances.	1b	680,667
c	Fair market value of all other assets (see page 24 of the instructions).	1c	785,000
d	Total (add lines 1a, b, and c).	1d	44,660,940
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	44,660,940
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	669,914
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	43,991,026
6	Minimum investment return. Enter 5% of line 5.	6	2,199,551

Part XI

Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☒ and do not complete this part.)

1	Minimum investment return from Part X, line 6.	1	2,199,551
2a	Tax on investment income for 2010 from Part VI, line 5.	2a	3,797
b	Income tax for 2010 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	3,797
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	2,195,754
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	2,195,754
6	Deduction from distributable amount (see page 25 of the instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	2,195,754

Part XII

Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26.	1a	2,270,034
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	2,270,034
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions).	5	3,797
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	2,266,237
Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years			

Part XIII

Undistributed Income (see page 26 of the instructions)

		(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1	Distributable amount for 2010 from Part XI, line 7				2,195,754
2	Undistributed income, if any, as of the end of 2010				
a	Enter amount for 2009 only.			0	
b	Total for prior years 2008 , 2007 , 2006		0		
3	Excess distributions carryover, if any, to 2010				
a	From 2005.				25,083
b	From 2006.				11,803
c	From 2007.				155,095
d	From 2008.				89,414
e	From 2009.				57,781
f	Total of lines 3a through e.	339,176			
4	Qualifying distributions for 2010 from Part XII, line 4 ➤ \$ 2,270,034				
a	Applied to 2009, but not more than line 2a			0	
b	Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c	Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .				
d	Applied to 2010 distributable amount.				2,195,754
e	Remaining amount distributed out of corpus	74,280			
5	Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6	Enter the net total of each column as indicated below:				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	413,456			
b	Prior years' undistributed income Subtract line 4b from line 2b.		0		
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d	Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . .		0		
e	Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f	Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				0
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8	Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	25,083			
9	Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	388,373			
10	Analysis of line 9				
a	Excess from 2006.				11,803
b	Excess from 2007.				155,095
c	Excess from 2008.				89,414
d	Excess from 2009.				57,781
e	Excess from 2010.				74,280

Part XIV

Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

1a

If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling.

b

Check box to indicate whether the organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year	Prior 3 years			(e) Total
		(a) 2010	(b) 2009	(c) 2008	(d) 2007	
b	85% of line 2a					
c	Qualifying distributions from Part XII, line 4 for each year listed.					
d	Amounts included in line 2c not used directly for active conduct of exempt activities.					
e	Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c.					
3	Complete 3a, b, or c for the alternative test relied upon					
a	“Assets” alternative test—enter					
	(1) Value of all assets					
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b	“Endowment” alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c	“Support” alternative test—enter					
	(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
	(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
	(3) Largest amount of support from an exempt organization					
	(4) Gross investment income					

Part XV

Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see page 27 of the instructions.)

1

Information Regarding Foundation Managers:

a

List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

b

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

2

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

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a

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

THOMAS N WILFRID
35 PARK PL
PRINCETON, NJ 08542
(609) 924-7022

b

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

COLLEGES & UNIVERSITIES INTERESTED IN NEWCOMBE SCHOLARSHIPS MAY WRITE OR PHONE THE FOUNDATION'S OFFICE, APPLICATION PROCEDURES WILL BE EXPLAINED. APPLICATION FOR NEWCOMBE SCHOLARSHIPS FOR MATURE SECOND-CAREER WOMEN STUDENTS OR FOR NEWCOMBE SCHOLARSHIPS FOR STUDENTS WITH DISABILITIES REQUIRES COMPLETION OF INFORMATION FORMS AND SUBMISSION OF A REQUEST FOR FUNDING THAT EXPLAINS SERVICES PROVIDED TO SUCH STUDENTS, ADMINISTRATION ARRANGEMENTS FOR THE PROPOSED SCHOLARSHIP GRANT, AND ANY MATCHING FUNDING THE COLLEGE OR UNIVERSITY WOULD PROVIDE TO AUGMENT THE NEWCOMBE FUNDING OR TO BUILD AN ENDOWED SCHOLARSHIP FUND TO BENEFIT THESE STUDENTS. NOTE GEOGRAPHICAL RESTRICTIONS IN PART XV, LINE 2(D) PARAGRAPH (1) BELOW. IN EVERY CASE, A COPY OF THE INSTITUTION'S LETTER OF EXEMPT STATUS UNDER IRS CODE MUST ACCOMPANY THE APPLICATION AND THE INSTITUTION'S EMPLOYER IDENTIFICATION NUMBER (EIN) MUST BE FURNISHED. APPLICATION FOR NEWCOMBE DOCTORAL DISSERTATION FELLOWSHIPS IN ETHICS AND RELIGION MUST BE MAILED BY JANUARY 15, 2011.

c

Any submission deadlines

APPLICATION MATERIAL FOR SCHOLARSHIPS FOR STUDENTS WITH DISABILITIES AND FOR MATURE WOMEN STUDENTS IS DUE JANUARY 15, 2011.

d

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

ALL GRANTS OF THE NEWCOMBE FOUNDATION ARE FOR SCHOLARSHIPS OR DOCTORAL FELLOWSHIPS IN THE PROGRAMS LISTED ABOVE. GRANTS ARE ONLY MADE TO COLLEGES, UNIVERSITIES, OR FOUNDATIONS. NO GRANTS ARE MADE TO INDIVIDUALS. NO MONEY IS AVAILABLE FOR PROGRAM DEVELOPMENT, STAFFING OR GENERAL SUPPORT. NO FUNDS ARE AWARDED FOR POST-DOCTORAL WORK. NEWCOMBE FOUNDATION GRANTS ARE MADE IN THREE PROGRAMS WITH THE FOLLOWING RESTRICTIONS: (1) NEWCOMBE DOCTORAL DISSERTATION FELLOWSHIPS: UP TO 30 NEWCOMBE FELLOWS ARE SELECTED ANNUALLY IN A NATIONAL COMPETITION. DOCTORAL DEGREE CANDIDATES IN THE HUMANITIES AND SOCIAL SCIENCES WHOSE WORK FOCUSES ON ETHICS AND RELIGION MAY APPLY TO THE WOODROW WILSON NATIONAL FELLOWSHIP FOUNDATION (ADDRESS ABOVE). SUPPORT IS LIMITED TO ONE YEAR. (2) NEWCOMBE SCHOLARSHIPS FOR MATURE SECOND-CAREER WOMEN STUDENTS ARE RESTRICTED GEOGRAPHICALLY TO COLLEGES AND UNIVERSITIES IN PA, NJ, MD, DE, DC AND NY CITY. NO GRANTS ARE MADE IN THIS PROGRAM TO TWO-YEAR COLLEGES, PUBLIC OR PRIVATE, OR

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

b <i>Approved for future payment</i> See Additional Data Table				
--	--	--	--	--

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments.					
3 Interest on savings and temporary cash investments			14	28	
4 Dividends and interest from securities.			14	469,823	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.			16	7,485	
6 Net rental income or (loss) from personal property					
7 Other investment income.			15	338,376	
8 Gain or (loss) from sales of assets other than inventory			18	-1,011,858	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. . .					
11 Other revenue a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal Add columns (b), (d), and (e).				-196,146	
13 Total. Add line 12, columns (b), (d), and (e).				-196,146	

[illegible]

Part XVII

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

1

Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a

Transfers from the reporting foundation to a noncharitable exempt organization of

1

Cash.

1a(1)

No

2

Other assets.

1a(2)

No

b

Other transactions

1

Sales of assets to a noncharitable exempt organization.

1b(1)

No

2

Purchases of assets from a noncharitable exempt organization.

1b(2)

No

3

Rental of facilities, equipment, or other assets.

1b(3)

No

4

Reimbursement arrangements.

1b(4)

No

5

Loans or loan guarantees.

1b(5)

No

6

Performance of services or membership or fundraising solicitations.

1b(6)

No

c

Sharing of facilities, equipment, mailing lists, other assets, or paid employees.

1c

No

d

If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

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

2a

Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

☐

Yes

☒

No

b

If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
--------------------------	--------------------------	---------------------------------

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.

Signature of officer or trustee

2011-11-08

Date

Title

Paid Preparer's Use Only

Preparer's Signature

Firm's name

Firm's address

Date

WITHUM SMITH BROWN PC

5 VAUGHN DR

PRINCETON, NJ 085406313

Check if self-employed

Firm's EIN

Phone no

PTIN

(609) 520-1188

Form 990-PF (2010)

Additional Data

Software ID:
Software Version:
EIN: 23-2120614
Name: CHARLOTTE W NEWCOMBE FOUNDATION

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
A	2 071 ACADIAN INTL SMALL CAP			2010-02-05
B	1 977 ACADIAN INTL SMALL CAP			2010-05-13
C	2 087 ACADIAN INTL SMALL CAP			2010-08-13
D	1 856 ACADIAN INTL SMALL CAP			2010-11-13
E	2291 476 VANGUARD ST TREASURY			2010-09-30
F	2685 079 VANGUARD 500 INDEX FD			2010-07-07
G	2467 308 VANGUARD 500 INDEX FD			2010-07-19
H	5960 186 VANGUARD 500 INDEX FD			2010-07-30
I	15479 877 DODGE & COX INTL STK			2010-12-13
J	325891 146 ARTIO INTL EQUITY			2010-08-09
K	10699 955 WILLIAM BLAIR INTL			2010-12-13
L	GENEVA MID CAP GROWTH-SHORT TR			2010-12-31
M	GENEVA MID CAP GROWTH-LONG TR			2010-12-31
N	CAPITAL GAIN DIVIDENDS	P		

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

(e) Gross sales price		(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
A	5,202		3,291	1,911
B	5,225		3,142	2,083
C	5,294		3,317	1,977
D	5,330		2,950	2,380
E	25,000		24,734	266
F	210,000		235,609	-25,609
G	200,000		216,500	-16,500
H	500,000		522,991	-22,991
I	550,000		676,584	-126,584
J	3,724,922		5,315,843	-1,590,921
K	240,000		216,856	23,144
L	41,985		26,325	15,660
M	641,654		600,007	41,647
N				59,325

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69		(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
A				1,911
B				2,083
C				1,977
D				2,380
E				266
F				-25,609
G				-16,500
H				-22,991
I				-126,584
J				-1,590,921
K				23,144
L				15,660
M				41,647
N				

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JANET A FEARON	TRUSTEE 2 0	7,000		
35 PARK PL PRINCETON, NJ 085426918				
ROBERT M ADAMS	TRUSTEE 2 0	7,000		
35 PARK PL PRINCETON, NJ 085426918				
J BARTON LEUDEKE	TRUSTEE 2 0	7,000		
35 PARK PL PRINCETON, NJ 085426918				
ELIZABETH T FRANK	TRUSTEE 2 0	7,000		
35 PARK PL PRINCETON, NJ 085426918				
AARON E GAST	TRUSTEE 2 0	7,000		
35 PARK PL PRINCETON, NJ 085426918				
THOMAS WILFRID	EXECUTIVE DIRECTOR 40 0	121,250		
35 PARK PL PRINCETON, NJ 085426918				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
AMERICAN UNIVERSITY 440 MASSACHUSETTS AVE WASHINGTON,DC 20016		PUBLIC CHARITY	MATURE SECOND-CAREER WOMEN SCHOLARSHIPS	30,000
ARCADIA UNIVERSITY 450 S EASTON RD GLENSIDE,PA 19038		PUBLIC CHARITY	MATURE SECOND-CAREER WOMEN SCHOLARSHIPS	32,000
BLOOMFIELD COLLEGE 467 FRANKLIN ST BLOOMFIELD,NJ 07003		PUBLIC CHARITY	MATURE SECOND-CAREER WOMEN SCHOLARSHIPS	35,000
CEDAR CREST COLLEGE 100 COLLEGE DR ALLENTOWN,PA 18104		PUBLIC CHARITY	MATURE SECOND-CAREER WOMEN SCHOLARSHIPS	16,000
MISERICORDIA UNIVERSITY 301 LAKE ST DALLAS,PA 18612		PUBLIC CHARITY	MATURE SECOND-CAREER WOMEN SCHOLARSHIPS	69,500
COLUMBIA UNIVERSITY SCHOOL OF GENERAL STUDIES 408 LEWISOHN HALL NEW YORK,NY 10027		PUBLIC CHARITY	MATURE SECOND-CAREER WOMEN SCHOLARSHIPS	15,000
FORDHAM UNIVERSITY 441 E FORDHAM RD BRONX,NY 10458		PUBLIC CHARITY	MATURE SECOND-CAREER WOMEN SCHOLARSHIPS	35,000
GANNON UNIVERSITY 109 UNIVERSITY SQUARE ERIE,PA 16541		PUBLIC CHARITY	MATURE SECOND-CAREER WOMEN SCHOLARSHIPS	30,000
GWYNEDD-MERCY COLLEGE SUMNEYTOWN PIKE GWYNEDD VALLEY,PA 19437		PUBLIC CHARITY	MATURE SECOND-CAREER WOMEN SCHOLARSHIPS	18,000
HUNTER COLLEGE 695 PARK AVE NEW YORK,NY 10021		PUBLIC CHARITY	MATURE SECOND-CAREER WOMEN SCHOLARSHIPS	35,000
KEAN UNIVERSITY FOUNDATION 1000 MORRIS AVE UNION,NJ 07083		PUBLIC CHARITY	MATURE SECOND-CAREER WOMEN SCHOLARSHIPS	40,000
LA SALLE UNIVERSITY 1900 WOLNEY AVE PHILADELPHIA,PA 19141		PUBLIC CHARITY	MATURE SECOND-CAREER WOMEN SCHOLARSHIPS	44,000
MARYWOOD UNIVERSITY 2300 ADAMS AVE SCRANTON,PA 18509		PUBLIC CHARITY	MATURE SECOND-CAREER WOMEN SCHOLARSHIPS	37,000
MORAVIAN COLLEGE 1200 MAIN ST BETHLEHEM,PA 18018		PUBLIC CHARITY	MATURE SECOND-CAREER WOMEN SCHOLARSHIPS	31,500
NEUMANN UNIVERSITY 1 NEUMANN DR ASTON,PA 19014		PUBLIC CHARITY	MATURE SECOND-CAREER WOMEN SCHOLARSHIPS	36,500
Total  3a				2,010,328

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
RIDER UNIVERSITY 2083 LAWRENCEVILLE RD LAWRENCEVILLE, NJ 08648		PUBLIC CHARITY	MATURE SECOND-CAREER WOMEN SCHOLARSHIPS	52,500
RUTGERS UNIVERSITY FOUNDATION 7 COLLEGE AVE NEW BRUNSWICK, NJ 08901		PUBLIC CHARITY	MATURE SECOND-CAREER WOMEN SCHOLARSHIPS	27,500
TOWSON UNIVERSITY FOUNDATION 8000 YORK RD TOWSON, MD 21252		PUBLIC CHARITY	MATURE SECOND-CAREER WOMEN SCHOLARSHIPS	57,500
UNIVERSITY OF MARYLAND 3300 METZEROTT RD ADELPHI, MD 20783		PUBLIC CHARITY	MATURE SECOND-CAREER WOMEN SCHOLARSHIPS	80,250
UNIVERSITY OF SCRANTON 800 LINDEN ST SCRANTONP, PA 18510		PUBLIC CHARITY	MATURE SECOND-CAREER WOMEN SCHOLARSHIPS	39,000
ST JOSEPHS UNIVERSITY 5600 CITY LINE AVE PHILADELPHIA, PA 19131		PUBLIC CHARITY	MATURE SECOND-CAREER WOMEN SCHOLARSHIPS	30,000
WEST CHESTER UNIVERSITY 100 W ROSEDALE AVE WEST CHESTER, PA 19383		PUBLIC CHARITY	MATURE SECOND-CAREER WOMEN SCHOLARSHIPS	53,000
WIDENER UNIVERSITY 1 UNIVERSITY PL CHESTER, PA 19013		PUBLIC CHARITY	MATURE SECOND-CAREER WOMEN SCHOLARSHIPS	33,000
NEW SCHOOL UNIVERSITY 66 W 12TH ST NEW YORK, NY 10011		PUBLIC CHARITY	MATURE SECOND-CAREER WOMEN SCHOLARSHIPS	58,500
WOODROW WILSON NATIONAL FELLOWSHIP FOUNDATION CN 5281 PRINCETON, NJ 08543		PUBLIC CHARITY	NEWCOMBE DOCTORAL DISSERTATION FELLOWSHIPS	725,217
BROOKLYN COLLEGE 2900 BEDFORD AVE BROOKLYN, NY 11210		PUBLIC CHARITY	SCHOLARSHIPS FOR STUDENTS WITH DISABILITIES	37,500
EDINBORO UNIVERSITY OF PA 210 MEADVILLE ST EDINBORO, PA 16444		PUBLIC CHARITY	SCHOLARSHIPS FOR STUDENTS WITH DISABILITIES	25,000
GALLAUDET UNIVERSITY 800 FLORIDA AVE NE WASHINGTON, DC 20002		PUBLIC CHARITY	SCHOLARSHIPS FOR STUDENTS WITH DISABILITIES	45,000
LONG ISLAND UNIVERSITY- BROOKLYN CAMPUS UNIVERSITY CENTER BROOKVILLE, NY 11548		PUBLIC CHARITY	SCHOLARSHIPS FOR STUDENTS WITH DISABILITIES	47,500
MCDANIEL COLLEGE 2 COLLEGE HILL WESTMINSTER, MD 21157		PUBLIC CHARITY	SCHOLARSHIPS FOR STUDENTS WITH DISABILITIES	37,500
Total  3a				2,010,328

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
NEW YORK UNIVERSITY 70 WASHINGTON SQUARE S NEW YORK,NY 10012		PUBLIC CHARITY	SCHOLARSHIPS FOR STUDENTS WITH DISABILITIES	35,000
PENNSYLVANIA STATE UNIVERSITY 17 OLD MAIN UNIVERSITY PARK,PA 16802		PUBLIC CHARITY	SCHOLARSHIPS FOR STUDENTS WITH DISABILITIES	35,000
TEMPLE UNIVERSITY BROAD MONTGOMERY STREETS PHILADELPHIA,PA 19122		PUBLIC CHARITY	SCHOLARSHIPS FOR STUDENTS WITH DISABILITIES	32,000
GEORGIAN COURT UNIVERSITY 900 LAKEWOOD AVE LAKEWOOD,NJ 087012697		PUBLIC CHARITY	MATURE SECOND-CAREER WOMEN SCHOLARSHIPS	19,500
THE FOUNDATION CENTER 79 FIFTH AVE NEW YORK,NY 10003		PUBLIC CHARITY	SUPPORT OF SERVICES TO GRANT SEEKERS	4,000
ELIZABETHTOWN COLLEGE 1 ALPHA DR ELIZABETHTOWN,PA 170222298		PUBLIC CHARITY	MATURE SECOND CAREER-WOMEN SCHOLARSHIPS	1,000
UNIVERSITY OF PENNSYLVANIA 3451 WALNUT ST PENNSYLVANIA,PA 191046243		PUBLIC CHARITY	MATURE SECOND-CAREER WOMEN SCHOLARSHIPS	25,000
COUNCIL ON FOUNDATIONS 2121 CRYSTAL DR STE 700 ARLINGTON,VA 222027306		PUBLIC CHARITY	GENERAL SUPPORT	5,111
COUNCIL OF NEW JERSEY GRANTMAKERS 101 W STATE ST TRENTON,NJ 08608		PUBLIC CHARITY	GENERAL SUPPORT	250
Total				2,010,328

Form 990PF Part XV Line 3b - Grants and Contributions Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
b <i>Approved for future payment</i>				
WOODROW WILSON NATIONAL FELLOWSHIP FOUNDATIONCN 5281 PRINCETON,NJ 08543		PUBLIC CHARITY	NEWCOMBE DOCTORAL DISSERTATION FELLOWSHIPS	825,217
CEDAR CREST COLLEGE100 COLLEGE DR ALLENTOWN,PA 181046196		PUBLIC CHARITY	MATURE SECOND-CAREER WOMEN SCHOLARSHIPS	21,000
ELIZABETHTOWN COLLEGEONE ALPHA DR ELIZABETHTOWN,PA 17022		PUBLIC CHARITY	MATURE SECOND-CAREER WOMEN SCHOLARSHIPS	24,000
GEORGIAN COURT UNIVERSITY900 LAKEWOOD AVE LAKEWOOD,NJ 087011697		PUBLIC CHARITY	MATURE SECOND-CAREER WOMEN SCHOLARSHIPS	19,500
GWYNEDD-MERCY COLLEGE1325 SUMNEYTOWN PIKE GWYNEDD VALLEY,PA 19437		PUBLIC CHARITY	MATURE SECOND-CAREER WOMEN SCHOLARSHIPS	21,000
HUNTER COLLEGE695 PARK AVE E1313 NEWYORK,NY 100655024		PUBLIC CHARITY	MATURE SECOND-CAREER WOMEN SCHOLARSHIPS	10,000
ASSOCIATE ALUMNAE OF DOUGLASS COLLEGE181 RYDERS LN NEW BRUNSWICK,NJ 089018557		PUBLIC CHARITY	MATURE SECOND-CAREER WOMEN SCHOLARSHIPS	17,500
ST JOSEPHS UNIVERSITY5600 CITY LINE AVE PHILADELPHIA,PA 191311395		PUBLIC CHARITY	MATURE SECOND-CAREER WOMEN SCHOLARSHIPS	22,500
UNIVERSITY OF MARYLAND COLLEGE PARK FOUNDATION8400 BALTIMORE AVE STE 200 COLLEGE PARK,MD 207402496		PUBLIC CHARITY	MATURE SECOND-CAREER WOMEN SCHOLARSHIPS	19,500
WIDENER UNIVERSITYONE UNIVERSITY PL CHESTER,PA 190135792		PUBLIC CHARITY	MATURE SECOND-CAREER WOMEN SCHOLARSHIPS	21,500
EDINBORO UNIVERSITY OF PA MEADVILLE NORMAL STREETS EDINBORO,PA 16444		PUBLIC CHARITY	SCHOLARSHIPS FOR STUDENTS WITH DISABILITIES	17,500
PENNSYLVANIA STATE UNIVERSITY 17 OLD MAIN UNIVERSITY PARK,PA 168021502		PUBLIC CHARITY	SCHOLARSHIPS FOR STUDENTS WITH DISABILITIES	30,500
TEMPLE UNIVERSITYBROAD MONTGOMERY STREETS PHILADELPHIA,PA 19122		PUBLIC CHARITY	SCHOLARSHIPS FOR STUDENTS WITH DISABILITIES	21,000
PENNSYLVANIA STATE UNIVERSITY 17 OLD MAIN UNIVERSITY PARK,PA 168021502		PUBLIC CHARITY	SCHOLARSHIPS FOR STUDENTS WITH DISABILITIES-ENDOWED SCHOLARSHIPS	40,000
TEMPLE UNIVERSITYBROAD MONTGOMERY STREETS PHILADELPHIA,PA 19122		PUBLIC CHARITY	SCHOLARSHIPS FOR STUDENTS WITH DISABILITIES	100,000
Total  3b				1,210,717

TY 2010 Accounting Fees Schedule

Name: CHARLOTTE W NEWCOMBE FOUNDATION

EIN: 23-2120614

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	17,950	17,950		

TY 2010 Contractor Compensation Explanation

Name: CHARLOTTE W NEWCOMBE FOUNDATION

EIN: 23-2120614

Contractor	Explanation
------------	-------------

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2010 Depreciation Schedule

Name: CHARLOTTE W NEWCOMBE FOUNDATION

EIN: 23-2120614

TY 2010 Investments - Other Schedule**Name:** CHARLOTTE W NEWCOMBE FOUNDATION**EIN:** 23-2120614

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ACADIAN INTL SMALL CAP FUND	FMV	3,399,723	3,399,723
ARCHSTONE MARKET NEUTRAL STRAT	FMV	2,476,207	2,476,207
ADAGE CAPITAL PARTNERS	FMV	5,301,559	5,301,559
COLCHESTER GLOBAL BOND FUND	FMV	2,780,822	2,780,822
BARLOW OFFSHORE PARTNERS	FMV	2,878,511	2,878,511
GENEVA MIDCAP GROWTH EQUITIES	FMV	3,220,892	3,220,892
CITY OF LONDON EMERGING MARKET	FMV	2,743,239	2,743,239
TIFF ABSOLUTE RETURN POOL II	FMV	3,265,382	3,265,382
VANGUARD INFLATION PROTECTED	FMV	3,147,464	3,147,464
GUGGENHEIM PLUS RE II	FMV	1,558,657	1,558,657
GUGGENHEIM REIT	FMV	560	560
MAP 2003 LP	FMV	627,318	3,256,047
MAP 2004 LP	FMV	324,346	628,931
DODGE & COX INTERNATIONAL FUND	FMV	4,038,881	4,038,881
ARTIO INTERNATIONAL EQUITY	FMV	0	0
SYSTEMATIC MID CAP VALUE FUND	FMV	2,425,230	2,425,230
MAP 2009 LP	FMV	224,367	250,284
VANGUARD 500 INDEX FUND	FMV	1,317,669	1,317,669
VANGUARD SHORT TERM TREASURY	FMV	832,664	832,664
VANGUARD ENERGY FUND	FMV	1,136,415	1,136,415
WILLIAM BLAIR INTERNATL	FMV	3,866,892	3,866,892

TY 2010 Land, Etc. Schedule

Name: CHARLOTTE W NEWCOMBE FOUNDATION

EIN: 23-2120614

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
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TY 2010 Other Assets Schedule**Name:** CHARLOTTE W NEWCOMBE FOUNDATION**EIN:** 23-2120614

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
PREPAID INSURANCE	4,896	5,304	5,304
SECURITY DEPOSIT	3,600	2,200	2,200
PREPAID EXCISE TAX	19,227	11,430	11,430
PREPAID FEES		8,750	8,750

TY 2010 Other Expenses Schedule**Name:** CHARLOTTE W NEWCOMBE FOUNDATION**EIN:** 23-2120614

Description	Revenue and Expenses per Books	Net Invest ment Income	Adjusted Net Income	Disbursement s for Charit able Purposes
BANK CHARGES	144			144
DONATIONS	100			100
OFFICE SUPPLIES PHONE POSTAGE	8,966			8,966
INSURANCE	2,481			2,481
PAYROLL PROCESSING	687			687

TY 2010 Other Income Schedule**Name:** CHARLOTTE W NEWCOMBE FOUNDATION**EIN:** 23-2120614

Description	Revenue And Expenses Per Books	Net Invest ment Income	Adjusted Net Income
ACADIAN INTL SMALL CAP		2,135	
ADAGE CAPITAL		1,557	
CITY OF LONDON EMERGING MARKETS		6,261	
COLCHESTER GLOBAL BOND FUND		-17,905	
GUGGENHEIM PLUS	224,275	143	
MAP 2003 LP	145,153	224,723	
MAP 2004 LP	-26,687	5,733	
MAP 2009 LP	-4,365	-1,075	

TY 2010 Other Increases Schedule

Name: CHARLOTTE W NEWCOMBE FOUNDATION

EIN: 23-2120614

Description	Amount
UNREALIZED GAIN ON INVESTMENTS	5,826,956

TY 2010 Other Professional Fees Schedule

Name: CHARLOTTE W NEWCOMBE FOUNDATION

EIN: 23-2120614

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEES	183,068	300,038		