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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

OMB No 1545-0052

2010

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

For calendar year 2010, or tax year beginning , 2010, and ending , 20

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

GENUARDI FAMILY FOUNDATION

A Employer identification number

23-3041300

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

BLUE BELL EXECUTIVE CAMPUS
470 NORRISTOWN ROAD

Room/suite

STE. 102

B Telephone number (see page 10 of the instructions)

(610) 834-2030

City or town, state, and ZIP code

BLUE BELL, PA 19422

H Check type of organization ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationI Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 28,400,615.
J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) _____
(Part I, column (d) must be on cash basis)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 ☐**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)
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	125.	125.		ATCH 1
4 Dividends and interest from securities	680,074.	680,074.		ATCH 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	675,721.			
b Gross sales price for all assets on line 6a 13,185,809.				
7 Capital gain net income (from Part IV, line 2)		675,721.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)	1,399.			ATCH 3
12 Total. Add lines 1 through 11	1,357,319.	1,355,920.		
13 Compensation of officers, directors, trustees, etc	0.			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule) ATCH 4	13,725.	10,980.	0.	2,745.
c Other professional fees (attach schedule)	312,500.	97,570.		214,930.
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions) *	9,733.	8,334.		
19 Depreciation (attach schedule) and depletion	6,785.			
20 Occupancy	34,869.	3,487.		31,382.
21 Travel, conferences, and meetings	15,767.	1,577.		14,190.
22 Printing and publications				
23 Other expenses (attach schedule) ATCH 7	138,538.	106,944.		31,594.
24 Total operating and administrative expenses. Add lines 13 through 23	531,917.	228,892.	0.	294,841.
25 Contributions, gifts, grants paid	850,000.			850,000.
26 Total expenses and disbursements. Add lines 24 and 25	1,381,917.	228,892.	0.	1,144,841.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-24,598.			
b Net investment income (if negative, enter -0-)		1,127,028.		
c Adjusted net income (if negative, enter -0-)				

For Paperwork Reduction Act Notice, see page 30 of the instructions.

* ATCH 5 JSA ** ATCH 6

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing		2,213.	930.	930.
	2	Savings and temporary cash investments		1,720,919.	697,259.	697,259.
	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				
	10 a	Investments - U.S. and state government obligations (attach schedule)				
	b	Investments - corporate stock (attach schedule)	15,003,121.	17,144,097.	19,960,836.	
	c	Investments - corporate bonds (attach schedule)	6,808,077.	5,590,165.	7,735,161.	
	11	Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶				
	12	Investments - mortgage loans				
	13	Investments - other (attach schedule)				
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶	39,978. 36,009.	4,310.	3,969.	3,969.
15	Other assets (describe ▶ ATCH 8)	3,263.	2,460.	2,460.		
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	23,541,903.	23,438,880.	28,400,615.		
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)		0.			
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	23,541,903.	23,438,880.		
	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)	23,541,903.	23,438,880.		
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	23,541,903.	23,438,880.			

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	23,541,903.
2	Enter amount from Part I, line 27a	2	-24,598.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	23,517,305.
5	Decreases not included in line 2 (itemize) ▶ ATTACHMENT 9	5	78,425.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	23,438,880.

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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 PART IV SCHEDULE					
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					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
a					
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	675,721.	
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	1,451,351.	22,952,596.	0.063233
2008	1,603,246.	28,639,586.	0.055980
2007	1,408,462.	31,955,665.	0.044076
2006	1,358,670.	30,230,926.	0.044943
2005	1,357,769.	28,447,615.	0.047729
2 Total of line 1, column (d)			2 0.255961
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 0.051192
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4 23,821,362.
5 Multiply line 4 by line 3			5 1,219,463.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 11,270.
7 Add lines 5 and 6			7 1,230,733.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.			8 1,144,841.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 18 of the instructions)

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1			
Date of ruling or determination letter _____ (attach copy of ruling letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	22,541.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3 Add lines 1 and 2		3	22,541.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	22,541.
6 Credits/Payments			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6 a	1,399.	
b Exempt foreign organizations-tax withheld at source	6 b	0.	
c Tax paid with application for extension of time to file (Form 8868)	6 c	50,000.	
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d	7	51,399.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	28,858.	
11 Enter the amount of line 10 to be Credited to 2011 estimated tax ☐ 28,858. Refunded ☐	11		

Part VII-A Statements Regarding Activities

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

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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		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address WWW.GENUARDIFAMILYFOUNDATION.ORG				
14	The books are in care of MEREDITH A. HUFFMAN Telephone no 610-834-2030			
Located at 470 NORRISTOWN ROAD, BLUE BELL, PA ZIP + 4 19422				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here	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	Yes	No
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 22 of the instructions)?	1b	X
Organizations relying on a current notice regarding disaster assistance check here.		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010?	☐ Yes	☒ No
If "Yes," list the years		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 22 of the instructions).	2b	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes	☒ No
b If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010)	3b	X
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b	X

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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)? ☐ **5b**

Organizations relying on a current notice regarding disaster assistance check here ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ **6b** ☒

If "Yes" to 6b, file Form 8870

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ **7b**

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see 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
ATTACHMENT 10		0.	0.	0.

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
NONE				

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

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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
ATTACHMENT 11		13,725.
Total number of others receiving over \$50,000 for professional services		NONE

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see 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 NONE	
2	
All other program-related investments. See page 24 of the instructions.	
3 NONE	
Total. Add lines 1 through 3	

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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	23,315,815.
b	Average of monthly cash balances	1b	860,674.
c	Fair market value of all other assets (see page 25 of the instructions)	1c	7,635.
d	Total (add lines 1a, b, and c)	1d	24,184,124.
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	24,184,124.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	362,762.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	23,821,362.
6	Minimum investment return. Enter 5% of line 5	6	1,191,068.

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	1,191,068.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	22,541.
b	Income tax for 2010 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	22,541.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,168,527.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	1,168,527.
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	1,168,527.

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	1,144,841.
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	1,144,841.
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	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,144,841.

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				1,168,527.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			844,481.	
b Total for prior years 20 08, 20 07, 20 06				
3 Excess distributions carryover, if any, to 2010				
a From 2005				
b From 2006				0.
c From 2007				0.
d From 2008				0.
e From 2009				0.
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 1,144,841.				
a Applied to 2009, but not more than line 2a			844,481.	
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				300,360.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b				
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				
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions				
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				868,167.
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)				
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2006				
b Excess from 2007				0.
c Excess from 2008				0.
d Excess from 2009				0.
e Excess from 2010				0.

Form 990-PF (2010)

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) **NOT APPLICABLE**

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

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or

4942(j)(5)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	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 foundation had \$5,000 or more in assets at any time during the year - see page 28 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))

ATTACHMENT 12

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

N/A

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.

ATTACHMENT 13

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

SEE ATTACHED GRANT APPLICATION PROCEDURES

c Any submission deadlines

SEE ATTACHED GRANT APPLICATION PROCEDURES

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

SEE ATTACHED PRIORITIES FOR GIVING

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year ATTACHMENT 14				
Total			▶ 3a	850,000.
b Approved for future payment				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See 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	125.	
4 Dividends and interest from securities			14	680,074.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property .					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	675,721.	
9 Net income or (loss) from special events . . .					
10 Gross profit or (loss) from sales of inventory . .					
11 Other revenue a _____					
b TAX REFUNDS				1,399.	
c _____					
d _____					
e _____					
12 Subtotal Add columns (b), (d), and (e)				1,357,319.	
13 Total. Add line 12, columns (b), (d), and (e)				13	1,357,319.

(See worksheet in line 13 instructions on page 29 to verify calculations)

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

[illegible]

FORM 990-PF - PART IV

CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
2,924,247.		CHARLES SCHWAB X9248 PROPERTY TYPE: SECURITIES 3,123,904.				VARIOUS -199,657.	VARIOUS
800,914.		CHARLES SCHWAB X2166 PROPERTY TYPE: SECURITIES 791,887.				VARIOUS 9,027.	VARIOUS
1,597,722.		CHARLES SCHWAB X2166 PROPERTY TYPE: SECURITIES 1,565,598.				VARIOUS 32,124.	VARIOUS
65,470.		CHARLES SCHWAB X6583 PROPERTY TYPE: SECURITIES 55,852.				VARIOUS 9,618.	VARIOUS
1,118,587.		CHARLES SCHWAB X9741 PROPERTY TYPE: SECURITIES 964,493.				VARIOUS 154,094.	VARIOUS
3,964,977.		CHARLES SCHWAB X9741 PROPERTY TYPE: SECURITIES 3,516,435.				VARIOUS 448,542.	VARIOUS
1,227,480.		CHARLES SCHWAB X3847 PROPERTY TYPE: SECURITIES 1,247,651.				VARIOUS -20,171.	VARIOUS
1,475,195.		CHARLES SCHWAB X3847 PROPERTY TYPE: SECURITIES 1,229,242.				VARIOUS 245,953.	VARIOUS
11,217.		REF PARTNERS, LP PROPERTY TYPE: SECURITIES				VARIOUS 11,217.	VARIOUS
		REF PARTNERS, LP PROPERTY TYPE: SECURITIES 15,026.				VARIOUS -15,026.	VARIOUS
TOTAL GAIN (LOSS)						<u>675,721.</u>	

ATTACHMENT 1

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
PNCBANK, NATIONAL ASSOCIATION	125.	125.
TOTAL	<u>125.</u>	<u>125.</u>

ATTACHMENT 2FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
CHARLES SCHWAB X9248 - DIV	211,894.	211,894.
CHARLES SCHWAB X3847 - DIV	29,698.	29,698.
CHARLES SCHWAB X9741 - DIV	91,809.	91,809.
CHARLES SCHWAB X2166 - DIV	17.	17.
CHARLES SCHWAB X6583 - DIV	1,357.	1,357.
REF PARTNERS, LP	21,200.	21,200.
CHARLES SCHWAB X2166 - INT	342,403.	342,403.
CHARLES SCHWAB X2166 - LESS ACCRUED INT	-18,304.	-18,304.
TOTAL	<u>680,074.</u>	<u>680,074.</u>

ATTACHMENT 3

FORM 990PF, PART I - OTHER INCOME

<u>DESCRIPTION</u>	REVENUE AND EXPENSES <u>PER BOOKS</u>
TAX REFUND	1,399.
TOTALS	<u>1,399.</u>

ATTACHMENT 4

FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
PRICEWATERHOUSECOOPERS LLP	13,725.	10,980.		2,745.
TOTALS	<u>13,725.</u>	<u>10,980.</u>	<u>0.</u>	<u>2,745.</u>

ATTACHMENT 5

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
MYCIO WEALTH PARTNERS LLC	25,927.	25,927.	
SENTINEL PERSONAL SERVICES LLC	266,873.	66,718.	200,155.
OTHER PROFESSIONAL FEES	19,700.	4,925.	14,775.
TOTALS	<u>312,500.</u>	<u>97,570.</u>	<u>214,930.</u>

ATTACHMENT 6

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FOREIGN TAXES PAID	7,031.	7,031.
FEDERAL TAX	1,399.	
REF PARTNERS, LP	1,303.	1,303.
TOTALS	<u>9,733.</u>	<u>8,334.</u>

ATTACHMENT 7

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
COPIER EXPENSE	1,512.	151.	1,361.
INSURANCE	752.	75.	677.
TELEPHONE EXPENSE	6,288.	629.	5,659.
UTILITIES	4,000.	400.	3,600.
DUES & SUBSCRIPTIONS	4,245.	425.	3,820.
SUPPLIES	2,118.	212.	1,906.
MONEY MANAGER FEES	65,769.	65,769.	
MOVING EXPENSES	7,750.	775.	6,975.
BANK FEES - CHECKING	177.	177.	
WEBSITE MAINTENANCE	8,200.	820.	7,380.
SEMINAR	240.	24.	216.
SCHWAB SERVICE FEES	12,182.	12,182.	
REF PARTNERS, LP	25,305.	25,305.	
TOTALS	<u>138,538.</u>	<u>106,944.</u>	<u>31,594.</u>

ATTACHMENT 8

FORM 990PF, PART II - OTHER ASSETS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
SECURITY DEPOSIT	3,263.	2,460.	2,460.
TOTALS	<u>3,263.</u>	<u>2,460.</u>	<u>2,460.</u>

ATTACHMENT 9FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCESDESCRIPTIONAMOUNT

BOOK/TAX TIMING DIFFERENCE

78,425.

TOTAL

78,425.

GENUARDI FAMILY FOUNDATION

23-3041300

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 10

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
CHARLES A. GENUARDI BLUE BELL EXECUTIVE CAMPUS 470 NORRISTOWN ROAD, SUITE 102 BLUE BELL, PA 19422	DIRECTOR	0.	0.	0.
JAMES V. GENUARDI BLUE BELL EXECUTIVE CAMPUS 470 NORRISTOWN ROAD, SUITE 102 BLUE BELL, PA 19422	PRESIDENT	0.	0.	0.
MICHAEL A. GENUARDI BLUE BELL EXECUTIVE CAMPUS 470 NORRISTOWN ROAD, SUITE 102 BLUE BELL, PA 19422	VICE PRESIDENT	0.	0.	0.
DOMINIC S. GENUARDI, JR. BLUE BELL EXECUTIVE CAMPUS 470 NORRISTOWN ROAD, SUITE 102 BLUE BELL, PA 19422	TREASURER	0.	0.	0.
LAURENCE P. GENUARDI BLUE BELL EXECUTIVE CAMPUS 470 NORRISTOWN ROAD, SUITE 102 BLUE BELL, PA 19422	SECRETARY	0.	0.	0.

GENUARDI FAMILY FOUNDATION

23-3041300

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 10 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
ANTHONY D. GENUARDI BLUE BELL EXECUTIVE CAMPUS 470 NORRISTOWN ROAD, SUITE 102 BLUE BELL, PA 19422	DIRECTOR	0.	0.	0.
DAVID T. GENUARDI BLUE BELL EXECUTIVE CAMPUS 470 NORRISTOWN ROAD, SUITE 102 BLUE BELL, PA 19422	DIRECTOR	0.	0.	0.
FRANCIS L. GENUARDI BLUE BELL EXECUTIVE CAMPUS 470 NORRISTOWN ROAD, SUITE 102 BLUE BELL, PA 19422	DIRECTOR	0.	0.	0.
GASPER A. GENUARDI BLUE BELL EXECUTIVE CAMPUS 470 NORRISTOWN ROAD, SUITE 102 BLUE BELL, PA 19422	DIRECTOR	0.	0.	0.
MEREDITH A. HUFFMAN BLUE BELL EXECUTIVE CAMPUS 470 NORRISTOWN ROAD, SUITE 102 BLUE BELL, PA 19422	DIRECTOR	0.	0.	0.
GRAND TOTALS		0.	0.	0.

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 11

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
PRICEWATERHOUSECOOPERS LLP 2001 MARKET STREET SUITE 1700 PHILADELPHIA, PA 19103	COMPLIANCE & CONSULT	13,725.
TOTAL COMPENSATION		<u>13,725.</u>

FORM 990PF, PART XV - INFORMATION REGARDING FOUNDATION MANAGERS

CHARLES A. GENUARDI
GASPER A. GENUARDI
FRANCIS L. GENUARDI
LAURENCE P. GENUARDI
DOMINIC S. GENUARDI, JR.
ANTHONY D. GENUARDI
MICHAEL A. GENUARDI
JAMES V. GENUARDI
DAVID T. GENUARDI

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

MEREDITH A. HUFFMAN
470 NORRISTOWN ROAD, SUITE 102
BLUE BELL, PA 19422
610-834-2030

FORM 990FE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 14

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CENTER SCHOOL 2450 HAMILTON AVENUE ABINGTON, PA 19001	NONE SECTION 501 (C) (3)	SCHOLARSHIP	25,000.
HABITAT FOR HUMANITY, MONTGOMERY COUNTY 848 CHERRY STREET NORRISTOWN, PA 19401	NONE SECTION 501 (C) (3)	OPERATIONAL SUPPORT	20,000.
THE SALVATION ARMY, NORRISTOWN P.O. BOX 308 533 SWEDE STREET NORRISTOWN, PA 19404	NONE SECTION 501 (C) (3)	OPERATIONAL SUPPORT	5,000.
HEALTHLINK MEDICAL CENTER 1775 STREET ROAD SOUTHAMPTON, PA 18966	NONE SECTION 501 (C) (3)	OPERATIONAL SUPPORT	10,000.
MONTGOMERY HOSPITAL 1301 POWELL STREET NORRISTOWN, PA 19401	NONE SECTION 501 (C) (3)	OPERATIONAL SUPPORT	50,000.
BIG BROTHERS/BIG SISTERS OF SOUTHEASTERN PA 530 DEKALB STREET P.O. BOX 469 NORRISTOWN, PA 19404	NONE SECTION 501 (C) (3)	OPERATIONAL SUPPORT	5,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION STATUS OF RECIPIENT			
BRIDGING THE GAPS 423 GUARDIAN DRIVE BLOCKLEY HALL, RM 911 PHILADELPHIA, PA 19104-6021	NONE	SECTION 501(C) (3)	OPERATIONAL SUPPORT	10,000.
THE DEVEREUX FOUNDATION 2012 RENAISSANCE BOULEVARD KING OF PRUSSIA, PA 19406	NONE	SECTION 501(C) (3)	OPERATIONAL SUPPORT	35,000.
SOCIETY OF ST. VINCENT DEPAUL 219 FAYETTE STREET CONSHOHOCKEN, PA 19428	NONE	SECTION 501(C) (3)	OPERATIONAL SUPPORT	5,000.
ST. MARY'S VILLA FOR CHILDREN & FAMILIES 701 BETHLEHEM PIKE BOX 388 AMBLER, PA 19002-0388	NONE	SECTION 501(C) (3)	OPERATIONAL SUPPORT	5,000.
KEYSTONE HOSPICE 8765 STENTON AVENUE WYNDMOOR, PA 19038	NONE	SECTION 501(C) (3)	OPERATIONAL SUPPORT	5,000.
CONSHOHOCKEN CATHOLIC SCHOOL 205 FAYETTE STREET CONSHOHOCKEN, PA 19428	NONE	SECTION 501(C) (3)	SCHOLARSHIP	15,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
GWYNEDD-MERCY COLLEGE SCHOOL OF NURSING 1325 SUMNEYTOWN PIKE PO BOX 901 GWYNEDD VALLEY, PA 19437-0901	NONE SECTION 501 (C) (3)		OPERATIONAL SUPPORT	10,000.
MERCY SUBURBAN HOSPITAL 2701 DEKALB PIKE EAST NORRITON, PA 19401	NONE SECTION 501 (C) (3)		OPERATIONAL SUPPORT	25,000.
VISITING NURSE ASSOCIATION COMMUNITY SERVICES 1421 HIGHLAND AVENUE ABINGTON, PA 19001	NONE SECTION 501 (C) (3)		OPERATIONAL SUPPORT	7,500.
BAKER INDUSTRIES 184 PENNSYLVANIA AVENUE MALVERN, PA 19355	NONE SECTION 501 (C) (3)		OPERATIONAL SUPPORT	4,000.
FORTENITERS CLUB, INC. P.O. BOX 962 NORRISTOWN, PA 19404-0962	NONE SECTION 501 (C) (3)		OPERATIONAL SUPPORT	2,500.
NORTH PENN VALLEY BOYS & GIRLS CLUB 16 SUSQUEHANNA AVENUE PO BOX 103 LANSDALE, PA 19446	NONE SECTION 501 (C) (3)		OPERATIONAL SUPPORT	4,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
WHY NOT PROSPER, INC. P.O. BOX 949 NORRISTOWN, PA 19404-0949	NONE SECTION 501(C)(3)	OPERATIONAL SUPPORT	4,000.
PHILADELPHIA UNIVERSITY SCHOOL HOUSE LANE & HENRY AVE. PHILADELPHIA, PA 19144	NONE SECTION 501(C)(3)	SCHOLARSHIP	10,000.
TRIANGLE CLUB OF MONTGOMERY COUNTY PO BOX 434 TELFORD, PA 18969	NONE SECTION 501(C)(3)	SCHOLARSHIP	5,000.
MONTGOMERY COUNTY OPPORTUNITIES INDUST. CENTER 1101 ARCH ST. NORRISTOWN, PA 19401-4056	NONE SECTION 501(C)(3)	SCHOLARSHIP	2,000.
FRIENDS ASSOCIATION FOR CARE AND PROTECTION 206 NORTH CHURCH STREET WEST CHESTER, PA 19380	NONE SECTION 501(C)(3)	OPERATIONAL SUPPORT	2,500.
SENIOR ADULT ACTIVITIES CENTER OF MONTGOMERY CNTY 536 GEORGE ST. NORRISTOWN, PA 19401	NONE SECTION 501(C)(3)	OPERATIONAL SUPPORT	5,000.

FORM 990EF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION STATUS OF RECIPIENT			
ST. JOHN'S CHURCH 23 E. AIRY STREET NORRISTOWN, PA 19401	NONE SECTION 501 (C) (3)		OPERATIONAL SUPPORT	5,000.
FACE TO FACE INC. 109 E. PRICE STREET PHILADELPHIA, PA 19144	NONE SECTION 501 (C) (3)		OPERATIONAL SUPPORT	10,000.
INTERFAITH HOSPITALITY NETWORK OF THE MAIN LINE 1449 DEKALB STREET NORRISTOWN, PA 19401	NONE SECTION 501 (C) (3)		OPERATIONAL SUPPORT	3,000.
BETHESDA PROJECT 1630 SOUTH STREET PHILADELPHIA, PA 19146	NONE SECTION 501 (C) (3)		OPERATIONAL SUPPORT	2,000.
EMBRACING THE CHILD 1818 CANTERBURY ROAD ABINGTON, PA 19001	NONE SECTION 501 (C) (3)		SCHOLARSHIP	3,000.
LASALLE COLLEGE HIGH SCHOOL 8605 CHELTENHAM AVENUE WYNDMOOR, PA 19038	NONE SECTION 501 (C) (3)		SCHOLARSHIP	20,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION STATUS OF RECIPIENT			
COMMUNITY VOLUNTEERS IN MEDICINE 300 B LAWRENCE DRIVE WEST CHESTER, PA 19380	NONE SECTION 501 (C) (3)		OPERATIONAL SUPPORT	10,000.
RECORDING FOR THE BLIND AND DYSLIXIC - PHILA 215 W. CHURCH ROAD SUITE 111 KING OF PRUSSIA, PA 19406	NONE SECTION 501 (C) (3)		OPERATIONAL SUPPORT	4,000.
GATEWAY EMPLOYMENT RESOURCES, INC. 342 WEST RIDGE PIKE BUILDING ONE LIMERICK, PA 19468	NONE SECTION 501 (C) (3)		OPERATIONAL SUPPORT	2,000.
GEORGE WASHINGTON CARVER COMMUNITY CENTER P.O. BOX 971 249 E. JACOBY STREET NORRISTOWN, PA 19401	NONE SECTION 501 (C) (3)		OPERATIONAL SUPPORT	5,000.
INTER-FAITH HOUSING ALLIANCE P.O. BOX 141 AMBLER, PA 19002-0141	NONE SECTION 501 (C) (3)		OPERATIONAL SUPPORT	4,000.
MONTGOMERY CHILD ADVOCACY PROJECT 409 CHERRY STREET NORRISTOWN, PA 19401	NONE SECTION 501 (C) (3)		OPERATIONAL SUPPORT	5,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CHESPENN HEALTH SERVICES, INC 2600 W. 9TH STREET CHESTER, PA 19013	NONE SECTION 501 (C) (3)	OPERATIONAL SUPPORT	5,000.
MATERNAL AND CHILD HEALTH CONSORTIUM OF CHESTER 30 WEST BARNARD STREET SUITE #1 WEST CHESTER, PA 19382	NONE SECTION 501 (C) (3)	OPERATIONAL SUPPORT	5,000.
BREAKTHROUGH/SUMMERBRIDGE OF GREATER PHILADELPHIA 34 W. COULTER ST PHILADELPHIA, PA 19144	NONE SECTION 501 (C) (3)	OPERATIONAL SUPPORT	4,000.
BRYN MAWR REHAB HOSPITAL FOUNDATION 414 PAOLI PIKE MALVERN, PA 19355	NONE SECTION 501 (C) (3)	OPERATIONAL SUPPORT	3,000.
FRIENDS OF SAN PASQUAL ACADEMY PO BOX 181407 CORONADO, CA 92178	NONE SECTION 501 (C) (3)	OPERATIONAL SUPPORT	20,000.
LITERACY COUNCIL OF NORRISTOWN 113 E. AIRY ST NORRISTOWN, PA 19401	NONE SECTION 501 (C) (3)	OPERATIONAL SUPPORT	3,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MERCY VOCATIONAL HIGH SCHOOL 2900 WEST HUNTING PARK AVE PHILADELPHIA, PA 19129	NONE SECTION 501 (C) (3)		SCHOLARSHIP	10,000.
NORRISTOWN AREA SCHOOL DISTRICT EDUCATION FUND 401 N. WHITEHALL ROAD NORRISTOWN, PA 19403	NONE SECTION 501 (C) (3)		OPERATIONAL SUPPORT	6,000.
ROYER-GREAVES SCHOOL FOR THE BLIND 1888 SOUTH VALLEY ROAD P.O. BOX 1007 PAOLI, PA 19301	NONE SECTION 501 (C) (3)		OPERATIONAL SUPPORT	3,500.
SUPERKIDS OF MONTGOMERY COUNTY, INC PO BOX 1472 BLUE BELL, PA 19422	NONE SECTION 501 (C) (3)		OPERATIONAL SUPPORT	5,000.
ANGEL FLIGHT EAST 1501 NARCISSA ROAD BLUE BELL, PA 19422	NONE SECTION 501 (C) (3)		OPERATIONAL SUPPORT	10,000.
THE BIRTH CENTER 918 COUNTY LINE ROAD BRYN MAWR, PA 19010	NONE SECTION 501 (C) (3)		OPERATIONAL SUPPORT	10,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION STATUS OF RECIPIENT			
SEBASTIAN RIDING ASSOCIATES INC 3589 WATER STREET ROAD COLLEGEVILLE, PA 19426	NONE	SECTION 501 (C) (3)	OPERATIONAL SUPPORT	5,000.
AUGUSTINIAN DEFENDERS OF THE RIGHT OF THE POOR 259 NORTH LAWRENCE ST PHILADELPHIA, PA 19106	NONE	SECTION 501 (C) (3)	OPERATIONAL SUPPORT	3,000.
BCS YES' PO BOX 851 VALLEY FORGE, PA 19482	NONE	SECTION 501 (C) (3)	OPERATIONAL SUPPORT	4,000.
LAUREL HOUSE PO BOX 764 NORRISTOWN, PA 19404	NONE	SECTION 501 (C) (3)	OPERATIONAL SUPPORT	6,000.
PHILADELPHIA CHILDREN'S ALLIANCE 4000 CHESTNUT ST., 2ND FLOOR PHILADELPHIA, PA 19104-3020	NONE	SECTION 501 (C) (3)	OPERATIONAL SUPPORT	2,500.
VARIETY CLUB 1520 LOCUST ST, 2ND FLOOR PHILADELPHIA, PA 19102	NONE	SECTION 501 (C) (3)	OPERATIONAL SUPPORT	12,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
PENNSYLVANIA VETERANS MUSEUM 12 EAST STATE STREET P.O. BOX 73 MEDIA, PA 19063	NONE SECTION 501(C)(3)	OPERATIONAL SUPPORT	3,000.
SETTLEMENT MUSIC SCHOOL 416 QUEEN STREET P.O. BOX 63966 PHILADELPHIA, PA 19147-3966	NONE SECTION 501(C)(3)	OPERATIONAL SUPPORT	3,000.
THEATRE HORIZON 208 DEKALB STREET NORRISTOWN, PA 19401	NONE 501(C)(3)	OPERATIONAL SUPPORT	2,000.
WAYNE ART CENTER 413 MAPLEWOOD AVE WAYNE, PA 19087	NONE 501(C)(3)	OPERATIONAL SUPPORT	3,000.
ACADEMY OF NOTRE DAME DE NAMUR 560 SPROUL ROAD VILLANOVA, PA 19085	NONE SECTION 501(C)(3)	OPERATIONAL SUPPORT	20,000.
ANCILLAE-ASSUMPTA ACADEMY 2025 CHURCH ROAD WYNCOTE, PA 19095-1124	NONE SECTION 501(C)(3)	OPERATIONAL SUPPORT	10,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION STATUS OF RECIPIENT			
CATHEDRAL KITCHEN 1514 FEDERAL STREET CAMDEN, NJ 08105	SECTION 501 (C) (3)		SCHOLARSHIP	2,500.
CHESTER COMMUNITY IMPROVEMENT PROJECT 412 AVENUE OF THE STATES P.O. BOX 541 CHESTER, PA 19013	NONE SECTION 501 (C) (3)		OPERATIONAL SUPPORT	2,000.
CHESTER COUNTY FUTURES 704 HAYWOOD DRIVE EXTON, PA 19341	NONE SECTION 501 (C) (3)		OPERATIONAL SUPPORT	4,000.
DELAWARE ADOLESCENT PROGRAM, INC. 2900 N. VAN BUREN AVENUE WILMINGTON, DE 19802	NONE SECTION 501 (C) (3)		OPERATIONAL SUPPORT	3,000.
INN DWELLING 109 E. PRICE STREET PHILADELPHIA, PA 19144	NONE SECTION 501 (C) (3)		OPERATIONAL SUPPORT	3,500.
NORTH LIGHT COMMUNITY CENTER 175 GREEN LANE PHILADELPHIA, PA 19127	NONE SECTION 501 (C) (3)		OPERATIONAL SUPPORT	2,500.

FORM 990FF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
VOLUNTEER ENGLISH PROGRAM IN CHESTER COUNTY 790 E. MARKET STREET SUITE 215 WEST CHESTER, PA 19382	NONE	SECTION 501(C)(3)	OPERATIONAL SUPPORT	3,500.
ACADEMY OF FOOD MARKETING ST. JOSEPH'S UNIVERSITY 5600 CITY AVE PHILADELPHIA, PA 19131	NONE	501(C)(3)	SCHOLARSHIP	45,000.
AMERICAN RED CROSS SEPA CHAPTER 23RD AND CHESTNUT STREETS PHILADELPHIA, PA 19103	NONE	501(C)(3)	OPERATIONAL SUPPORT	5,000.
CENTRAL MONTGOMERY MENTAL HEALTH/RETARDATION CENTE 1100 POWELL STREET NORRISTOWN, PA 19401	NONE	501(C)(3)	OPERATIONAL SUPPORT	5,000.
CHILDREN'S CRISIS TREATMENT CENTER 1823 CALLOWHILL STREET PHILADELPHIA, PA 19013	NONE	501(C)(3)	OPERATIONAL SUPPORT	5,000.
THE CLINIC 143 CHURCH STREET PHOENIXVILLE, PA 19460	NONE	SECTION 501(C)(3)	OPERATIONAL SUPPORT	7,500.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
DRAGONFLY FOREST 1100 E. HECTOR STREET SUITE 333 CONSHOHOCKEN, PA 19428	NONE SECTION 501 (C) (3)	OPERATIONAL SUPPORT	5,000.
MATERNITY CARE COALITION 2000 HAMILTON STREET SUITE 205 PHILADELPHIA, PA 19130	NONE SECTION 501 (C) (3)	OPERATIONAL SUPPORT	5,000.
SILLOAM 1133 SPRING GARDEN STREET PHILADELPHIA, PA 19123	NONE SECTION 501 (C) (3)	OPERATIONAL SUPPORT	5,000.
ST. CATHERINE LABOURE MEDICAL CLINIC 5838 GERMANTOWN AVE PHILADELPHIA, PA 19144	NONE SECTION 501 (C) (3)	OPERATIONAL SUPPORT	5,000.
ST. EDMOND'S HOME FOR CHILDREN 320 SOUTH ROBERTS ROAD ROSEMONT, PA 19010	NONE SECTION 501 (C) (3)	OPERATIONAL SUPPORT	5,000.
ADULTS WITH DEVELOPMENTAL DISABILITIES, INC. 261 OLD YORK ROAD, SUITE A-50 JENKINTOWN, PA 19046	NONE SECTION 501 (C) (3)	OPERATIONAL SUPPORT	5,000.

FORM 990RE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION STATUS OF RECIPIENT			
CASA/YOUTH ADVOCATES, INC. 200 NORTH JACKSON STREET PO BOX 407 MEDIA, PA 19063	NONE SECTION 501 (C) (3)		OPERATIONAL SUPPORT	3,000.
COLONIAL NEIGHBORHOOD COUNCIL 107 EAST 4TH AVENUE CONSHOHOCKEN, PA 19428	NONE SECTION 501 (C) (3)		OPERATIONAL SUPPORT	5,000.
CRADLE OF HOPE, INC. 1657 THE FAIRWAY PMB 140 JENKINTOWN, PA 19046	NONE SECTION 501 (C) (3)		OPERATIONAL SUPPORT	2,500.
ENDOW-A-HOME 3721 MIDVALE AVENUE PHILADELPHIA, PA 19129-1743	NONE SECTION 501 (C) (3)		OPERATIONAL SUPPORT	4,000.
MISSION KIDS, CHILD ADVOCACY CENTER OF MONTGOMERY PO BOX 706 NORRISTOWN, PA 19404	NONE SECTION 501 (C) (3)		OPERATIONAL SUPPORT	5,000.
GREATER NORRISTOWN POLICE ATHLETIC CLUB PO BOX 685 NORRISTOWN, PA 19404-0685	NONE SECTION 501 (C) (3)		OPERATIONAL SUPPORT	5,000.

FORM 990EF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
PATRICIAN SOCIETY OF CENTRAL NORRISTOWN 121 EAST CHESTNUT STREET NORRISTOWN, PA 19401-3905	NONE	SECTION 501 (C) (3)	OPERATIONAL SUPPORT	5,000.
WINGS FOR SUCCESS PO BOX 1184 FRAZER, PA 19355	NONE	SECTION 501 (C) (3)	OPERATIONAL SUPPORT	2,500.
THE SALVATION ARMY OF GREATER PHILADELPHIA 701 NORTH BROAD STREET PHILADELPHIA, PA 19123	NONE	SECTION 501 (C) (3)	OPERATIONAL SUPPORT	2,500.
ART-REACH, INC. 1819 JFK BOULEVARD SUITE 200 PHILADELPHIA, PA 19103	NONE	SECTION 501 (C) (3)	OPERATIONAL SUPPORT	3,000.
COMMUNITY ARTS CENTER 414 PLUSH MILL ROAD WALLINGFORD, PA 19086	NONE	SECTION 501 (C) (3)	OPERATIONAL SUPPORT	3,000.
DARLINGTON FINE ARTS CENTER 977 SHAVERTOWN ROAD GARNET VALLEY, PA 19061	NONE	SECTION 501 (C) (3)	OPERATIONAL SUPPORT	3,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION STATUS OF RECIPIENT			
NORRISTOWN ZOOLOGICAL SOCIETY ELMWOOD PARK ZOO 1661 HARDING BOULEVARD NORRISTOWN, PA 19401	NONE	SECTION 501 (C) (3)	OPERATIONAL SUPPORT	3,000.
OLD YORK ROAD SYMPHONY SOCIETY P.O. BOX 133 WYNCOTE, PA 19095	NONE	SECTION 501 (C) (3)	OPERATIONAL SUPPORT	5,000.
WOODMERE ART MUSEUM 9201 GERMANTOWN AVENUE PHILADELPHIA, PA 19118	NONE	SECTION 501 (C) (3)	OPERATIONAL SUPPORT	3,000.
ASSETS MONTCO 20 EAST MARSHALL STREET NORRISTOWN, PA 19401	NONE	SECTION 501 (C) (3)	OPERATIONAL SUPPORT	2,000.
BURN INSTITUTE 8825 AERO DRIVE SUITE #200 SAN DIEGO, CA 92123	NONE	SECTION 501 (C) (3)	OPERATIONAL SUPPORT	5,000.
COMMUNITY LEARNING CENTER 2801 FRANKFORD AVENUE PHILADELPHIA, PA 19134	NONE	SECTION 501 (C) (3)	OPERATIONAL SUPPORT	2,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
GIRLS INCORPORATED OF GREATER PHILADELPHIA & S NJ 1315 WALNUT STREET SUITE 1400 PHILADELPHIA, PA 19107	NONE SECTION 501 (C) (3)	OPERATIONAL SUPPORT	2,500.
MUSICOPIA 2001 MARKET STREET SUITE 3100 PHILADELPHIA, PA 19103	NONE SECTION 501 (C) (3)	OPERATIONAL SUPPORT	3,000.
NORRISTOWN EDUCATION AND ADVOCACY FOR CHILDREN P.O. BOX 262 FAIRVIEW VILLAGE, PA 19409	NONE SECTION 501 (C) (3)	OPERATIONAL SUPPORT	3,000.
SQUASHSMARTS, INC. 3890 NORTH 10TH STREET C/O LENFEST CENTER PHILADELPHIA, PA 19140	NONE SECTION 501 (C) (3)	OPERATIONAL SUPPORT	3,000.
THE VANGUARD SCHOOL (VALLEY FORGE ED SERVICES) P.O. BOX 730 1777 N. VALLEY ROAD PAOLI, PA 19301	NONE SECTION 501 (C) (3)	OPERATIONAL SUPPORT	25,000.
WEST CHESTER DAY CARE CENTER 501 EAST NIELDS STREET WEST CHESTER, PA 19382	NONE SECTION 501 (C) (3)	OPERATIONAL SUPPORT	2,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
WEST PHILADELPHIA ALLIANCE FOR CHILDREN 3603 HAMILTON STREET PHILADELPHIA, PA 19131	NONE	SECTION 501 (C) (3)	OPERATIONAL SUPPORT	2,000.
ABINGTON MEMORIAL HOSPITAL 1200 OLD YORK ROAD ABINGTON, PA 19001	NONE	SECTION 501 (C) (3)	OPERATIONAL SUPPORT	5,000.
CAMDEN EYE CENTER 400 CHAMBERS AVENUE CAMDEN, NJ 08103	NONE	SECTION 501 (C) (3)	OPERATIONAL SUPPORT	5,000.
CHESTER COUNTY COMMUNITY DENTAL CENTER 744 EAST LINCOLN HIGHWAY SUITE 120 COATESVILLE, PA 19380	NONE	SECTION 501 (C) (3)	OPERATIONAL SUPPORT	2,500.
DREXEL UNIVERSITY COLLEGE OF NURSING AND HEALTH 3141 CHESTNUT STREET PHILADELPHIA, PA 19104	NONE	SECTION 501 (C) (3)	OPERATIONAL SUPPORT	4,000.
GILDA'S CLUB DELAWARE VALLEY 200 KIRK ROAD WARMINSTER, PA 18974	NONE	SECTION 501 (C) (3)	OPERATIONAL SUPPORT	5,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION STATUS OF RECIPIENT			
LA COMUNIDAD HISPANA 731 WEST CYPRESS STREET KENNETT SQUARE, PA 19348	NONE	SECTION 501(C) (3)	OPERATIONAL SUPPORT	5,000.
LIVING BEYOND BREAST CANCER 354 WEST LANCASTER AVENUE SUITE 224 HAVERFORD, PA 19041	NONE	SECTION 501(C) (3)	OPERATIONAL SUPPORT	5,000.
THE CHILDREN'S HOSPITAL OF PHILADELPHIA 34TH STREET AND CIVIC CENTER BLVD PHILADELPHIA, PA 19130	NONE	SECTION 501(C) (3)	OPERATIONAL SUPPORT	10,000.
ACHIEVEABILITY 21 S. 61ST STREET PHILADELPHIA, PA 19139	NONE	SECTION 501(C) (3)	OPERATIONAL SUPPORT	2,000.
BIG BROTHERS BIG SISTERS OF BUCKS COUNTY 2875 YORK ROAD JAMISON, PA 18929	NONE	SECTION 501(C) (3)	OPERATIONAL SUPPORT	2,000.
CAMP RAINBOW 1 PLANK ROAD SCHWENKSVILLE, PA 19473	NONE	SECTION 501(C) (3)	OPERATIONAL SUPPORT	2,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 14 (CONT'D)

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND				AMOUNT
RECIPIENT NAME AND ADDRESS	FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	
CHESTER COUNTY FOOD BANK 601 WESTTOWN ROAD SUITE 330 WEST CHESTER, PA 19320	NONE	SECTION 501 (C) (3)	OPERATIONAL SUPPORT	5,000.
CITIZEN ADVOCACY OF CHESTER COUNTY 205 CHURCH STREET PHOENIXVILLE, PA 19460	NONE	SECTION 501 (C) (3)	OPERATIONAL SUPPORT	2,000.
DRUEDING CENTER / PROJECT RAINBOW 413 WEST MASTER STREET PHILADELPHIA, PA 19122	NONE	SECTION 501 (C) (3)	OPERATIONAL SUPPORT	4,000.
FAMILY SUPPORT LINE OF DELAWARE COUNTY, INC. 100 WEST 6TH STREET MEDIA, PA 19063	NONE	SECTION 501 (C) (3)	OPERATIONAL SUPPORT	2,000.
LITTLE BROTHERS, FRIENDS OF THE ELDERLY 642 N. BROAD STREET PHILADELPHIA, PA 19130	NONE	SECTION 501 (C) (3)	OPERATIONAL SUPPORT	2,000.
MAGDALENA ECKE FAMILY YMCA 200 SAXONY ROAD ENCINITAS, CA 92024	NONE	SECTION 501 (C) (3)	OPERATIONAL SUPPORT	5,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MERCY NEIGHBORHOOD MINISTRIES OF PHILADELPHIA, INC 1939 W. VENANGO STREET PHILADELPHIA, PA 19140	NONE SECTION 501 (C) (3)	OPERATIONAL SUPPORT	2,000.
MOM'S HOUSE 152 CHURCH STREET PHOENIXVILLE, PA 19460	NONE SECTION 501 (C) (3)	OPERATIONAL SUPPORT	5,000.
NEW DIRECTIONS FOR WOMEN, INC. 4807 GERMANTOWN AVENUE PHILADELPHIA, PA 19144	NONE SECTION 501 (C) (3)	OPERATIONAL SUPPORT	2,500.
NORRISTOWN MINISTRIES HOSPITALITY CENTER 530 CHURCH STREET 1ST FLOOR NORRISTOWN, PA 19401	NONE SECTION 501 (C) (3)	OPERATIONAL SUPPORT	2,000.
ONE HOUSE AT A TIME 411 SUSQUEHANNA ROAD AMBLER, PA 19002	NONE SECTION 501 (C) (3)	OPERATIONAL SUPPORT	2,500.
ORION COMMUNITIES, INC. 205 BRIDGE STREET PHOENIXVILLE, PA 19460	NONE SECTION 501 (C) (3)	OPERATIONAL SUPPORT	3,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS		RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
PHOENIXVILLE AREA COMMUNITY SERVICES 257 CHURCH STREET PHOENIXVILLE, PA 19460			NONE SECTION 501 (C) (3)	OPERATIONAL SUPPORT	2,500.
PHOENIXVILLE AREA POLICE ATHLETIC LEAGUE P.O. BOX 221 PHOENIXVILLE, PA 19460			NONE SECTION 501 (C) (3)	OPERATIONAL SUPPORT	2,500.
RESOURCES FOR HUMAN DEVELOPMENT (COMPEER) 3125 W. RIDGE PIKE SUITE D EAGLEVILLE, PA 19403			NONE SECTION 501 (C) (3)	OPERATIONAL SUPPORT	4,000.
SAFE HARBOR OF GREATER WEST CHESTER, INC. 20 NORTH MATLACK WEST CHESTER, PA 19380			NONE SECTION 501 (C) (3)	OPERATIONAL SUPPORT	2,000.
SPECIAL OLYMPICS OF PA 2570 BOULEVARD OF THE GENERALS 124 WASHINGTON SQUARE NORRISTOWN, PA 19403			NONE SECTION 501 (C) (3)	OPERATIONAL SUPPORT	5,000.
THE ARC OF SAN DIEGO 9575 AEOR DRIVE SAN DIEGO, CA 92123			NONE SECTION 501 (C) (3)	OPERATIONAL SUPPORT	5,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THE CRIME VICTIMS CENTER OF CHESTER COUNTY 236 WEST MARKET STREET WEST CHESTER, PA 19382	NONE SECTION 501 (C) (3)	OPERATIONAL SUPPORT	2,500.
THE DOE FUND'S READY, WILLING & ABLE - PHILA 1211 BAINBRIDGE STREET PHILADELPHIA, PA 19147	NONE SECTION 501 (C) (3)	OPERATIONAL SUPPORT	3,000.
BUCKS COUNTY HEALTH IMPROVEMENT PARTNERSHIP, INC 1201 LANGHORNE-NEWTON ROAD LANGHORNE, PA 19047	NONE SECTION 501 (C) (3)	OPERATIONAL SUPPORT	5,000.
MONTGOMERY COUNTY FOUNDATION, INC. 409 CHERRY STREET NORRISTOWN, PA 19401	NONE SECTION 501 (C) (3)	OPERATIONAL SUPPORT	3,000.
RETIRED AND SENIOR VOLUNTEER PROGRAM OF MONT CNTY 350 SENTRY PARKWAY BUILDING 640, SUITE 100 BLUE BELL, PA 19422	NONE SECTION 501 (C) (3)	OPERATIONAL SUPPORT	6,000.
TOTAL CONTRIBUTIONS PAID			850,000.

**SCHEDULE D
(Form 1041)**

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

► Attach to Form 1041, Form 5227, or Form 990-T. See the Instructions for
Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).

OMB No 1545-0092

2010

Name of estate or trust

GENUARDI FAMILY FOUNDATION

Employer identification number

23-3041300

Note: Form 5227 filers need to complete **only** Parts I and II

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	163,785.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2009 Capital Loss Carryover Worksheet	4	()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back ►	5	163,785.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	511,936.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2009 Capital Loss Carryover Worksheet	11	()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back ►	12	511,936.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2010

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part				
13	Net short-term gain or (loss)	13		163,785.
14	Net long-term gain or (loss):			
a	Total for year	14a		511,936.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a ▶	15		675,721.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and **do not** complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

Part IV Capital Loss Limitation	
16	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of a The loss on line 15, column (3) or b \$3,000 16 ()

Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** on page 7 of the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates	
Form 1041 filers. Complete this part only if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.	
Caution: Skip this part and complete the worksheet on page 8 of the instructions if • Either line 14b, col (2) or line 14c, col (2) is more than zero, or • Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.	

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col (2) or line 14c, col (2) is more than zero.

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34) . . .	17		
18	Enter the smaller of line 14a or 15 in column (2) but not less than zero 18			
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T) 19			
20	Add lines 18 and 19 20			
21	If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0- . . . ▶ 21			
22	Subtract line 21 from line 20. If zero or less, enter -0- 22			
23	Subtract line 22 from line 17. If zero or less, enter -0- 23			
24	Enter the smaller of the amount on line 17 or \$2,300 24			
25	Is the amount on line 23 equal to or more than the amount on line 24? ☐ Yes. Skip lines 25 and 26, go to line 27 and check the "No" box ☐ No. Enter the amount from line 23 25			
26	Subtract line 25 from line 24 26			
27	Are the amounts on lines 22 and 26 the same? ☐ Yes. Skip lines 27 thru 30, go to line 31 ☐ No. Enter the smaller of line 17 or line 22 27			
28	Enter the amount from line 26 (If line 26 is blank, enter -0-) 28			
29	Subtract line 28 from line 27 29			
30	Multiply line 29 by 15% (15) 30			
31	Figure the tax on the amount on line 23. Use the 2010 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) 31			
32	Add lines 30 and 31 32			
33	Figure the tax on the amount on line 17. Use the 2010 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) 33			
34	Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) 34			

Schedule D (Form 1041) 2010

▶ **Attach to Schedule D to list additional transactions for lines 1a and 6a.**

2010

23-3041300

Employer identification number

[illegible]

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b	511,936.
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A Legacy of Caring for People & Communities
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How to Apply

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The Genuardi Family Foundation has adopted an updated

- [Mission, Vision and Values Framework](#) and
- [Four Strategic Grantmaking Priorities](#) that reflect the core priorities of the family and Foundation

Indicative of its redefined focus, the Foundation has made changes to its grantmaking timeline, programs, and processes. The Foundation now makes grants to nonprofit organizations through **three grant programs**

– The Foundation now makes grants to nonprofit organizations through three grant programs

- **Core Grant Program:** Annual general operating and program support grants for organizations serving Montgomery, Chester, Delaware and Bucks Counties in Southeastern Pennsylvania. **Next cycle begins with LOI submission June 1-30, 2011.**
- **Philadelphia Fund:** Invitation-only fund for organizations based in and serving Philadelphia County. **Next cycle starts Spring 2012.**
- **Strategic Initiative Fund:** Invitation-only fund for special projects. **Next cycle starts Spring 2012.**

How to Apply

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What We Fund

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The Genuardi Family Foundation recently completed an extensive analysis and recalibration of our focus and processes, with the goal of deepening the Foundation's impact. We conducted a "listening campaign," through which we gained the input of our current and founding directors, our grantmaking colleagues, and more than 150 community stakeholders from the nonprofit and public sectors. To the many who lent their voices to this process, we thank you.

A result of this process is the adoption of a new organizational and grantmaking framework that reflects the core priorities of the Foundation. Foundation grants support organizations that provide direct services, through which the Foundation endeavors to create positive impact in the following priority areas

- Promote the unity, health and well-being of families,
- Improve access to basic services for the most vulnerable in our communities,
- Prepare children, youth and adults for success in their schools, in the workplace and in their communities, and
- Invest in systems and sustainable change efforts to break the cycles of poverty and vulnerability, and build toward a better future for all people

This represents a shift in the Foundation's core grantmaking areas, and we recognize that it will affect the eligibility of some prospective applicants and past grantees

Examples of services provided by our grantees include, but are not limited to:

- Improved access to medical and dental care
- Maternal and child health services
- Services for individuals with disabilities
- Food distribution
- Housing and homelessness prevention
- Emergency services
- Behavioral health
- Vocational training and workforce preparation
- Youth development
- Collaborations
- Service coordination and delivery
- Programs designed to build individual self-sufficiency

Through these services, the Foundation hopes to positively impact the lives of low-income families, at-risk children and youth, people with disabilities, uninsured children and adults and individuals and families who are homeless or at risk of homelessness

Eligibility

Eligible applicants will have documented 501(c)(3) tax exempt status. Preference will be given to those projects that receive broad-based community support, make use of volunteer labor, and who incur reasonable costs to run their programs. Grant proposals may request funds for project funding, general operating funding, capacity building, or a combination of these.

Exclusions

Please note that Genuardi Family Foundation does ***not*** generally make grants to

- Organizations outside the Greater Philadelphia area (please see our [grant programs page](#) for more)

specific geographic eligibility requirements)

- Capital projects, including equipment purchase or replacement
- General fundraising, annual appeals or special events
- Individuals
- Fraternal and/or civic organizations
- Political candidates or parties
- Political Action Committees (PACs) engaged in influencing legislation
- Other foundations or organizations that redistribute resources to beneficiaries of their own selection, including United Way
- Public radio or television
- Endowment drives
- Debt reduction
- Environmental issues or initiatives
- Public, private or parochial schools
- Organizations who have applied to the Foundation within less than 12 months

Through its grantmaking programs, the Genuardi Family Foundation seeks to invest in and improve the communities that supported Genuardi Family Markets during the several decades and generations that the family owned this landmark regional business. While the Foundation's legacy is an outgrowth of the tradition of giving established by its family's business, neither the Genuardi family nor its Foundation are now associated with Genuardi Family Markets. Its priorities for giving are its own.

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Strategic Initiative Program

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On occasion, the Foundation proactively identifies issues or projects to support with significant funding.

The Strategic Initiative Fund is designed to foster solutions to community needs through innovative approaches, collaborations, and efforts that will sustain positive change over time

The Strategic Initiative Fund application process is by invitation only, and is initiated by the Foundation. The Strategic Initiative Fund will have a separate application process from the Core Grant Program and Philadelphia Fund Program

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Philadelphia Fund Program

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This by-invitation-only program provides support to organizations based in and providing services in the City of Philadelphia

Each year, the Foundation selects between two and four Philadelphia-based organizations to support as key grantee partners with grants in the range of \$25,000 to \$50,000. The goal of the Philadelphia Fund is to support organizations that are implementing efficient and effective programs that can serve as models for other organizations.

Philadelphia-based organizations providing services in Montgomery, Chester, Delaware or Bucks Counties may be eligible to apply in the Core Grant Program. [Contact the Foundation](#) if you have questions about which program will be the best fit for your program.



Applications are considered for the Philadelphia Fund in the spring cycle. Invitations will be issued in January and February to eligible organizations, with proposals due March 1 of each year. The Philadelphia Fund will have a separate application process from the Core Grant Program and Strategic Initiative Program. Decisions will be announced each June.

Please check back to this page in early 2012 for additional information and a link to the online Philadelphia Fund application process. Note that unsolicited proposals to this program will not be considered.

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Core Grant Program

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The Foundation's Core Grant Program makes annual general operating and program support grants up to \$10,000 for organizations providing services in Montgomery, Chester, Delaware and Bucks counties in Southeastern Pennsylvania.

ACCESS APPLICATION PROCESS

Organizations that are based in and only serve communities outside these four counties are not eligible to participate in the Foundation's Core Grant Program unless invited to apply by a Foundation Board member. Grants made to organizations based in and serving Philadelphia will now be made by invitation only through the [Philadelphia Fund](#).



Generally, first-time applicants to the Core Grant Program are encouraged to apply for program support. If an organization has received Foundation funding in the past, general operating requests are welcomed. Core Grant Program applications are considered only in the fall cycle. All applicants must submit an online letter of inquiry between June 1 and June 30 to be considered for funding, regardless of whether or not the organization has been previously funded. Only those organizations whose letters of inquiry have been approved will be invited to submit full proposals.

— 2011 Core Grant Cycle deadlines are as follows —

- June 1-30, 2011 Letters of Inquiry (LOIs) accepted
- September 1, 2011 Full proposals (if invited) are due
- March 2012 Decisions announced
- February 1, 2013 Grant follow-up reports due

The Genuardi Family Foundation **only** accepts applications via its online application system. This automation includes all stages of the application process: initial letters of inquiry, full applications, and grant reports. We no longer process paper copies of these documents.

All deadlines are firm. Letters of inquiry and proposals submitted after their respective deadlines will not be accepted. All organizations interested in applying should consult our [Eligibility Requirements](#) to ensure they meet the Foundation's guidelines prior to submitting a letter of inquiry.

Each year the Foundation is able to fund only a fraction of the requests that are reviewed. A denial of funding is not necessarily a reflection of the program or proposal, but is the result of a highly competitive process.

To begin the Core Grant Application Process, [please click here](#).

ACCESS APPLICATION PROCESS

Please note: If your organization has been a past applicant or grantee, you should have login credentials already established in our online grant database. **PLEASE** don't create a new organizational profile to reapply. If you do not know your organization's username and password, please [contact us](#), we are happy to help.

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Reminder:

Core Grant Program Letters of Inquiry will be accepted June 1-30, 2011. [Online submissions only, please](#).

To aid applicants in navigating the Foundation's online grant system, we now offer tutorials in two formats:

- [PDF \(8 pages\)](#)
- [Video \(11 minutes\)](#)

We now offer tutorials to help applicants navigate our online application system. You can

- Download an eight-page tutorial PDF document by [clicking here](#), and/or
- Watch an 11-minute video tutorial by [clicking here](#).

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