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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 , and ending

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 BEATTY HELEN D GROOME U/W		A Employer identification number 23-6224798
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see page 10 of the instructions) (215) 553-2363
BNY Mellon, N A - P O Box 185		
City or town, state, and ZIP code Pittsburgh PA 15230-0185		C If exemption application is pending, 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		D 1 Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 11,857,561	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)	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)
Revenue				
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check ☒ if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments	0	0		
4 Dividends and interest from securities	200,750	201,282		
5 a Gross rents		0		
b Net rental income or (loss)	0			
6 a Net gain or (loss) from sale of assets not on line 10	-121,413			
b Gross sales price for all assets on line 6a	3,815,718			
7 Capital gain net income (from Part IV, line 2)		0		
8 Net short-term capital gain		0		
9 Income modifications				
10 a Gross sales less returns and allowances	0			
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)	0			
11 Other income (attach schedule)	-900	-10,656	0	
12 Total. Add lines 1 through 11	78,437	190,626	0	
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc	33,004	8,251		24,753
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16 a Legal fees (attach schedule)	0	0	0	0
b Accounting fees (attach schedule)	0	0	0	0
c Other professional fees (attach schedule)	0	0	0	0
17 Interest	10,762	10,762		
18 Taxes (attach schedule) (see page 14 of the instructions)	6,192	6,192	0	0
19 Depreciation (attach schedule) and depletion	0	0	0	
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	20,957	20,957	0	0
24 Total operating and administrative expenses. Add lines 13 through 23	70,915	46,162	0	24,753
25 Contributions, gifts, grants paid	582,000			582,000
26 Total expenses and disbursements. Add lines 24 and 25	652,915	46,162	0	606,753
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-574,478			
b Net investment income (if negative, enter -0-)		144,464		
c Adjusted net income (if negative, enter -0-)			0	

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

Form **990-PF** (2010)

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Form 990-PF (2010) BEATTY HELEN D GROOME U/W

23-6224798 Page 2

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			1,208	1,208
	2	Savings and temporary cash investments			104,139	104,139
	3	Accounts receivable	0			
		Less allowance for doubtful accounts	0	0	0	0
	4	Pledges receivable	0			
		Less allowance for doubtful accounts	0	0	0	0
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)	0	0	0	0
	7	Other notes and loans receivable (attach schedule)	0			
		Less allowance for doubtful accounts	0	0	0	0
	8	Inventories for sale or use			0	
	9	Prepaid expenses and deferred charges			0	
	10 a	Investments—U S and state government obligations (attach schedule)	0	0	0	0
	b	Investments—corporate stock (attach schedule)	0	0	0	0
	c	Investments—corporate bonds (attach schedule)	0	0	0	0
	11	Investments—land, buildings, and equipment basis	0			
	Less accumulated depreciation (attach schedule)	0	0	0	0	
12	Investments—mortgage loans					
13	Investments—other (attach schedule)		9,751,157	8,985,168	10,571,074	
14	Land, buildings, and equipment basis	0				
	Less accumulated depreciation (attach schedule)	0	0	0	0	
15	Other assets (describe MELLON OPTIMA I/S STRATEG)		928,373	1,028,373	1,181,140	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)		10,679,530	10,118,888	11,857,561	
Liabilities	17	Accounts payable and accrued expenses			0	
	18	Grants payable				
	19	Deferred revenue			0	
	20	Loans from officers directors, trustees, and other disqualified persons		0	0	
	21	Mortgages and other notes payable (attach schedule)		0	0	
	22	Other liabilities (describe)		0	0	
	23	Total liabilities (add lines 17 through 22)		0	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				
	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		10,679,530	10,118,888	
	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)		10,679,530	10,118,888		
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)		10,679,530	10,118,888		

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	10,679,530
2	Enter amount from Part I, line 27a	2	-574,478
3	Other increases not included in line 2 (itemize) See Attached Statement	3	13,836
4	Add lines 1, 2, and 3	4	10,118,888
5	Decreases not included in line 2 (itemize)	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	10,118,888

Form 990-PF (2010)

BEATTY HELEN D GROOME U-W

23-6224798

Page 3

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 Attached Statement				
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 0	0	0	0	
b 0	0	0	0	
c 0	0	0	0	
d 0	0	0	0	
e 0	0	0	0	
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) 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 0	0	0	0	
b 0	0	0	0	
c 0	0	0	0	
d 0	0	0	0	
e 0	0	0	0	
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	-121,413
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	0

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.**1** Enter the appropriate amount in each column for each year, see 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	637,507	10,079,597	0.063247
2008	966,705	11,825,159	0.081750
2007	526,728	13,539,551	0.038903
2006	510,571	12,648,990	0.040365
2005	546,355	12,045,068	0.045359
2 Total of line 1, column (d)			2 0.269624
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 0.053925
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4 10,955,399
5 Multiply line 4 by line 3			5 590,770
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 1,445
7 Add lines 5 and 6			7 592,215
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			8 606,753

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 letter if necessary—see instructions)		1	1,445
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0
3 Add lines 1 and 2		3	1,445
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	1,445
6 Credits/Payments			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	1,612	
b Exempt foreign organizations—tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	800	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	2,412	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached.	8	0	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	967	
11 Enter the amount of line 10 to be Credited to 2011 estimated tax 967 Refunded	11	0	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see 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		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation \$ _____ (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? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	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	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see 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? Website address ▶ N/A	13	X	
14	The books are in care of ▶ BNY MELLON, N.A. Telephone no ▶ (215) 553-2363 Located at ▶ P.O. BOX 185, PITTSBURGH, PA ZIP+4 ▶ 15230-0185			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A			
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? 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 ▶	16	Yes	No
				X

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)? Organizations relying on a current notice regarding disaster assistance check here ▶ ☐	1b	X
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 ▶ 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 22 of the instructions)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 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? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b	X

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))?
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?
- (3) Provide a grant to an individual for travel, study, or other similar purposes?
- (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)
- (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

☐ Yes ☒ No

☐ Yes ☒ No

☐ Yes ☒ No

☐ 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**

N/A

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

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

X

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870☐ Yes ☒ No**7b**

N/A

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?**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
BNY MELLON, N A P O BOX 185 PITTSBURGH PA 15230-0185	TRUSTEE SEE ATTACHED	86,439	NONE	NONE
BNY MELLON, N A P O BOX 185 PITTSBURGH PA 15230-0185	FEE REIMBURSEMENT	-53,435	N/A	N/A
	00	0	0	0
	00	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				NONE

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
NONE		0
		0
		0
		0
		0
		0

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 NONE	
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	0

Total. Add lines 1 through 3

▶ NONE

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	10,873,893
b	Average of monthly cash balances	1b	248,339
c	Fair market value of all other assets (see page 25 of the instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	11,122,232
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	
3	Subtract line 2 from line 1d	3	11,122,232
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	166,833
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	10,955,399
6	Minimum investment return. Enter 5% of line 5	6	547,770

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	547,770
2a	Tax on investment income for 2010 from Part VI, line 5	2a	1,445
b	Income tax for 2010 (This does not include the tax from Part VI.)	2b	0
c	Add lines 2a and 2b	2c	1,445
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	546,325
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	546,325
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	546,325

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	606,753
b	Program-related investments—total from Part IX-B	1b	NONE
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	606,753
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	1,445
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	605,308

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				546,325
2 Undistributed income, if any, as of the end of 2010			0	
a Enter amount for 2009 only			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2010				
a From 2005	NONE			
b From 2006	NONE			
c From 2007	NONE			
d From 2008	73,807			
e From 2009	136,751			
f Total of lines 3a through e	210,558			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 606,753				
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)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)	0			
d Applied to 2010 distributable amount				546,325
e Remaining amount distributed out of corpus	60,428			
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	270,986			
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)	0			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	270,986			
10 Analysis of line 9				
a Excess from 2006	0			
b Excess from 2007	0			
c Excess from 2008	73,807			
d Excess from 2009	136,751			
e Excess from 2010	60,428			

N/A

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

- b** 85% of line 2a

- 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

- 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**

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see 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

NOT APPLICABLE

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

NOT APPLICABLE

- c Any submission deadlines:**

NOT APPLICABLE

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

NOT APPLICABLE

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Attached Statement				
Total			▶ 3a	582,000
b <i>Approved for future payment</i> NONE				
Total			▶ 3b	NONE

**Attachment to Form 990-PF Part VIII, Column (b) Title and average hours
per week devoted to position**

As Trustee, the Bank of New York Mellon provides administrative services such as acting as investment manager for the named organization. These services require numerous individual bank employees' involvement in the activities of the organization and thus cannot be quantified on an hourly basis. Therefore, the Trustee's fees are not based upon an hourly basis but are calculated based upon factors such as the market value of the account and in accordance with our agreement with the client.

108412XG040	BEATTY	H	ELEN	D	CASH	0	1,207 79	1,207 79
108412XG040	BEATTY	H	ELEN	D	05569M103	240,405 62	2,084,316 73	1,519,420 55
108412XG040	BEATTY	H	ELEN	D	05569M442	27,156 72	391,871 48	299,498 11
108412XG040	BEATTY	H	ELEN	D	05569M475	57,186 15	713,111 35	612,463 73
108412XG040	BEATTY	H	ELEN	D	05569M509	17,513 04	214,534 76	124,721 24
108412XG040	BEATTY	H	ELEN	D	05569M582	69,959 02	817,121 39	693,293 91
108412XG040	BEATTY	H	ELEN	D	05569M616	89,341 17	89,341 17	89,341 17
108412XG040	BEATTY	H	ELEN	D	05569M616	14,798 24	14,798 24	14,798 24
108412XG040	BEATTY	H	ELEN	D	05569M780	40,000 80	492,409 88	495,209 93
108412XG040	BEATTY	H	ELEN	D	05569M806	24,301 75	284,816 62	229,634 05
108412XG040	BEATTY	H	ELEN	D	05569M814	49,840 76	643,942 63	610,931 05
108412XG040	BEATTY	H	ELEN	D	05569M830	175,878 98	2,304,014 65	2,233,329 76
108412XG040	BEATTY	H	ELEN	D	05569M855	74,827 67	885,959 65	611,510 34
108412XG040	BEATTY	H	ELEN	D	05569M871	88,071 42	948,529 26	855,895 51
108412XG040	BEATTY	H	ELEN	D	261967830	15,396 89	197,850 09	200,459 30
108412XG040	BEATTY	H	ELEN	D	26201H500	7,733 81	104,793 18	86,000 00
108412XG040	BEATTY	H	ELEN	D	46428R107	8,710 00	297,011 00	248,297 71
108412XG040	BEATTY	H	ELEN	D	712223106	900 43	25,104 18	21,339 61
108412XG040	BEATTY	H	ELEN	D	86271F677	1,057 56	21,172 35	18,164 12
108412XG040	BEATTY	H	ELEN	D	86271F768	10,548 52	144,514 77	125,000 00
108412XG040	BEATTY	H	ELEN	D	9934AA008	1,181,139 59	1,181,139 59	1,028,372 87

TOTAL FOR A CCT#1084 12 XG04 0

11,857,560 76 10,118,888 00

BEATTY HELEN D GROOME U/W

23-6224798 Page 1 of 6

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

COMMUNITY CARE CENTER OF THE NORTHEAST

Street

2147 WELSH ROAD, SUITE 202

City

PHILADELPHIA

State

PA

Zip Code

19114

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

CHARITABLE GENERAL

Amount

12,000

Name

GREATER PHILADELPHIA CARES

Street

100 SOUTH BROAD STREET, SUITE 2200

City

PHILADELPHIA

State

PA

Zip Code

19110

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

CHARITABLE GENERAL

Amount

15,000

Name

MUSICOPIA

Street

2001 MARKET STREET, SUITE 3100

City

PHILADELPHIA

State

PA

Zip Code

19103-7080

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

CHARITABLE GENERAL

Amount

16,000

Name

NORTH STAR OUTREACH

Street

1901 WALNUT STREET #1201

City

PHILADELPHIA

State

PA

Zip Code

19103

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

CHARITABLE GENERAL

Amount

10,000

Name

SENIOR LAW CENTER

Street

100 SOUTH BROAD STREET, SUITE 1810

City

PHILADELPHIA

State

PA

Zip Code

19110

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

CHARITABLE GENERAL

Amount

30,000

Name

WOMEN IN TRANSITION, INC.

Street

21 SOUTH TWELFTH STREET, SIXTH FLOOR

City

PHILADELPHIA

State

PA

Zip Code

19107-3606

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

CHARITABLE GENERAL

Amount

10,000

BEATTY HELEN D GROOME U/W

23-6224798 Page 2 of 6

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**Recipient(s) paid during the year**

Name

WOODLAND COMMUNITY DEVELOPMENT CORPORATION

Street

2300 S 8TH STREET

City

CAMDEN

State

NJ

Zip Code

08104

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

CHARITABLE GENERAL

Amount

~ 20,000

Name

WORLD IMPACT, INC

Street

700 CENTRAL AVENUE

City

CHESTER

State

PA

Zip Code

19013-3059

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

CHARITABLE GENERAL

Amount

30,000

Name

CARSON VALLEY CHILDREN'S AID

Street

FLOURTOWN NEIGHBORHOOD CENTER 1419 BETHLEHEM PIKE

City

FLOURTOWN

State

PA

Zip Code

19031

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

CHARITABLE GENERAL

Amount

20,000

Name

BUILDON

Street

1818 MARKET STREET, SUITE 2620

City

PHILADELPHIA

State

PA

Zip Code

19103

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

CHARITABLE GENERAL

Amount

10,000

Name

CRADLES TO CRAYONS

Street

141 GIBRAL TAR ROAD

City

HORSHAD

State

PA

Zip Code

19044

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

CHARITABLE GENERAL

Amount

15,000

Name

FOOD BANK OF SOUTH JERSEY

Street

1501 TIPTON BOULEVARD

City

PENNSAUKEN

State

NJ

Zip Code

08110

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

CHARITABLE GENERAL

Amount

10,000

BEATTY HELEN D GROOME U/W

23-6224798 Page 3 of 6

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

HOME OF THE SPARROW

Street

969 E SWEDESFORD ROAD

City

EXTON

State

PA

Zip Code

19341

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

CHARITABLE GENERAL

Amount

30,000

Name

INTERFAITH HOSPITALITY NETWORK-MAIN LINE

Street

1449 DEKALB STREET

City

NORRISTOWN

State

PA

Zip Code

19401

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

CHARITABLE GENERAL

Amount

15,000

Name

NATIONAL LIBERTY MUSEUM

Street

321 CHESTNUT STREET

City

PHILADELPHIA

State

PA

Zip Code

19106

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

CHARITABLE GENERAL

Amount

10,000

Name

ORION COMMUNITIES, INC

Street

205 BRIDGE STREET

City

PHOENIXVILLE

State

PA

Zip Code

19460

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

CHARITABLE GENERAL

Amount

20,000

Name

WEST CHESTER AREA SENIOR CENTER

Street

530 EAST UNION STREET

City

WEST CHESTER

State

PA

Zip Code

19382

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

CHARITABLE GENERAL

Amount

20,000

Name

WINGS FOR SUCCESS

Street

490 LANCASTER AVENUE

City

FRAZER

State

PA

Zip Code

19355

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

CHARITABLE GENERAL

Amount

10,000

BEATTY HELEN D GROOME U/W

23-6224798 Page 4 of 6

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

GIRLS, INC

Street

1315 WALNUT STREET, SUITE 1400

City

PHILADELPHIA

State

PA

Zip Code

19107-4114

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

CHARITABLE GENERAL

Amount

10,000

Name

CAMP HILL VILLAGE KIMBERTON HILLS

Street

P O BOX 1045

City

KIMBERTON

State

PA

Zip Code

19442

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

CHARITABLE GENERAL

Amount

15,000

Name

CHESTER COUNTY FOOD BANK

Street

601 WESTTOWN ROAD, SUITE 330

City

WEST CHESTER

State

PA

Zip Code

19380

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

CHARITABLE GENERAL

Amount

25,000

Name

CHESTER COUNTY FUTURES

Street

704 HAYWOOD DRIVE

City

EXTON

State

PA

Zip Code

19341

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

CHARITABLE GENERAL

Amount

25,000

Name

RETIRED AND SENIOR VOLUNTEER PROGRAM

Street

350 SENTRY PARKWAY, BUILDING 640, SUITE 100

City

BLUE BELL

State

PA

Zip Code

19422

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

CHARITABLE GENERAL

Amount

10,000

Name

BREAKTHROUGH OF GREATER PHILADELPHIA

Street

34 WEST COULTER STREET

City

PHILADELPHIA

State

PA

Zip Code

19144

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

CHARITABLE GENERAL

Amount

20,000

BEATTY HELEN D GROOME U/W

23-6224798 Page 5 of 6

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**Recipient(s) paid during the year**

Name

CRADLE OF HOPE

Street

1657 THE FAIRWAY #140

City

JENKINTOWN

State

PA

Zip Code

19046

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

CHARITABLE GENERAL

Amount

10,000

Name

JEWISH FAMILY AND CHILDREN'S SERVICE OF GREATER PHILADELPHIA

Street

21000 ARCH STREET, 5TH FLOOR

City

PHILADELPHIA

State

PA

Zip Code

19103

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

CHARITABLE GENERAL

Amount

15,000

Name

LA COMUNIDAD HISPANA

Street

731 WEST CYPRESS STREET

City

KENNETT SQUARE

State

PA

Zip Code

19348

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

CHARITABLE GENERAL

Amount

25,000

Name

PENNSYLVANIA BALLET

Street

1819 JFK BOULEVARD, SUITE 210

City

PHILADELPHIA

State

PA

Zip Code

19103

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

CHARITABLE GENERAL

Amount

10,000

Name

SENIOR COMMUNITY SERVICES

Street

600 SWARTHMORE AVENUE

City

FOLSOM

State

PA

Zip Code

19033

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

CHARITABLE GENERAL

Amount

15,000

Name

ENCORE EXPERIENCES AT HARLEYSVILLE

Street

312 ALUMNI AVENUE

City

HARLEYSVILLE

State

PA

Zip Code

19438-2306

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

CHARITABLE GENERAL

Amount

14,000

BEATTY HELEN D GROOME U/W

23-6224798 Page 6 of 6

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

UNITED WAY OF SOUTHEASTERN PENNSYLVANIA

Street

7 BENJAMIN FRANKLIN PARKWAY

City

PHILADELPHIA

State

PA

Zip Code

19103-1294

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

CHARITABLE GENERAL

Amount

40,000

Name

COMMUNITY VOLUNTEERS IN MEDICINE

Street

300 B LAWRENCE DRIVE

City

WEST CHESTER

State

PA

Zip Code

19380-4263

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

CHARITABLE GENERAL

Amount

15,000

Name

LUTHERAN SOCIAL SERVICES OF SOUTH CENTRAL PENNSYLVANIA

Street

1050 PENNSYLVANIA AVENUE

City

YORK

State

PA

Zip Code

17404

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

CHARITABLE GENERAL

Amount

15,000

Name

YORK HEALTH FOUNDATION/WELLSPAN HEALTH

Street

912 SOUTH GEORGE STREET

City

YORK

State

PA

Zip Code

17403

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

CHARITABLE GENERAL

Amount

15,000

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

										Amount			
Long Term CG Distributions										4,253			
Short Term CG Distributions													
Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals				
									Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation
1	X	BNY MELLON INTERMEDIATE	05569M814			7/16/2004		2/18/2010	49,065	48,606			459
2	X	BNY MELLON BOND FD CL M	05569M830			4/25/2003		1/14/2010	75,000	76,501			-1,501
3	X	BNY MELLON BOND FD CL M	05569M830			4/25/2003		9/7/2010	200,000	198,651			1,349
4	X	BNY MELLON EMERGING MA	05569M855			12/21/2007		9/7/2010	56,792	110,560			-53,768
5	X	BNY MELLON EMERGING MA	05569M855			8/14/2008		9/7/2010	2,020	3,415			-1,395
6	X	BNY MELLON EMERGING MA	05569M855			4/25/2003		9/7/2010	11,188	12,661			-1,473
7	X	BNY MELLON INTERNATIONAL	05569M871			7/14/2005		2/18/2010	34,987	54,670			-19,683
8	X	BNY MELLON INTERNATIONAL	05569M871			12/15/2004		2/18/2010	13,114	20,044			-6,930
9	X	BNY MELLON INTERNATIONAL	05569M871			12/15/2004		9/7/2010	4,925	7,729			-2,804
10	X	BNY MELLON INTERNATIONAL	05569M871			12/18/2007		9/7/2010	9,075	13,729			-4,654
11	X	BNY MELLON LARGE CAP ST	05569M103			1/6/2010		2/18/2010	3,414	3,510			-96
12	X	BNY MELLON LARGE CAP ST	05569M103			4/25/2003		2/18/2010	1,937,742	1,940,346			-2,604
13	X	BNY MELLON FOCUSED EQU	05569M475			2/18/2010		9/7/2010	80,000	80,830			-830
14	X	BNY MELLON MID CAP STK F	05569M509			12/6/2007		2/18/2010	96,188	125,234			-29,046
15	X	BNY MELLON MID CAP STK F	05569M509			8/14/2008		2/18/2010	11,226	13,026			-1,800
16	X	BNY MELLON MID CAP STK F	05569M509			12/14/2009		2/18/2010	1,671	1,628			43
17	X	BNY MELLON MID CAP STK F	05569M509			4/25/2003		2/18/2010	8,815	8,442			373
18	X	BNY MELLON MID CAP STK F	05569M509			4/25/2003		5/6/2010	450,000	412,574			37,426
19	X	BNY MELLON SMALL CAP ST	05569M806			12/6/2006		2/18/2010	32,228	48,753			-16,525
20	X	BNY MELLON SMALL CAP ST	05569M806			12/5/2007		2/18/2010	7,760	10,476			-2,716
21	X	BNY MELLON SMALL CAP ST	05569M806			8/14/2008		5/6/2010	34,853	43,965			-9,112
22	X	BNY MELLON SMALL CAP ST	05569M806			4/25/2003		5/6/2010	13,219	15,295			-2,076
23	X	BNY MELLON SMALL CAP ST	05569M806			4/25/2003		5/6/2010	28,928	30,452			-1,524
24	X	BNY MELLON INTERMEDIATE	05569M814			4/25/2003		2/18/2010	509,595	527,483			-17,888
25	X	BNY MELLON INTERMEDIATE	05569M814			7/18/2003		2/18/2010	76,638	79,148			-2,510
26	X	BNY MELLON INTERMEDIATE	05569M814			12/29/2003		2/18/2010	27,956	28,044			-88
27	X	BNY MELLON INTERMEDIATE	05569M814			12/14/2009		2/18/2010	4,044	4,069			-25
28	X	BNY MELLON INTERMEDIATE	05569M814			1/6/2010		2/18/2010	1,351	1,350			1
29	X	MELLON OPTIMA SHORT TERM				1/1/2010		10/10/2010	0	13,030			-13,030
30	X	MELLON OPTIMA LONG TERM				1/1/2001		11/11/2010	29,462	0			29,462
31	X	MELLON OPTIMA 1256 LOSS				1/1/2010		11/11/2010	0	2,910			-2,910
32	X	ISHARES LONG TERM				10/1/2001		11/11/2010	209				209

Line 11 (990-PF) - Other Income

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	FEDERAL TAX REFUND	9,928		
2	MELLON OPTIMA OTHER INCOME	-9,396	-9,396	
3	MELLON OPTIMA PARTNERSHIP INCO	-1,436	-1,436	
4	MELLON OPTIMA ROYALTY INCOME	4	4	
5	MELLON OPTIMA - UBTI		172	
6			0	
7			0	
8			0	
9			0	
10			0	
		-900	-10,656	0

Line 18 (990-PF) - Taxes

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX PAID	5,521	5,521		
2	MELLON OPTIMA FOREIGN TAXES	671	671		
3					
4					
5					
6					
7					
8					
9					
10					

Line 23 (990-PF) - Other Expenses

		20,957	20,957	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Amortization See attached statement	0	0	0	0
2	OTHER EXPENSES FROM ISHARES	526	526		
3	MELLON OPTIMA OTHER DEDUCTIONS	20,431	20,431		
4					
5					
6					
7					
8					
9					
10					

Part II, Line 13 (990-PF) - Investments - Other

	Item or Category	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1	OTHER INVESTMENTS		9,751,157	8,985,168	10,571,074
2					
3					
4					
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Part II, Line 15 (990-PF) - Other Assets

	Description	Beginning Balance	Ending Balance	Fair Market Value
1	MELLON OPTIMA L/S STRATEGY	928,373	1,028,373	1,181,140
2				
3				
4				
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Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	ISHARES ADJUSTMENT	1	212
2	MELLON OPTIMA ADJUSTMENT	2	13,622
3	PY LATE POSTING MUTUAL FUND	3	2
4	Total	4	13,836

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Long Term CG Distributions										Amount		Short Term CG Distributions									
										4,253		0									
	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	0	0	Gains Minus Excess of FMV Over Adjusted Basis or Losses						
1	BNY MELLON INTERMEDIATE BOND FD	05569M814		7/16/2004	2/18/2010	49,065	0	48,006	459			0			-125,666						
2	BNY MELLON BOND FD CL M	05569M830		4/25/2003	1/14/2010	75,000	0	76,501	-1,501			0			0						
3	BNY MELLON BOND FD CL M	05569M830		4/25/2003	9/7/2010	200,000	0	198,651	1,349			0			1,349						
4	BNY MELLON EMERGING MARKETS FD	05569M855		12/21/2007	9/7/2010	56,792	0	110,560	-53,768			0			-53,768						
5	BNY MELLON EMERGING MARKETS FD	05569M855		8/14/2008	9/7/2010	2,020	0	3,415	-1,395			0			-1,395						
6	BNY MELLON EMERGING MARKETS FD	05569M855		4/25/2003	9/7/2010	11,188	0	12,661	-1,473			0			-1,473						
7	BNY MELLON INTERNATIONAL FD CL	M05569M871		7/14/2005	2/18/2010	34,987	0	54,670	-19,683			0			-19,683						
8	BNY MELLON INTERNATIONAL FD CL	M05569M871		12/15/2004	2/18/2010	13,114	0	20,044	-6,930			0			-6,930						
9	BNY MELLON INTERNATIONAL FD CL	M05569M871		12/15/2004	9/7/2010	4,925	0	7,729	-2,804			0			-2,804						
10	BNY MELLON INTERNATIONAL FD CL	M05569M871		12/18/2007	9/7/2010	9,075	0	13,729	-4,654			0			-4,654						
11	BNY MELLON LARGE CAP STK FD CL	M05569M103		1/6/2010	2/18/2010	3,414	0	3,510	-96			0			-96						
12	BNY MELLON LARGE CAP STK FD CL	M05569M103		4/25/2003	2/18/2010	1,937,742	0	1,940,346	-2,604			0			-2,604						
13	BNY MELLON FOCUSED EQUITY OPP-	M05569M475		2/18/2010	9/7/2010	80,000	0	80,830	-830			0			-830						
14	BNY MELLON MID CAP STK FD CL M	05569M509		12/6/2007	2/18/2010	96,188	0	125,234	-29,046			0			-29,046						
15	BNY MELLON MID CAP STK FD CL M	05569M509		8/14/2008	2/18/2010	11,226	0	13,026	-1,800			0			-1,800						
16	BNY MELLON MID CAP STK FD CL M	05569M509		12/14/2009	2/18/2010	1,671	0	1,628	43			0			43						
17	BNY MELLON MID CAP STK FD CL M	05569M509		4/25/2003	2/18/2010	8,815	0	8,442	373			0			373						
18	BNY MELLON MID CAP STK FD CL M	05569M509		4/25/2003	5/6/2010	450,000	0	412,574	37,426			0			37,426						
19	BNY MELLON SMALL CAP STK FD CL	M05569M806		12/6/2006	2/18/2010	32,228	0	48,753	-16,525			0			-16,525						
20	BNY MELLON SMALL CAP STK FD CL	M05569M806		12/5/2007	2/18/2010	7,760	0	10,476	-2,716			0			-2,716						
21	BNY MELLON SMALL CAP STK FD CL	M05569M806		12/5/2007	5/6/2010	34,853	0	43,965	-9,112			0			-9,112						
22	BNY MELLON SMALL CAP STK FD CL	M05569M806		8/14/2008	5/6/2010	13,219	0	15,295	-2,076			0			-2,076						
23	BNY MELLON SMALL CAP STK FD CL	M05569M806		4/25/2003	5/6/2010	28,928	0	30,452	-1,524			0			-1,524						
24	BNY MELLON INTERMEDIATE BOND	FD05569M814		4/25/2003	2/18/2010	509,595	0	527,483	-17,888			0			-17,888						
25	BNY MELLON INTERMEDIATE BOND	FD05569M814		7/18/2003	2/18/2010	76,638	0	79,148	-2,510			0			-2,510						
26	BNY MELLON INTERMEDIATE BOND	FD05569M814		12/29/2003	2/18/2010	27,956	0	28,044	-88			0			-88						
27	BNY MELLON INTERMEDIATE BOND	FD05569M814		12/14/2009	2/18/2010	4,044	0	4,069	-25			0			-25						
28	BNY MELLON INTERMEDIATE BOND	FD05569M814		1/6/2010	2/18/2010	1,351	0	1,350	1			0			1						
29	MELLON OPTIMA SHORT TERM LOSS			1/1/2010	10/10/2010	0	0	13,030	-13,030			0			-13,030						
30	MELLON OPTIMA LONG TERM			1/1/2001	11/11/2010	29,462	0	0	29,462			0			29,462						
31	MELLON OPTIMA 1256 LOSS			1/1/2010	11/11/2010	0	0	2,910	-2,910			0			-2,910						
32	ISHARES LONG TERM			10/1/2001	11/11/2010	209	0	0	209			0			209						

Part

	Benefits	Expense Account	Explanation
1	NONE	NONE	
2	N/A	N/A	
3			
4			
5			
6			
7			
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10			

Part VI, Line 6a (990-PF) - Estimated Tax Payments

	Date	Amount
1 Credit from prior year return	1	1,612
2 First quarter estimated tax payment	2	
3 Second quarter estimated tax payment	3	
4 Third quarter estimated tax payment	4	
5 Fourth quarter estimated tax payment	5	
6 Other payments	6	0
7 Total	7	1,612

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

► File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☐
 - If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form)
- Do not complete Part II unless** you have already been granted an automatic 3-month extension on a previously filed Form 8868

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed)

A corporation required to file Form 990-T and requesting an automatic 6-month extension—check this box and complete Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Type or print	Name of exempt organization BEATTY HELEN D GROOME U/W	Employer identification number 23-6224798
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P O box, see instructions BNY Mellon, N A - P O Box 185	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions Pittsburgh PA 15230-0185	

Enter the Return code for the return that this application is for (file a separate application for each return)

04

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ► BNY MELLON, N.A.

Telephone No ► (215) 553-2363

FAX No ►

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 8/15/2011, to file the exempt organization return for the organization named above. The extension is for the organization's return for
 ► ☒ calendar year 2010, or
 ► ☐ tax year beginning _____, and ending _____

2 If the tax year entered in line 1 is for less than 12 months, check reason ☐ Initial return ☐ Final return
☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	\$	2,412
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b	\$	1,612
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c	\$	800

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

Form 8868 (Rev. 1-2011)

Page **2**

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **X**
- Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868
- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1)

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed)

File by the extended due date for filing your return. See instructions	Name of exempt organization		Employer identification number
	BEATTY HELEN D GROOME U/W		23-6224798
	Number, street, and room or suite no. If a P O box, see instructions		
	BNY Mellon, N A - P O Box 185		
	City, town or post office, state, and ZIP code For a foreign address, see instructions		
	Pittsburgh		PA 15230-0185

Enter the Return code for the return that this application is for (file a separate application for each return)

04

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ☒ BNY MELLON, N A
Telephone No ☒ (215) 553-2363 FAX No ☐
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

- 4 I request an additional 3-month extension of time until 11/15/2011
- 5 For calendar year 2010, or other tax year beginning _____, and ending _____
- 6 If the tax year entered in line 5 is for less than 12 months, check reason ☐ Initial return ☐ Final return
☐ Change in accounting period
- 7 State in detail why you need the extension **MORE TIME IS REQUESTED TO ACQUIRE ALL INFORMATION NEEDED TO COMPLETE AND FILE AN ACCURATE RETURN**

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	8a	\$	1,917
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	2,412
c	Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	8c	\$	0

Signature and Verification

Under penalties of perjury, I declare that I have examined this form including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ☒ *James A. Dalrymple*Title ☒ *EA*Date ☒ 7-22-11Form **8868** (Rev. 1-2011)