



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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 , 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 HALL FOUNDATION C/O ROBERT E. HALL		A Employer identification number 23-6243044
Number and street (or P.O. box number if mail is not delivered to street address) P.O. BOX 1200		B Telephone number (see page 10 of the instructions) 717-761-1057
City or town, state, and ZIP code CAMP HILL PA 17001		C If exemption application is pending, check here <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 6,629,739	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
(Part I, column (d) must be on cash basis)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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 <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	37,798	37,798		
	4 Dividends and interest from securities	82,135	82,135		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	891			
	b Gross sales price for all assets on line 6a	1,807,498			
	7 Capital gain net income (from Part IV, line 2)		891		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10a Gross sales less returns & allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	120,824	120,824	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	92,000	37,400		45,400
	14 Other employee salaries and wages	4,800	4,320		
	15 Pension plans, employee benefits	7,097	2,839		3,548
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) Stmt 1	6,100	6,100		
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) Stmt 2	4,080	2,701		1,015
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	5,198	2,339		2,339
	22 Printing and publications				
	23 Other expenses (att. sch) Stmt 3	55,997	45,044		8,800
	24 Total operating and administrative expenses. Add lines 13 through 23	175,272	100,743	0	61,102
25 Contributions, gifts, grants paid	205,656			205,656	
26 Total expenses and disbursements. Add lines 24 and 25	380,928	100,743	0	266,758	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-260,104				
b Net investment income (if negative, enter -0-)		20,081			
c Adjusted net income (if negative, enter -0-)			0		

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

Form 990-PF (2010)

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing		812	4,952	4,952
	2	Savings and temporary cash investments		56,939	127,283	127,283
	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 (att. schedule) ▶				
		Less allowance for doubtful accounts ▶	0			
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges		800	662	662
	10a	Investments—U S and state government obligations (attach schedule)	Stmt 4	5,596	4,379	4,991
	b	Investments—corporate stock (attach schedule)	See Stmt 5	4,506,592	4,416,734	5,251,170
	c	Investments—corporate bonds (attach schedule)	See Stmt 6	1,349,475	1,022,155	1,040,681
	11	Investments—land, buildings, and equipment basis ▶	222,736			
		Less accumulated depreciation (attach sch.) ▶	Stmt 7	138,791	222,736	200,000
	12	Investments—mortgage loans				
	13	Investments—other (attach schedule)				
	14	Land, buildings, and equipment basis ▶				
		Less accumulated depreciation (attach sch.) ▶				
	15	Other assets (describe ▶))			
	16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)		6,059,005	5,798,901	6,629,739
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	0	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>				
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
		Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>				
		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		6,059,005	5,798,901	
	30	Total net assets or fund balances (see page 17 of the instructions)		6,059,005	5,798,901	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)		6,059,005	5,798,901	

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	6,059,005
2	Enter amount from Part I, line 27a	2	-260,104
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	5,798,901
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	5,798,901

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 PNC BANK AGENT A/C		P	Various	Various
b PNC BANK AGENT A/C		P	Various	Various
c VAR SECURITY LIT SETT'T		P	Various	Various
d Capital Gain Distrib				
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 609,035		565,939	43,096
b 1,184,650		1,240,618	-55,968
c 2,501		50	2,451
d 11,312			11,312
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			43,096
b			-55,968
c			2,451
d			11,312
e			

2 Capital gain net income or (net capital loss)		2	891
If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7			
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)		3	43,096
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			

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	271,710	5,487,678	0.049513
2008	336,789	6,857,582	0.049112
2007	567,470	8,404,328	0.067521
2006	306,433	7,817,147	0.039200
2005	307,490	7,451,490	0.041266

2 Total of line 1, column (d)	2	0.246612
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	0.049322
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	6,076,175
5 Multiply line 4 by line 3	5	299,689
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	201
7 Add lines 5 and 6	7	299,890
8 Enter qualifying distributions from Part XII, line 4	8	266,758

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	402
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	402
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	402
6	Credits/Payments		
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	662
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	662
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	260
11	Enter the amount of line 10 to be Credited to 2011 estimated tax 260 Refunded	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a 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
4a 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?		
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	
8a 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

N/A

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 ► HALL FOUNDATION PO BOX 1200 Located at ► CAMP HILL PA ZIP+4 ► 17001 Telephone no ►			
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			
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here N/A 1b		
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? N/A 1c		
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? If "Yes," list the years ► 20 , 20 , 20 , 20 <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
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) N/A 2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20 , 20 , 20 , 20		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010) N/A 3b		
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))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?		N/A	5b	
Organizations relying on a current notice regarding disaster assistance check here		<input type="checkbox"/>		
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 <input type="checkbox"/> Yes <input type="checkbox"/> 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?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			6b	X
If "Yes" to 6b, file Form 8870				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If Yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		N/A	7b	

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 8				

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

0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (see 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		

Total number of others receiving over \$50,000 for professional services ▶**Part IX-A Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 See Statement 9	205,656
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 N/A	
2	
All other program-related investments See page 24 of the instructions	
3	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	5,985,769
b	Average of monthly cash balances	1b	4,871
c	Fair market value of all other assets (see page 25 of the instructions)	1c	178,066
d	Total (add lines 1a, b, and c)	1d	6,168,706
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	6,168,706
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	92,531
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,076,175
6	Minimum investment return. Enter 5% of line 5	6	303,809

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	303,809
2a	Tax on investment income for 2010 from Part VI, line 5	2a	402
b	Income tax for 2010 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	402
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	303,407
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	303,407
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	303,407

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	266,758
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	266,758
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	266,758

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				303,407
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2010				
a From 2005				
b From 2006				
c From 2007				59,978
d From 2008				
e From 2009				
f Total of lines 3a through e	59,978			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 266,758				
a Applied to 2009, but not more than line 2a				
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				266,758
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	36,649			36,649
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	23,329			
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				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)				
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	23,329			
10 Analysis of line 9				
a Excess from 2006				
b Excess from 2007				23,329
c Excess from 2008				
d Excess from 2009				
e Excess from 2010				

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

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
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))
N/A

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
ROBERT E. HALL 717-761-1057
PO BOX 1200 CAMP HILL PA 17001

b The form in which applications should be submitted and information and materials they should include
See Statement 10

c Any submission deadlines
See Statement 11

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See schedule attached			See statement	205,656
Total			► 3a	205,656
b Approved for future payment N/A				
Total			► 3b	

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Indirect Accounting Fees	\$ 6,100	\$ 6,100	\$	\$
Total	\$ 6,100	\$ 6,100	\$ 0	\$ 0

Statement 2 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Federal excise tax	\$ 138		\$	
Real estate tax	2,256	1,015		1,015
Foreign tax	1,686	1,686		
Total	\$ 4,080	\$ 2,701	\$ 0	\$ 1,015

Statement 3 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Expenses			\$	
Office	3,893	1,752		1,752
Telephone	6,535	2,941		2,941
Insurance	2,976	2,232		446
Administrative fee	34,458	34,458		
Repairs	5,788	2,605		2,605
Utilities	2,347	1,056		1,056
Total	\$ 55,997	\$ 45,044	\$ 0	\$ 8,800

Federal Statements

Statement 4 - Form 990-PF, Part II, Line 10a - US and State Government Investments

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>	<u>Basis of Valuation</u>	<u>Fair Market Value</u>
U.S. GOVERNMENT OBLIGATIONS	\$ 5,596	\$ 4,379	Cost	\$ 4,991
Total	\$ 5,596	\$ 4,379		\$ 4,991

Statement 5 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>	<u>Basis of Valuation</u>	<u>Fair Market Value</u>
STATEMENT ATTACHED COST BASIS	\$ 4,506,592	\$ 4,416,734	Cost	\$ 5,251,170
Total	\$ 4,506,592	\$ 4,416,734		\$ 5,251,170

Statement 6 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>	<u>Basis of Valuation</u>	<u>Fair Market Value</u>
STATEMENT ATTACHED COST BASIS	\$ 1,349,475	\$ 1,022,155	Cost	\$ 1,040,681
Total	\$ 1,349,475	\$ 1,022,155		\$ 1,040,681

Federal Statements

Statement 7 - Form 990-PF, Part II, Line 11 - Land, Building, and Equipment Investments

Description	Beginning Net Book	End Cost / Basis	End Accumulated Depreciation	Net FMV
OFFICE BLDG	\$ 138,791	\$ 222,736	\$	\$ 200,000
Total	\$ 138,791	\$ 222,736	\$ 0	\$ 200,000

Federal Statements

Statement 8 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees, Etc.

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
ROBERT E. HALL 630 N FRONT ST WORMLEYSBURG PA 17043	EXEC DIR/TTE	20.00	60,000	0	0
SHIRLEY HALL CARR 8401 MALLOW LN NAPLES FL 34113	TRUSTEE	1.00	1,500	0	0
LEROY ZIMMERMAN 4525 CUSTER DR HARRISBURG PA 17110	TRUSTEE	8.00	4,500	0	0
GERALD HALL, JR 1067 COUNTRY CLUB DR CAMP HILL PA 17011	VP/TTE	15.00	20,000	0	0
R. JAREK HALL PO BOX 1200 CAMP HILL PA 17001	TRUSTEE	8.00	6,000	0	0

Federal Statements**Statement 9 - Form 990-PF, Part IX-A, Line 1 - Summary of Direct Charitable Activities****Description**

PROVIDE COLLEGE SCHOLARSHIP CONTRIBUTIONS TO EDUCATIONAL
INSTITUTIONS TO RECOGNIZE MERITORIOUS ACADEMIC
ACHIEVEMENT, LEADERSHIP QUALITIES AND COMMUNITY
SERVICE; CONTRIBUTIONS TO QUALIFIED CHARITIES.

Federal Statements**Statement 10 - Form 990-PF, Part XV, Line 2b - Application Format and Required Contents****Description**

SCHOLARSHIP GRANTS AS REQUIRED BY THE PARTICIPATING
COLLEGE ADMINSTRATOR; CHARITABLE CONTRIBUTIONS HAVE NO
SPECIFIED FORMAT.

Statement 11 - Form 990-PF, Part XV, Line 2c - Submission Deadlines**Description**

THREE CALENDAR MONTHS PRIOR TO THE DATE OF REQUESTED
CONTRIBUTION OR GRANT.

Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations**Description**

SEE ATTACHED STATEMENT.

Hall Foundation
#23-6243044
December 31, 2010

FORM 990-PF

COST BASIS

Page 2, Part II, Line 10 (b) Corporate Stock:

Artisan Funds Inc Intl	135,905
Artisan Small Cap Fd	40,000
Artisan Mid Cap	100,000
Baron Asset Fd	81,163
Calamos Growth Fd	365,740
Columbia Marsico Int'l	164,914
Dodge & Cox Int'l	278,545
Goldman Sachs Gwth Opp Fd	150,000
Harbor Int'l Fd	144,306
Ishares Tr MSCI Emerging Mkt	164,148
PerkinsMid Cap Value Fd	39,217
MFS Value Fund	175,000
PNC Managed Portfolio	1,145,555
Price T Rowe Gwth Fd	543,571
Price T Rowe New Horizons Fd	65,000
SPDR Gold Trust	264,574
Selected Amer Shares	400,000
Touchstone Sands Cap Select Fd	<u>159,096</u>
	\$ 4,416,734
	=====

FORM 990-PF

Page 2, Part II, Line 10 (c) Corporate Bonds:

Abbott Lab	103,616
Alcoa Inc 1/15/12	99,651
Berkshire Hathaway 5/15/13	103,024
Fidelity Advisors	50,000
Ishares Barclay's Bond Fd	107,141
Ishares Boxx Bd Fd	55,660
Pimco FDS	300,825
Proctor & Gamble 8/15/14	104,137
Verizon Global 9/15/15	<u>98,101</u>
	\$ 1,022,155
	=====

Hall Foundation
#23-6243044
December 31, 2010

FORM 990-PF

Page 10, Part XV, Line 2(d) - Restrictions/Limitations:

- 1) College scholarship grants (\$2,000 ea.) awarded to individuals graduating from high school districts which sponsor Harrisburg Area Community College. Awards based upon meritorious achievement, leadership qualities and personal service to others as determined exclusively by the individual participating school districts. Amounts awarded annually at the discretion of the foundation.
- 2) Other scholarship programs resulting from Foundation participation in local charitable and sporting events as determined by Trustees at regular meeting.
- 3) All scholarship grants are limited to tuition only. Funds are remitted directly to the educational institution stipulated by the grant recipient.
- 4) Charitable grants are at the discretion of the Board of Trustees and limited to IRC Sec. 501(c)(3) organizations.

Hall Foundation
#23-6243044
December 31, 2010

FORM 990-PF

Page 11, Part XV, Line 3- Purpose of grant or contribution:

Charitable contributions are for the financial support of various organizations as determined by the Board of Trustees and limited to IRC Sec. 501(c)(3) organizations.

College scholarship grants (\$2,000 ea.) awarded to students as selected by the individual school districts, Harrisburg Area Community College or others are based upon excellence, achievement, and leadership. Amounts awarded annually at the discretion of the foundation.

Other scholarship programs resulting from Foundation participation in local charitable and sporting events are intended to support the educational purposes of the charitable institutions.

Hall Foundation
#23-6243044
December 31, 2010

FORM 990-PF

Page 11, Part XV, Line 3(a), Charitable Contributions:

<u>DESCRIPTION</u>	<u>AMOUNT</u>	<u>ADDRESS</u>
Harrisburg Symphony Association	\$ 13,240	Harrisburg, Pa 17105
Penn State University	6,807	Univ. Park, Pa 16802
Harrisburg Area YMCA	12,570	Harrisburg, Pa 17105
The Second Mile	12,250	Univ. Park, Pa 16802
National MS Society, Central Pa	3,000	Harrisburg, Pa 17105
Elegant Progressions	6,500	Harrisburg, Pa 17102
Channels Food Rescue	1,700	New Cumberland, Pa 17070
Camp Hazen YMCA	1,000	Chester, Ct 06412
Chester Rotary, Conn	1,000	Chester, CT 06475
Keystone Human Svcs	2,500	Harrisburg, Pa 17110
World Surgical Foundation	1,000	Camp Hill, Pa 17011
Harrisburg Riverboat Soc	4,384	Harrisburg Pa 17105
United Way Cap Region	10,200	Harrisburg, Pa 17105
Historical Soc Dauphin Co, Pa	3,171	Harrisburg, Pa 17104
Susquehanna Art Museum	5,600	Harrisburg, Pa 17101
Humane Society	500	Harrisburg, Pa 17110
Central Pa College	10,000	Summerdale, Pa 17093
Whittaker Center	4,000	Harrisburg, Pa 17105
WITF	2,500	Harrisburg, Pa 17110
Adams County Historical Society	250	Gettysburg, Pa 17329
St. Pauls Lutheran Church	2,000	New Cumberland, Pa 17070
Wetlands Institute	300	Stone Harbor, NJ 08247
Perry County Council of the Arts	500	Newport, Pa 17074
Ned Smith Center	5,950	Millersburg, Pa 17061
Art Association of Harrisburg	700	Harrisburg, Pa 17101
Exchange Club of Harrisburg	2,500	Harrisburg, Pa 17105
Jump Street	1,000	Harrisburg, Pa 17105
Diakon Wilderness Center	200	Allentown, Pa 18104
State Street Academy	500	Harrisburg, Pa 17101
Family Support of Central Pa	1,600	Harrisburg, Pa 17111
Christ Church	250	Camp Hill, Pa 17011
Hoffman Homes for Youth	200	Gettysburg, Pa 17325
Gittlen Cancer Fund	5,500	Mechanicsburg, Pa 17055
Martin Sachs Memorial Fd	100	Harrisburg, Pa 17110
Lion Foundation	1,250	Camp Hill, Pa 17011
Else Borges Foundation	1,000	Harrisburg, Pa 17112
Muscular Dystrophy Assoc	250	Harrisburg, Pa 17105
Theatre Harrisburg	2,000	Harrisburg, Pa 17110
Keystone Partnership	195	Harrisburg, Pa 17101
Children's Hero Fund	750	Harrisburg, Pa 17101
American Cancer Society	1,500	Lancaster, Pa 17603

Hall Foundation
#23-6243044
December 31, 2010

FORM 990-PF

Page 11, Part XV, Line 3(a), Charitable Contributions:

<u>DESCRIPTION</u>	<u>AMOUNT</u>	<u>ADDRESS</u>
WRTI Radio	250	Philadelphia, Pa 19121
American Heart Association	1,000	Harrisburg, Pa 17105
Center For Champions	1,000	Harrisburg, Pa 17112
Hemlock Council, Girl Scouts	1,000	Harrisburg, Pa 17104
Salvation Army	600	Hartford, Ct 06141
Vickies Angel Walk, Inc	500	New Cumberland, Pa 17070
Allenberry Cancer Benefit	1,889	Boiling Spr, Pa 17007
Central Pa Friends of Jazz	1,000	Harrisburg, Pa 17112
Children's Miracle Network	1,000	Hershey, Pa 17033
Grace Methodist Church	1,500	Harrisburg, Pa 17101
Molly's Place Rescue	250	Mechanicsburg, Pa 17055
West Shore Evan Free Church	250	Mechanicsburg, Pa 17055
Gettysburg Foundation	1,000	Gettysburg, Pa 17325
Friends of Fort Hunter	1,000	Harrisburg, Pa 17110
Boys & Girls Club Central Pa	1,000	Harrisburg, Pa 17104
Hospice of Central Pa	1,000	Enola, Pa 17025
United Cerebral Palsy	1,000	Camp Hill, Pa 17011
International House	1,000	Harrisburg, Pa 17110
American Diabetes Assoc	2,000	Harrisburg, Pa 17105
Cystic Frbrosis Fdn	250	Pittsburgh, Pa 15260
West Chester Univ Fdn	500	West Chester, Pa 19383
Capital Area School/Arts	500	Harrisburg, Pa 17105
Harrisburg Area Comm College Fdn	2,000	Harrisburg, Pa 17110
Goodwill Keystone Area	1,000	Harrisburg, Pa 17105
Global Family Rescue	1,000	Naperville, Il 60563
Harrisburg SusqueCentennial	2,500	Harrisburg, Pa 17108
Taste of Central Pa	1,000	Harrisburg, Pa 17109
Juvenial Diabetes Fdn	1,000	Hershey, Pa 117033
Bosler Memorial Library	1,000	Carlisle, Pa 17013
Pa Junior Academy of Science	250	Camp Hill, Pa 17011
Penn State University	12,000	University Pk, Pa 16802
Shippensburg University	2,000	Shippensburg, Pa 17257
University of Pittsburgh	6,000	Pittsburgh, Pa 15260
Temple University	2,000	Philadelphia, Pa 19122
Indiana Univ of Pa	2,000	Indiana, Pa 15705
University of Delaware	2,000	Newark, De 19716
Delaware Valley College	4,000	Doylestown, Pa 18901
Arcadia University	2,000	Glenside, Pa 19038
Wilson College	2,000	Chambersburg, Pa 17201

Hall Foundation
#23-6243044
December 31, 2010

FORM 990-PF

Page 11, Part XV, Line 3(a), Charitable Contributions:

<u>DESCRIPTION</u>	<u>AMOUNT</u>	<u>ADDRESS</u>
Duquesne University	2,000	Pittsburgh, Pa 15282
Robert Morris University	2,000	Pittsburgh, Pa 15282
University of the Sciences	2,000	Philadelphia, Pa 19104
Elon University	2,000	Elon, NC 27244
University of Hartford	2,000	West Hartford, Ct 06117
Waynesburg University	2,000	Waynesburg, Pa 15370
Drexel University	2,000	Philadelphia. Pa 19104
Less: refund of prior year amount	<u>-2,000</u>	
	205,656	
	=====	