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

2010

Department of the Treasury
Internal Revenue Service

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 RICHARD E. WOOSNAM CHARITABLE TRUST		A Employer identification number 23-6870650
Number and street (or P O box number if mail is not delivered to street address) 163 WEST LANCASTER AVENUE	Room/suite	B Telephone number 610-772-1399
City or town, state, and ZIP code PAOLI, PA 19301		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) \$ 1,175,268. (Part I, column (d) must be on cash basis)	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"/>
		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 <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))</small>	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received			N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	34,244.	34,244.		STATEMENT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	35,152.			
b Gross sales price for all assets on line 6a 424,239.				
7 Capital gain net income (from Part IV, line 2)		35,152.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss)				
11 Other income				
12 Total Add lines 1 through 11	69,396.	69,396.		
13 Compensation of officers, directors, trustees, etc	0.	0.		0.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees				
b Accounting fees STMT 2	1,309.	1,309.		1,309.
c Other professional fees				
17 Interest				
18 Taxes STMT 3	159.	159.		0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses STMT 4	846.	846.		846.
24 Total operating and administrative expenses Add lines 13 through 23	2,314.	2,314.		2,155.
25 Contributions, gifts, grants paid	54,185.			54,185.
26 Total expenses and disbursements. Add lines 24 and 25	56,499.	2,314.		56,340.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	12,897.			
b Net investment income (if negative, enter -0-)		67,082.		
c Adjusted net income (if negative, enter -0-)			N/A	

9-14 B

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year		End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash - non-interest-bearing	2,336.	21,064.	21,064.	
	2 Savings and temporary cash investments	175,694.	186,273.	186,273.	
	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				
	7 Other notes and loans receivable ▶				
	Less: allowance for doubtful accounts ▶				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments - U.S. and state government obligations				
	b Investments - corporate stock				
	c Investments - corporate bonds				
11 Investments - land, buildings, and equipment basis ▶					
Less accumulated depreciation ▶					
12 Investments - mortgage loans					
13 Investments - other STMT 5	778,290.	771,380.	967,931.		
14 Land, buildings, and equipment: basis ▶					
Less accumulated depreciation ▶					
15 Other assets (describe ▶)					
16 Total assets (to be completed by all filers)	956,320.	978,717.	1,175,268.		
Liabilities	17 Accounts payable and accrued expenses				
	18 Grants payable	3,000.	12,500.		
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable				
	22 Other liabilities (describe ▶)				
23 Total liabilities (add lines 17 through 22)	3,000.	12,500.			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>	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 ▶ <input checked="" type="checkbox"/>	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	377,515.	377,515.		
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds	575,805.	588,702.			
30 Total net assets or fund balances	953,320.	966,217.			
31 Total liabilities and net assets/fund balances	956,320.	978,717.			

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	953,320.
2 Enter amount from Part I, line 27a	2	12,897.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	966,217.
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	966,217.

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	P	VARIOUS	VARIOUS
b SEE ATTACHED	P	VARIOUS	VARIOUS
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 255,114.		272,622.	<17,508.>
b 169,125.		116,465.	52,660.
c			
d			
e			

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
			<17,508.>
			52,660.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			
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	35,152.
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). If (loss), enter -0- in Part I, line 8		3	N/A

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 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	51,238.	920,651.	.055654
2008	61,221.	1,175,891.	.052063
2007	75,812.	1,440,567.	.052627
2006	70,153.	1,326,250.	.052896
2005	70,251.	1,331,987.	.052742

2 Total of line 1, column (d)	2	.265982
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	.053196
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	1,041,656.
5 Multiply line 4 by line 3	5	55,412.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	671.
7 Add lines 5 and 6	7	56,083.
8 Enter qualifying distributions from Part XII, line 4	8	56,340.

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.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see 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 checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	671.
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	671.
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	671.
6 Credits/Payments:			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a		
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		0.
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8		4.
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed SEE STATEMENT 6	9		675.
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2011 estimated tax 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
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see 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
1c 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. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
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 instructions) NONE		
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)? 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 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 ▶ <u>N/A</u>	13	X	
14	The books are in care of ▶ <u>RICHARD E. WOOSNAM</u> Telephone no. ▶ <u>610-772-1399</u> Located at ▶ <u>163 WEST LANCASTER AVENUE, PAOLI, PA</u> ZIP+4 ▶ <u>19301</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 <u>N/A</u>			
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 <u>N/A</u> ▶ <input type="checkbox"/>	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?	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ _____, _____, _____, _____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) <u>N/A</u>	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. ▶ _____, _____, _____, _____		
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) <u>N/A</u>	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))? Yes No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here 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? Yes No
 If "Yes," attach the statement required by Regulations section 53.4945-5(d). N/A

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

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

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

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.

(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
RICHARD E. WOOSNAM 163 WEST LANCASTER AVENUE PAOLI, PA 19301	TRUSTEE 0.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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. 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 ▶ 0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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	
3 All other program-related investments. See instructions.	
Total. Add lines 1 through 3 ▶	0.

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see 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	1,051,856.
b Average of monthly cash balances	1b	5,663.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	1,057,519.
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	1,057,519.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	15,863.
5 Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,041,656.
6 Minimum investment return Enter 5% of line 5	6	52,083.

Part XI Distributable Amount (see 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	52,083.
2a Tax on investment income for 2010 from Part VI, line 5	2a	671.
b Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	671.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	51,412.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	51,412.
6 Deduction from distributable amount (see instructions)	6	0.
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	51,412.

Part XII Qualifying Distributions (see 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	56,340.
b Program-related investments - total from Part IX-B	1b	0.
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
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	56,340.
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	5	671.
6 Adjusted qualifying distributions Subtract line 5 from line 4	6	55,669.

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 instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				51,412.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			0.	
b Total for prior years.		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005	1,126.			
b From 2006	5,066.			
c From 2007	8,216.			
d From 2008	2,836.			
e From 2009	5,523.			
f Total of lines 3a through e	22,767.			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ \$ 56,340.				
a Applied to 2009, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2010 distributable amount				51,412.
e Remaining amount distributed out of corpus	4,928.			
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:	27,695.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			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)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	1,126.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	26,569.			
10 Analysis of line 9:				
a Excess from 2006	5,066.			
b Excess from 2007	8,216.			
c Excess from 2008	2,836.			
d Excess from 2009	5,523.			
e Excess from 2010	4,928.			

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A

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

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

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

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.

RICHARD E. WOOSNAM

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 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:

SEE STATEMENT 9

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

c Any submission deadlines:

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

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 ATTACHED				
				54,185.
Total				54,185.
b Approved for future payment				
NONE				
Total				0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEEES	846.	846.		846.
TO FORM 990-PF, PG 1, LN 23	846.	846.		846.

FORM 990-PF	OTHER INVESTMENTS		STATEMENT 5
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED	COST	771,380.	967,931.
TOTAL TO FORM 990-PF, PART II, LINE 13		771,380.	967,931.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
AQUA	2,511.	0.	2,511.
DEUTSCHE BANK ALEX BROWN	18,002.	0.	18,002.
DEUTSCHE BANK ALEX BROWN	77.	0.	77.
FIDELITY BROKERAGE SERVICES	13,627.	0.	13,627.
FIDELITY BROKERAGE SERVICES	27.	0.	27.
TOTAL TO FM 990-PF, PART I, LN 4	34,244.	0.	34,244.

FORM 990-PF ACCOUNTING FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MISCELLANEOUS	1,309.	1,309.		1,309.
TO FORM 990-PF, PG 1, LN 16B	1,309.	1,309.		1,309.

FORM 990-PF TAXES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
VARIOUS	159.	159.		0.
TO FORM 990-PF, PG 1, LN 18	159.	159.		0.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 9

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

RICHARD E. WOOSNAM
163 WEST LANCASTER AVENUE
PAOLI, PA 19301

TELEPHONE NUMBER

FORM AND CONTENT OF APPLICATIONS

TYPED, DETAILED ANALYSIS OF PROPOSED USE OF CONTRIBUTION, ANALYSIS OF HISTORIC USE OF CONTRIBUTIONS AND A DETAILED HISTORY OF CHARITABLE ORGANIZATION.

ANY SUBMISSION DEADLINES

CURRENT YEAR CONTRIBUTION APPLICATION MUST BE RECEIVED BY FEBRUARY 28TH

RESTRICTIONS AND LIMITATIONS ON AWARDS

QUALIFIED 501(C)(3) ORGANIZATION

Woosnam Charitable Trust
 Schedule of Current Assets
 23-6870650

Fidelity Investments	<u>Quantity</u>	<u>Cost</u>	Market <u>Value</u>
Fidelity New Markets	5,144.01	75,382.14	80,503.76
Fidelity Contrafund	1,596.54	89,023.79	108,133.52
Fidelity High Income	3,315.70	27,409.10	29,642.33
Fidelity Low Priced Stock	3,003.79	93,259.17	115,285.46
Fidelity Global Balanced	2,259.78	36,379.82	50,393.16
Apartment Invt & Mgmt Co	1,463.00	17,599.93	37,803.92
		<u>339,053.95</u>	<u>421,762.15</u>
Deutsche Bank	<u>Quantity</u>	<u>Cost</u>	Market <u>Value</u>
Weatherford Intl Ltd	1,000.00	19,150.00	22,800.00
AT & T Inc	1,000.00	38,121.80	29,380.00
Cisco Systems	1,000.00	22,997.00	20,230.00
Cypress Semiconductor	2,000.00	15,146.35	37,160.00
Exco Res Inc	2,000.00	31,939.00	38,840.00
General Electric Co	1,000.00	32,904.86	18,290.00
Intel Corp	1,000.00	20,382.25	21,030.00
International Coal Group	5,000.00	12,281.13	38,700.00
Johnson & Johnson	688.00	28,319.83	42,552.80
Johnson Ctls	1,000.00	32,608.40	38,200.00
Meadwestvaco Corp	1,500.00	33,298.05	39,240.00
Nobel Learning	1,900.00	11,751.80	13,870.00
Penn Va Resources	1,000.00	28,733.46	28,320.00
Qual Comm Inc	700.00	30,834.90	34,643.00
Smart Technologies	1,000.00	9,388.80	9,440.00
3M Co	250.00	21,197.50	21,575.00
		<u>389,055.13</u>	<u>454,270.80</u>
Aqua	4,084.36	43,270.63	91,898.17
Total		<u>771,379.71</u>	<u>967,931.12</u>

Richard E Woosnam Charitable Trust
 EIN 23-6870650
 For the Year Ended December 31, 2010

Part XV - Supplementary Information - Grants and Contributions Paid During the Year

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
Academy of Natural Sciences, Philadelphia, PA	N/A	501©3	For Education	100 00
Academy of Music, Philadelphia, PA	N/A	501©3	For Education	100 00
Academy of Vocal Arts, Philadelphia, PA	N/A	501©3	For Education	500 00
American Diabetes Association, Philadelphia, PA	N/A	501©3	For Education	50 00
Andulis, Philadelphia, PA	N/A	501©3	For Conservation	250 00
Arden Theatre Company, Philadelphia, PA	N/A	501©3	For Scholarships	6,000 00
Art Alliance for Contemporary Glass	N/A	501©3	For Education	100 00
Arts & Business Council, Philadelphia, PA	N/A	501©3	For Education	3,250 00
Artspace, Philadelphia, PA	N/A	501©3	For Education	500 00
Barnes Foundation, Philadelphia, PA	N/A	501©3	For Education	1,000 00
Bryn Mawr Film Institute, Bryn Mawr, PA	N/A	501©3	For Education	100 00
Center for Grape Apes, Orlando, FL	N/A	501©3	For Education	500 00
College of Physicians of Philadelphia	N/A	501©3	For Education	385 00
Fox Chase Cancer Center, Philadelphia, PA	N/A	501©3	For Cancer Research	500 00
Franklin Institute	N/A	501©3	For Education	1,000 00
Free Library of Philadelphia	N/A	501©3	For Education	1,000 00
Global Exchange, Philadelphia, PA	N/A	501©3	To Promote Diversity	100 00
Indiana University Foundation Art Museum, Bloomington, IN	N/A	501©3	For Scholarships	300 00
Indiana University Foundation Varsity Club, Bloomington, IN	N/A	501©3	For Scholarships & Education for Athletes	600 00
Indiana University Center on Philanthropy, Bloomington, IN	N/A	501©3	For Scholarships	600 00
Indiana University School of Law, Bloomington, IN	N/A	501©3	For Scholarships	500 00
Indiana University School of Business, Bloomington, IN	N/A	501©3	For Scholarships	2,000 00
Indiana University Wellhouse Society Bloomington, IN	N/A	501©3	For Scholarships	1,000 00
Juvenile Diabetes Research Foundation	N/A	501©3	For Research	500 00
Lycoming College, Lycoming PA	N/A	501©3	For Education	9,000 00
March of Dimes, Philadelphia, PA	N/A	501©3	For Research	50 00
Morris Arboretum, Philadelphia, PA	N/A	501©3	For Education	250 00
Museum of Arts - NY	N/A	501©3	For Education	100 00
National Constitution Center, Philadelphia, PA	N/A	501©3	Contributions to Blig Fund	1,000 00
Philadelphia Academy of Fine Arts	N/A	501©3	For Education	1,000 00
Philadelphia Horticulture Society	N/A	501©3	For Education	300 00
Philadelphia Art Alliance	N/A	501©3	For Education	1,500 00
Philadelphia Hospitality, Philadelphia, PA	N/A	501©3	For Education	1,850 00
Philadelphia Theatre Company, Philadelphia, PA	N/A	501©3	For Education	100 00
Please Touch Museum, Philadelphia, PA	N/A	501©3	For Education	2,000 00
Project H O M E , Philadelphia, PA	N/A	501©3	For Education	500 00
Sigma Nu Education, Lexington, Virginia	N/A	501©3	For Education	100 00
Taller Puertorriqueno	N/A	501©3	For Education	100 00
TEAM Pennsylvania Foundation, PA	N/A	501©3	For Education	400 00
The Zoological Society of Philadelphia, Philadelphia, PA	N/A	501©3	For Education	5,500 00
Womens Way, Philadelphia, PA	N/A	501©3	For Research	2,000 00
World Affairs Council, Philadelphia, PA	N/A	501©3	For Scholarships & Education	2,500 00
Walnut Street Theatre, Philadelphia, PA	N/A	501©3	For Scholarships & Education	5,000 00

\$ 54,185 00

Woosnam Charitable Trust
 Schedule of Realized Gains/Losses
 23-6870650

	Purchase	Sale	Quantity	Cost	Proceeds	Realized
	Date	Date				Gain/Loss
<u>Short-Term</u>						
Warner Chilcott	8/23/10	10/18/10	500	14,696 05	12,039 33	(2,656 72)
Fidelity Emerging Euro Mid East Africa	12/11/09	10/18/10	28	209 30	254 49	45 19
Fidelity Magellan	various	10/18/10	4	233 58	294 94	61 36
Fidelity Growth Company	12/11/09	10/18/10	0	6 16	7 05	0 89
Texas Roadhouse Inc	1/8/10	2/24/10	1,000	10,930 00	13,880 92	2,950 92
Goodyear tire & Rubber	2/18/10	3/17/10	2,000	28,340 00	27,263 45	(1,076 55)
Aviat Networks Inc	3/5/10	5/6/10	3,000	19,423 20	14,380 25	(5,042 95)
Thompson Creek Metals	3/17/10	5/6/10	2,000	27,656 60	20,062 06	(7,594 54)
Monsanto	3/17/10	8/10/10	500	36,274 05	29,265 05	(7,009 00)
McDonalds	9/15/09	8/31/10	600	33,040 80	43,854 03	10,813 23
Warner Chilcott	8/23/10	10/13/10	1,000	29,418 10	24,990 67	(4,427 43)
Boeing Co	9/20/10	11/10/10	500	31,894 05	33,471 43	1,577 38
Best Buy Company	1/5/10	12/14/10	1,000	40,500 00	35,350 70	(5,149 30)
				272,621 89	255,114 37	(17,507 52)

	Purchase	Sale	Quantity	Cost	Proceeds	Realized
	Date	Date				Gain/Loss
<u>Long-Term</u>						
Fidelity Emerging Euro Mid East Africa	9/16/09	10/18/10	2,677	19,994 18	24,310 57	4,316 39
Fidelity Magellan	various	10/19/10	757	40,082 47	50,613 95	10,531 48
Fidelity Growth Company	various	10/20/10	49	3,300 33	3,773 69	473 36
UGI Corp	various	3/17/10	1,142	8,727 00	29,512 61	20,785 61
UGI	5/12/93	3/17/10	1,000	7,642 06	25,850 77	18,208 71
TICC Cap Corp	various	11/4/10	3,250	36,719 01	35,062 68	(1,656 33)
				116,465 05	169,124 27	52,659 22
				389,086 94	424,238 64	35,151 70

Application for Extension of Time To File an Exempt Organization Return

▶ **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 RICHARD E. WOOSNAM CHARITABLE TRUST	Employer identification number 23-6870650
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. 163 WEST LANCASTER AVENUE	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. PAOLI, PA 19301	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

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

RICHARD E. WOOSNAM

- The books are in the care of ▶ **163 WEST LANCASTER AVENUE - PAOLI, PA 19301**
Telephone No. ▶ **610-772-1399** 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 **AUGUST 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	\$	0.
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	\$	0.
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	\$	0.

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.

LHA For Paperwork Reduction Act Notice, see Instructions.

• If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box

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).	
Type or print File by the extended due date for filing your return See instructions	Name of exempt organization RICHARD E. WOOSNAM CHARITABLE TRUST	Employer identification number 23-6870650
	Number, street, and room or suite no. If a P O box, see instructions 163 WEST LANCASTER AVENUE	
	City, town or post office, state, and ZIP code For a foreign address, see instructions PAOLI, PA 19301	

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

0 4

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.

RICHARD E. WOOSNAM

• The books are in the care of **▶ 163 WEST LANCASTER AVENUE - PAOLI, PA 19301**

Telephone No. **▶ 610-772-1399**

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 **NOVEMBER 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 _____

ADDITIONAL TIME IS REQUIRED TO GATHER INFORMATION FROM 3RD PARTIES TO FILE A COMPLETE 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	\$	0.
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	\$	0.
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 **▶** Title **▶** **CPA** Date **▶** **8-1-2011**