EXTENSIONS ATTACHED

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 , 2010, and ending , 20

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

Name of foundation: THE RICHARD C VON HESS FOUNDATION 0262-02-4/0

A Employer identification number: 23-6962077

Number and street (or P O. box number if mail is not delivered to street address): GLENMEDE TRUST COMPANY, 1650 MARKET STREET

Room/suite: 1200

B Telephone number (see page 10 of the instructions): (215) 419-6000

City or town, state, and ZIP code: PHILADELPHIA, PA 19103-7391

C If exemption application is pending, check here ▶ ☐

D 1 Foreign organizations, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 22,962,258.

J Accounting method: [X] Cash ☐ Accrual ☐ Other (specify) ____ *(Part I, column (d) must be on cash basis.)*

ENVELOPE POSTMARK DATE SEP 26 2011

SCANNED OCT 03 2011

RECEIVED SEP 30 2011 OGDEN, UT 099 IRS-OSC

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 ▶ [X] if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments	356.	320.	N/A	
	4 Dividends and interest from securities	505,093.	505,324.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	366,781.			
	b Gross sales price for all assets on line 6a 6,564,016.				
	7 Capital gain net income (from Part IV, line 2)		366,781.		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
	b Less: Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	125,498.	136,575.		STMT 1
	12 **Total.** Add lines 1 through 11	997,728.	1,009,000.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	95,338.			95,338.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits	7,089.			7,089.
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	2,000.	NONE	NONE	2,000.
	c Other professional fees (attach schedule)	95,868.	95,868.		
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	7,850.			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) STMT 2	29,373.	35.		29,338.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	237,518.	95,903.	NONE	133,765.
	25 Contributions, gifts, grants paid	841,528.			841,528.
	26 **Total expenses and disbursements** Add lines 24 and 25	1,079,046.	95,903.	NONE	975,293.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	-81,318.			
	b **Net investment income** (if negative, enter -0-)		913,097.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets			
1 Cash - non-interest-bearing	2.	10,908.	10,908.
2 Savings and temporary cash investments	862,561.	861,079.	861,079.
3 Accounts receivable ▶			
Less: allowance for doubtful accounts ▶			
4 Pledges receivable ▶			
Less: allowance for doubtful accounts ▶			
5 Grants receivable			
6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
7 Other notes and loans receivable (attach schedule) ▶			
Less: allowance for doubtful accounts ▶			
8 Inventories for sale or use			
9 Prepaid expenses and deferred charges			
10 a Investments - U S and state government obligations (attach schedule)	2,507,574.	3,085,669.	3,084,526.
b Investments - corporate stock (attach schedule)	11,962,820.	11,807,007.	13,972,835.
c Investments - corporate bonds (attach schedule)	4,088,382.	3,737,299.	3,883,676.
11 Investments - land, buildings, and equipment: basis ▶			
Less: accumulated depreciation (attach schedule) ▶			
12 Investments - mortgage loans			
13 Investments - other (attach schedule)	1,385,122.	1,223,185.	694,732.
14 Land, buildings, and equipment: basis ▶			
Less: accumulated depreciation (attach schedule) ▶			
15 Other assets (describe ▶MUSEUM COLLECTION)	454,502.	454,502.	454,502.
16 **Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	21,260,963.	21,179,649.	22,962,258.
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 ▶SEE ATTACHED)	2,200.	2,200.	
23 **Total liabilities** (add lines 17 through 22)	2,200.	2,200.	
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. ▶ X			
27 Capital stock, trust principal, or current funds	21,097,275.	20,948,849.	
28 Paid-in or capital surplus, or land, bldg, and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds	161,488.	228,600.	
30 **Total net assets or fund balances** (see page 17 of the instructions)	21,258,763.	21,177,449.	
31 **Total liabilities and net assets/fund balances** (see page 17 of the instructions)	21,260,963.	21,179,649.	

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	21,258,763.
2 Enter amount from Part I, line 27a	2	-81,318.
3 Other increases not included in line 2 (itemize) ▶ ROUNDING	3	4.
4 Add lines 1, 2, and 3	4	21,177,449.
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	21,177,449.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	SEE PART IV DETAIL	P	VARIOUS	VARIOUS
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	6,564,016.		6,197,235.	366,781.
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
	(i) F M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				366,781.
b				
c				
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	366,781.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see page 18 of the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col (c))
2009	616,760.	18,919,485.	0.03259919601
2008	1,199,326.	22,624,846.	0.05300924479
2007	1,263,384.	26,943,923.	0.04688938578
2006	1,628,641.	25,431,417.	0.06404051335
2005	1,692,845.	24,712,564.	0.06850139063

2	**Total** of line 1, column (d)	2	0.26503973056
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	0.05300794611
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	22,342,874.
5	Multiply line 4 by line 3	5	1,184,350.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	9,131.
7	Add lines 5 and 6	7	1,193,481.
8	Enter qualifying distributions from Part XII, line 4	8	975,293.

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 ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of ruling letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	18,262.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2	3	18,262.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	18,262.
6	Credits/Payments:		
a	2010 estimated tax payments and 2009 overpayment credited to 2010 — 6a: 17,419.		
b	Exempt foreign organizations-tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 8,180.		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments. Add lines 6a through 6d	7	25,599.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	7,337.
11	Enter the amount of line 10 to be: **Credited to 2011 estimated tax** ▶ 7,337. **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?	1a		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)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		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.*	2		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*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	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.*	5		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?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ PENNSYLVANIA			
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*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ SEE STATEMENT 3 Telephone no. ▶

Located at ▶ ZIP + 4 ▶

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

			Yes	No
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies. | Yes | No

1a During the year did the foundation (either directly or indirectly):

(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No

(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No

(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No

(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? TRUSTEE FEE ☒ 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

			Yes	No
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c		X

2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):

a At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? ☐ Yes ☒ No
If "Yes," list the years ▶ ____, ____, ____, ____

			Yes	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.)	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.
▶ ____, ____, ____, ____

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

			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))? ☐ Yes ☒ No

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

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

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **5b** N/A

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

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

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

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

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 4		95,338.	-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		NONE	NONE	NONE

Total number of other employees paid over $50,000 ▶ NONE

JSA
0E1460 1 000

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
SEE STATEMENT 5		97,868.
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 SEE SCHEDULE ATTACHED	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 NONE	
2	
All other program-related investments. See page 24 of the instructions. 3 NONE	
Total. Add lines 1 through 3 ▶	

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	21,965,680.
b	Average of monthly cash balances	1b	717,441.
c	Fair market value of all other assets (see page 25 of the instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	22,683,121.
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	NONE
3	Subtract line 2 from line 1d	3	22,683,121.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	340,247.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	22,342,874.
6	**Minimum investment return.** Enter 5% of line 5	6	1,117,144.

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

1	Minimum investment return from Part X, line 6			1	1,117,144.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	18,262.		
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	18,262.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	1,098,882.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	1,098,882.
6	Deduction from distributable amount (see page 25 of the instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	1,098,882.

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	975,293.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	975,293.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	975,293.

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see page 26 of the instructions)

		(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1	Distributable amount for 2010 from Part XI, line 7				1,098,882.
2	Undistributed income, if any, as of the end of 2010:				
a	Enter amount for 2009 only			NONE	
b	Total for prior years: 20____,20____,20____		NONE		
3	Excess distributions carryover, if any, to 2010:				
a	From 2005 ... NONE				
b	From 2006 ... 132,584.				
c	From 2007 ... NONE				
d	From 2008 ... 85,352.				
e	From 2009 ... NONE				
f	**Total** of lines 3a through e	217,936.			
4	Qualifying distributions for 2010 from Part XII, line 4: ▶ $ 975,293.				
a	Applied to 2009, but not more than line 2a			NONE	
b	Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c	Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d	Applied to 2010 distributable amount				975,293.
e	Remaining amount distributed out of corpus	NONE			
5	Excess distributions carryover applied to 2010 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	123,589.			123,589.
6	**Enter the net total of each column as indicated below:**				
a	Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	94,347.			
b	Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d	Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions		NONE		
e	Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions			NONE	
f	Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				NONE
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)	NONE			
8	Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	NONE			
9	**Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a	94,347.			
10	Analysis of line 9:				
a	Excess from 2006 ... 8,995.				
b	Excess from 2007 ... NONE				
c	Excess from 2008 ... 85,352.				
d	Excess from 2009 ... NONE				
e	Excess from 2010 ... NONE				

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

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			
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	(e) Total
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).)

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.

N/A

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

Check here ▶ [X] 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:

N/A

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

N/A

c Any submission deadlines:

N/A

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

N/A

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE STATEMENT 6				841,528.
Total ▶ 3a				841,528.
b Approved for future payment				
N/A				
Total ▶ 3b				-0-

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income (See page 28 of the instructions.)
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	356.	
4 Dividends and interest from securities			14	505,093.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	366,781.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b PARTNERSHIP INCOME			14	125,498.	
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				997,728.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 997,728.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See page 29 of the instructions.)
	NOT APPLICABLE

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

Signature of officer or trustee: [signature] Date: 9/23/11 Title: MANAGING TRUSTEE

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
FRANCIS X. MEHAFFEY	[signature]	9/21/11		P01072411

Firm's name ▶ THE GLENMEDE TRUST COMPANY, N.A. Firm's EIN ▶ 32-0274136

Firm's address ▶ 1650 MARKET STREET, SUITE 1200 PHILADELPHIA, PA 19103-7391 Phone no. 215-419-6000

RICHARD C. VON HESS FOUNDATION
TAX YEAR ENDING 12/31/2010
E.I.N.: 23-6962077
FORM 990-PF, PAGE 1, PART I & SCHEDULE B
PART I ANALYSIS OF REVENUE AND EXPENSES:

		COLUMN A	COLUMN B	COLUMN D
REVENUE:				
LINE 3	**INTEREST ON SAVINGS AND TEMPORARY INVESTMENTS**			
	- MONEY MARKET INTEREST	304	268	
	- BANK INTEREST	52	52	
		356	320	
LINE 4	**DIVIDENDS AND INTEREST FROM SECURITIES**			
	- DIVIDENDS AND BOND INTEREST	505,093	505,324	
		505,093	505,324	
LINE 11	**OTHER INCOME**			
	- PARTNERSHIP DISTRIBUTIONS	125,498	0	
	- PARTNERSHIP INCOME PER 2010 K-1	0	136,575	
		125,498	136,575	
EXPENSES:				
LINE 15	**PENSION PLANS, EMPLOYEE BENEFITS**			
	- TAXES PAID ON BEHALF OF MANAGING TRUSTEE THOMAS HILLS COOK	7,089	0	7,089
LINE 16b	**ACCOUNTING FEES**			
	- THE GLENMEDE TRUST COMPANY TAX PREPARATION FEE	2,000	0	2,000
LINE 16c	**OTHER PROFESSIONAL FEES**			
	- THE GLENMEDE TRUST COMPANY INVESTMENT MANAGEMENT FEE	95,868	95,868	0
LINE 18	**TAXES**			
	- EXCISE TAX PAYMENTS	7,850	0	0
LINE 23	**OTHER EXPENSES**			
	- TRUSTEE/DIRECTORS INSURANCE	4,420	0	4,420
	- WORKMEN'S COMP INSURANCE (EDUCATORS INSURANCE)	600	0	600
	- PAYROLL CHARGES - ADP	1,117	0	1,117
	- EASTERN ALLIANCE INSURANCE ANNUAL WORKERS COMP	694	0	694

RICHARD C. VON HESS FOUNDATION
TAX YEAR ENDING 12/31/2010
E.I.N.: 23-6962077
FORM 990-PF, PAGE 1, PART I & SCHEDULE B
PART I ANALYSIS OF REVENUE AND EXPENSES:

LINE 23 **OTHER EXPENSES - (CONTINUED)**

- REIMBURSE TRUSTEE ANNE S. GENTER FOR VARIOUS MEETING & TRAVEL EXPENSES	2,010	0	2,010
- REIMBURSE TRUSTEE WARREN A. REINTZEL FOR VARIOUS MEETING & TRAVEL EXPENSES	531	0	531
- REIMBURSE THOMAS HILLS COOK MANAGING TRUSTEE FOR VARIOUS MEETING & TRAVEL EXPENSES	15,768	0	15,768
- VARIOUS TRUSTEES' TRAVEL EXPENSES	4,094	0	4,094
- SES INSURANCE BROKERAGE SERVICESS QUEEN STREET PROPERTIES	104	0	104
- MISCELLANEOUS INVESTMENT EXPENSE	35	35	0
	29,373	35	29,338

COMBINED STATEMENT OF ASSETS
THE RICHARD C VON HESS FOUNDATION
12/31/10
0262-02-4/0

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Cash & Reserves									
806889	GLENMEDE FUND INC-GOVT CASH PORTFOLIO (GOVTCASH)		1.00	806,889	1.00	806,889		975	0.12
10908+	Cash		1.00	10,908	1.00	10,908		0	0.00
Cash & Reserves Total				817,797		817,797		975	0.12
Fixed Income									
U S Government Obligations									
40000	US TREASURY N/B DTD 2/15/2001 5% 2/15/2011 (9128276T4)	Aaa	1.04	41,792	100.56	40,225	1,567-	2,000	4.97
150000	US TREASURY N/B DTD 6/30/2006 5.125% 6/30/2011 (912828FK1)	Aaa	1.00	150,229	102.43	153,639	3,410	7,688	5.00
150000	US TREASURY N/B DTD 11/30/2006 4.5% 11/30/2011 (912828GA2)	Aaa	1.09	164,174	103.78	155,666	8,509-	6,750	4.34
150000	US TREASURY N/B DTD 11/15/2003 4.25% 11/15/2013 (912828BR0)	Aaa	1.00	150,346	109.41	164,121	13,775	6,375	3.88
200000	US TREASURY N/B DTD 2/17/2004 4% 2/15/2014 (912828CA6)	Aaa	1.11	221,016	108.94	217,876	3,140-	8,000	3.67
60000	US TREASURY N/B DTD 6/30/2009 2.625% 6/30/2014 (912828KY5)	Aaa	1.02	61,456	104.65	62,789	1,333	1,575	2.51

COMBINED STATEMENT OF ASSETS
THE RICHARD C VON HESS FOUNDATION
12/31/10
0262-02-4/0

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield	
200000	US TREASURY N/B DTD 5/31/2010 2.125% 5/31/2015 (912828NF3)	Aaa	1.01	201,883	101.59	203,188	1,305	4,250	2.09	
120000	US TREASURY N/B DTD 8/15/2007 4.75% 8/15/2017 (912828HA1)	Aaa	1.16	139,200	113.40	136,078	3,123-	5,700	4.19	
	Total			1,130,096		1,133,582	3,484	42,338	3.73	
U S Government Agencies										
100000	FFCB DTD 8/15/2008 3.8% 8/15/2011 (31331Y6G0)	Aaa	1.01	101,006	102.12	102,117	1,111	3,800	3.72	
390000	FHLB DTD 7/21/2006 5.375% 8/19/2011 (3133XGDD3)	Aaa	1.09	423,979	103.12	402,184	21,796-	20,963	5.21	#
350000	FHLB DTD 1/17/2008 3.375% 2/27/2013 (3133XP2W3)	Aaa	1.04	364,796	105.54	369,376	4,580	11,813	3.20	#
150000	FHLB DTD 8/1/2008 4% 9/6/2013 (3133XRX88)	Aaa	1.00	150,402	107.69	161,529	11,127	6,000	3.71	
250000	FHLB DTD 9/15/2008 3.625% 10/18/2013 (3133XSAE8)	Aaa	1.06	265,595	106.78	266,953	1,358	9,063	3.39	
250000	FHLB DTD 6/22/2007 5.5% 8/13/2014 (3133XLJP9)	Aaa	1.13	283,638	114.39	285,985	2,348	13,750	4.81	
320000	FHLB DTD 10/19/2007 5% 11/17/2017 (3133XMQ87)	Aaa	1.14	366,157	113.38	362,800	3,357-	16,000	4.41	#

COMBINED STATEMENT OF ASSETS
THE RICHARD C VON HESS FOUNDATION
12/31/10
0262-02-4/0

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield	
	Total			1,955,573		1,950,944	4,630-	81,389	4.17	
Corporate Bonds - Industrial										
195000	HEWLETT-PACKARD CO DTD 12/5/2008 6.125% 3/1/2014 (428236AT0)	A2	1.09	211,808	113.24	220,822	9,014	11,944	5.41	#
195000	UNITED TECHNOLOGIES CORP DTD 12/7/2007 5.375% 12/15/2017 (913017BM0)	A2	1.04	202,027	113.09	220,520	18,493	10,481	4.75	#
195000	WAL-MART STORES INC DTD 8/24/2007 5.8% 2/15/2018 (931142CJ0)	Aa2	1.10	215,280	114.90	224,063	8,783	11,310	5.05	#
195000	JOHNSON & JOHNSON DTD 6/23/2008 5.15% 7/15/2018 (478160AU8)	Aaa	1.10	215,377	113.80	221,914	6,537	10,043	4.53	#
150000	IBM CORP DTD 11/1/1989 8.375% 11/1/2019 (459200AG6)	A1	1.38	207,441	133.56	200,339	7,103-	12,563	6.27	
	Total			1,051,933		1,087,658	35,723	56,341	5.18	
Corporate Bonds - Finance										
140000	MORGAN STANLEY FDIC DTD 12/2/2008 3.25% 12/1/2011 (61757UAB6)	Aaa	1.04	145,300	102.60	143,643	1,658-	4,550	3.17	

COMBINED STATEMENT OF ASSETS
THE RICHARD C VON HESS FOUNDATION
12/31/10
0262-02-4/0

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield	
140000	CITIGROUP INC FDIC DTD 12/9/2008 2.875% 12/9/2011 (17313UAA7)	Aaa	1.03	143,990	102.31	143,231	759-	4,025	2.81	#
200000	BANK OF AMERICA CORP DTD 1/30/2009 2.1% 4/30/2012 (06050BAG6)	Aaa	1.00	200,660	102.08	204,152	3,492	4,200	2.06	
150000	PEPSICO INC DTD 5/21/2007 5.15% 5/15/2012 (713448BF4)	Aa3	0.98	147,261	105.70	158,556	11,295	7,725	4.87	
175000	PNC FUNDING CORP DTD 12/22/2008 2.3% 6/22/2012 (69351CAC7)	Aaa	1.01	175,877	102.55	179,456	3,579	4,025	2.24	#
200000	WELLS FARGO & COMPANY DTD 1/31/2008 4.375% 1/31/2013 (949746NY3)	A1	1.06	211,278	105.83	211,650	372	8,750	4.13	
230000	JPMORGAN CHASE & CO DTD 10/4/2005 5.15% 10/1/2015 (46625HDF4)	A1	0.99	228,485	105.76	243,253	14,767	11,845	4.87	#
130000	GENERAL ELEC CAP CORP DTD 9/24/2007 5.625% 9/15/2017 (36962G3H5)	Aa2	0.93	121,272	109.65	142,545	21,273	7,313	5.13	
220000	GOLDMAN SACHS GROUP INC DTD 1/18/2008 5.95% 1/18/2018 (38141GFG4)	A1	1.05	230,910	108.49	238,674	7,764	13,090	5.48	
220000	HONEYWELL INTERNATIONAL DTD 2/29/2008 5.3% 3/1/2018 (438516AX4)	A2	1.07	236,399	111.28	244,820	8,422	11,660	4.76	

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield	
150000	ORACLE CORP DTD 4/9/2008 5.75% 4/15/2018 (68389XAC9)	A1	1.09	163,934	114.40	171,593	7,659	8,625	5.03	
	Total			2,005,366		2,081,573	76,206	85,808	4.12	
Other Taxable Bond Mutual Funds										
84795+	PAYDEN HIGH INCOME FUND (PYHRX)		6.84	580,000	7.24	613,918	33,918	44,687	7.28	
	Total			580,000		613,918	33,918	44,687	7.28	
Taxable Municipal Bonds										
100000	CITY OF DALLAS TEX DTD 2/16/2005 5.5% 2/15/2024 (235218M84)	Aa1	1.00	100,000	100.53	100,527	527	5,500	5.47	
	Total			100,000		100,527	527	5,500	5.47	
Fixed Income Total				6,822,968		6,968,202	145,229	316,063	4.54	
Equities										
Basic Industries										
3385	EMERSON ELECTRIC CO. (EMR)		35.69	120,803	57.17	193,520	72,718	4,671	2.41	#
4195	HONEYWELL INTERNATIONAL INC (HON)		33.66	141,221	53.16	223,006	81,785	5,076	2.28	#

COMBINED STATEMENT OF ASSETS
THE RICHARD C VON HESS FOUNDATION
12/31/10
0262-02-4/0

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield	
3340	J. B. HUNT (JBHT)		35.84	119,704	40.81	136,305	16,601	1,603	1.18	#
3445	ILLINOIS TOOL WORKS (ITW)		47.49	163,588	53.40	183,963	20,375	4,685	2.55	#
8265	MCDERMOTT INTERNATIONAL INC. (MDR)		9.15	75,597	20.69	171,003	95,406	0	0.00	#
1255	PRAXAIR INC. (PX)		90.59	113,690	95.47	119,815	6,125	2,259	1.89	#
1575	PRECISION CASTPARTS CORP (PCP)		86.16	135,705	139.21	219,256	83,551	189	0.09	#
1745	SIGMA-ALDRICH CORP. (SIAL)		61.20	106,786	66.56	116,147	9,361	1,117	0.96	#
	Total			977,094		1,363,015	385,922	19,600	1.44	
Consumer Discretionary										
4500	COACH INC (COH)		16.78	75,488	55.31	248,895	173,408	2,700	1.08	#
2005	DARDEN RESTAURANTS INC. (DRI)		47.53	95,289	46.44	93,112	2,177-	2,566	2.76	#
2205	ITT EDUCATIONAL SERVICES INC (ESI)		90.71	200,011	63.69	140,436	59,574-	0	0.00	#
4875	MCGRAW HILL INC. (MHP)		23.73	115,679	36.41	177,499	61,820	4,582	2.58	#
3355	NORDSTROM INC. (JWN)		35.04	117,556	42.38	142,185	24,629	2,684	1.89	#
3560	OMNICOM GROUP (OMC)		25.32	90,130	45.80	163,048	72,918	2,848	1.75	#
3325	YUM BRANDS INC (YUM)		44.49	147,923	49.05	163,091	15,168	3,325	2.04	#
	Total			842,076		1,128,266	286,191	18,705	1.66	
Consumer Staples										
2390	COLGATE PALMOLIVE CO. (CL)		67.19	160,575	80.37	192,084	31,510	5,067	2.64	#
2515	ENERGIZER HOLDINGS INC (ENR)		85.55	215,155	72.90	183,344	31,811-	0	0.00	#
3550	KELLOGG CO. (K)		37.57	133,385	51.08	181,334	47,949	5,751	3.17	#
4125	PHILIP MORRIS INTERNATIONAL (PM)		59.51	245,473	58.53	241,436	4,037-	10,560	4.37	#
4605	SYSCO CORP (SYY)		27.59	127,053	29.40	135,387	8,334	4,789	3.54	#

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield	
	Total			881,641		933,585	51,944	26,167	2.80	
Energy										
2485	CHEVRON CORP (CVX)		65.62	163,057	91.25	226,756	63,699	7,157	3.16	#
1550	EOG RESOURCES INC (EOG)		102.67	159,133	91.41	141,686	17,448-	961	0.68	#
2000	EXXON MOBIL CORPORATION (XOM)		76.04	152,081	73.12	146,240	5,841-	3,520	2.41	#
3950	HALLIBURTON CO. (HAL)		32.85	129,741	40.83	161,279	31,537	1,422	0.88	#
3525	SCHLUMBERGER LTD. (SLB)		65.35	230,347	83.50	294,338	63,990	2,961	1.01	#
	Total			834,359		970,299	135,938	16,021	1.65	
Financials										
3955	AMERICAN EXPRESS CO. (AXP)		32.75	129,526	42.92	169,749	40,223	2,848	1.68	#
11200	CHARLES SCHWAB CORP. (SCHW)		17.32	193,994	17.11	191,632	2,362-	2,688	1.40	#
1550	FRANKLIN RESOURCES INC. (BEN)		105.66	163,780	111.21	172,376	8,595	1,550	0.90	#
855	GOLDMAN SACHS GROUP INC (GS)		160.47	137,202	168.16	143,777	6,575	1,197	0.83	#
5475	JPMORGAN CHASE & CO (JPM)		31.67	173,405	42.42	232,250	58,844	1,095	0.47	#
8810	PROGRESSIVE CORP OHIO (PGR)		19.59	172,578	19.87	175,055	2,477	1,418	0.81	#
5435	SEI INVESTMENTS CO (SEIC)		19.65	106,787	23.79	129,299	22,512	1,087	0.84	#
4980	US BANCORP (USB)		14.86	73,991	26.97	134,311	60,319	996	0.74	#
	Total			1,151,263		1,348,449	197,184	12,879	0.96	
Health Care										
3045	ABBOTT LABORATORIES (ABT)		51.60	157,133	47.91	145,886	11,247-	5,359	3.67	#
3440	BAXTER INTL. INC. (BAX)		50.38	173,293	50.62	174,133	840	4,266	2.45	#

COMBINED STATEMENT OF ASSETS
THE RICHARD C VON HESS FOUNDATION
12/31/10
0262-02-4/0

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield	
2005	LABORATORY CORP OF AMERICA HOLDINGS (LH)		76.06	152,501	87.92	176,280	23,779	0	0.00	#
3385	VARIAN MEDICAL SYSTEMS INC (VAR)		44.43	150,411	69.28	234,513	84,101	0	0.00	#
2865	WATERS CORP (WAT)		52.91	151,592	77.71	222,639	71,047	0	0.00	#
	Total			784,930		953,451	168,521	9,625	1.01	
Technology										
3385	ACCENTURE PLC (ACN)		29.53	99,973	48.49	164,139	64,166	3,047	1.86	#
3445	AMPHENOL CORP-CL A (APH)		46.84	161,369	52.78	181,827	20,458	207	0.11	#
1090	APPLE INC. (AAPL)		108.38	118,132	322.56	351,590	233,458	0	0.00	#
11320	INTEL CORP. (INTC)		22.57	255,465	21.03	238,060	17,406-	7,132	3.00	#
1950	LAM RESEARCH CORP (LRCX)		22.84	44,540	51.78	100,971	56,431	0	0.00	#
8875	MICROSOFT CORP. (MSFT)		20.27	179,852	27.91	247,701	67,850	5,680	2.29	#
8810	ORACLE CORP (ORCL)		18.32	161,405	31.30	275,753	114,348	1,762	0.64	#
	Total			1,020,736		1,560,041	539,305	17,828	1.14	
Other Assets										
1505	BHP LIMITED - SPONS ADR (BHP)		44.90	67,571	92.92	139,845	72,274	2,619	1.87	#
3435	COOPER INDUSTRIES PLC CL A (CBE)		39.90	137,066	58.29	200,226	63,160	3,710	1.85	#
	Total			204,637		340,071	135,434	6,329	1.86	
U S Mutual Funds										
5847+	BUFFALO SMALL CAP FUND (BUFSX)		23.30	136,206	26.21	153,248	17,042	158	0.10	#

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield	
21433+	GLENMEDE FUND INC - ADVISOR SMALL CAP EQUITY PORTFOLIO (GTCSX)		17.63	377,801	16.28	348,936	28,866-	279	0.08	#
52515+	GLENMEDE FUND INC - US EMERGING GROWTH (GTGSX)		7.00	367,780	6.67	350,273	17,507-	0	0.00	#
	Total			881,787		852,457	29,330-	437	0.05	
International Mutual Funds										
40597+	ARTIO INTERNATIONAL EQ FD II (JETIX)		11.12	451,265	12.46	505,843	54,578	10,474	2.07	#
89597+	GLENMEDE FUND INC-INTERNATIONAL PORT (GTCIX)		15.04	1,347,914	13.58	1,216,721	131,193-	26,879	2.21	#
20377+	MATTHEWS PACIFIC TIGER FD - IS (MIPTX)		19.63	400,000	23.44	477,636	77,636	1,752	0.37	
32918+	THORNBURG INTL VALUE FD-I (TGVIX)		25.67	845,017	28.64	942,785	97,768	9,349	0.99	
27971+	TWEEDY BROWNE GLOBAL VALUE FUND (TBGVX)		21.51	601,535	23.82	666,279	64,744	9,287	1.39	
	Total			3,645,731		3,809,264	163,533	57,741	1.52	
Equities Total				11,224,254		13,258,898	2,034,642	185,332	1.40	
Other										
Alternative Assets										
7733+	ABSOLUTE STRATEGIES FUND-I (ASFIX)		10.52	81,355	10.84	83,829	2,475	681	0.81	
11800+	VAN ECK GLOBAL HARD ASSETS -I (GHAIX)		42.49	501,398	53.40	630,108	128,710	2,596	0.41	#

COMBINED STATEMENT OF ASSETS
THE RICHARD C VON HESS FOUNDATION
12/31/10
0262-02-4/0

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
	Total			582,753		713,937	131,185	3,277	0.46
Other Assets									
707589+	CVI SPECIALIZED VENTURES FUND B LP (CVI0262)		1.00	707,589	0.25	179,136	528,453-	0	0.00 #
150000	CVI UNFUNDED COMMITMENT (CVICOMMIT)		0.00	0	0.00	0		0	0.00
1	3/8TH INT QUEEN STREET PROPERTIES (QUEENST)		53625.00	53,625	53625.00	53,625		0	0.00
7+	STEINMAN DEVELOPMENT CO (STEINMAN)		66259.95	461,971	66259.95	461,971		0	0.00
	Total			1,223,185		694,732	528,453-	0	0.00
Other Total				1,805,938		1,408,669	397,268-	3,277	0.23
Grand Total				20,670,957		22,453,566	1,782,603	505,647	2.25

\# INDICATES MULTIPLE TAX LOTS
\+ FRACTIONAL SHARE EXISTS

COMBINED STATEMENT OF ASSETS
THE RICHARD C VON HESS FOUNDATION
12/31/10
0262-02-4/0

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Grand Total From Page 10				20,670,957		22,453,566	1,782,609	505,647	2.25
ADJUSTMENTS:									
	SUSQUEHANNA - CHECKING ACCOUNT			**54,190**		**54,190**			
	MUSEUM COLLECTION			**454,502**		**454,502**			
	ACCOUNTS PAYABLE			**(2,200)**		**(2,200)**			
ADJUSTED GRAND TOTAL				**21,177,449**		**22,960,058**	**1,782,609**		

RICHARD C. VON HESS FOUNDATION
TAX YEAR ENDING 12/31/2010
E.I.N.: 23-6962077
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PART II BALANCE SHEETS

	BEGINNING OF YEAR	END OF YEAR	
	BOOK VALUE	BOOK VALUE	MARKET VALUE
LINE 22 OTHER LIABILITIES			
- DUE TO THE VON HESS FOUNDATION	2,200	2,200	
TOTAL LINE 22	2,200	2,200	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
2,127.00		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					2,127.	
		30. INTERNATIONAL BUSINESS MACHINES CORP					03/31/2009	01/15/2010
		PROPERTY TYPE: SECURITIES						
3,955.00		2,915.00					1,040.00	
		310. ACE LTD					03/31/2009	01/15/2010
		PROPERTY TYPE: SECURITIES						
14,939.00		12,499.00					2,440.00	
		95633.1 CVI SPECIALIZED VENTURES FUND B					01/01/1988	01/27/2010
		PROPERTY TYPE: SECURITIES						
95,633.00		95,633.00						
		4500. SPDR GOLD TRUST					02/12/2009	02/17/2010
		PROPERTY TYPE: SECURITIES						
492,220.00		419,556.00					72,664.00	
		10000. GLENMEDE LONG/SHORT PORTFOLIO					09/29/2006	02/18/2010
		PROPERTY TYPE: SECURITIES						
82,300.00		100,000.00					-17,700.00	
		183. FLIR SYSTEMS INC					03/31/2009	03/19/2010
		PROPERTY TYPE: SECURITIES						
4,968.00		3,756.00					1,212.00	
		717. FLIR SYSTEMS INC					03/31/2009	03/19/2010
		PROPERTY TYPE: SECURITIES						
19,422.00		14,716.00					4,706.00	
		523. HEWLETT PACKARD CORP.					12/10/2008	03/23/2010
		PROPERTY TYPE: SECURITIES						
27,695.00		18,431.00					9,264.00	
		1001. HEWLETT PACKARD CORP.					12/10/2008	03/23/2010
		PROPERTY TYPE: SECURITIES						
52,962.00		35,275.00					17,687.00	
		3236. HEWLETT PACKARD CORP.					12/10/2008	03/23/2010
		PROPERTY TYPE: SECURITIES						
170,734.00		114,037.00					56,697.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		4000. CAMPBELL SOUP CO. PROPERTY TYPE: SECURITIES					10/15/2009	03/24/2010
140,728.00		130,236.00					10,492.00	
		50000. NEWARK N J MBIA DTD 4/1/2003 4.4% PROPERTY TYPE: SECURITIES					09/12/2003	04/01/2010
50,000.00		50,000.00						
		2000. APACHE CORP PROPERTY TYPE: SECURITIES					10/15/2009	04/07/2010
211,549.00		199,918.00					11,631.00	
		415. BAKER HUGHES INC. PROPERTY TYPE: SECURITIES					05/27/2009	04/07/2010
20,393.00		15,501.00					4,892.00	
		2139. BAKER HUGHES INC. PROPERTY TYPE: SECURITIES					03/31/2009	04/07/2010
105,110.00		61,183.00					43,927.00	
		1378. BAKER HUGHES INC. PROPERTY TYPE: SECURITIES					03/31/2009	04/07/2010
67,559.00		39,416.00					28,143.00	
		583. BAKER HUGHES INC. PROPERTY TYPE: SECURITIES					03/31/2009	04/07/2010
28,591.00		16,676.00					11,915.00	
		90. BHP LIMITED - SPONS ADR PROPERTY TYPE: SECURITIES					03/31/2009	04/07/2010
7,280.00		4,041.00					3,239.00	
		610. COACH INC PROPERTY TYPE: SECURITIES					03/31/2009	04/07/2010
24,793.00		10,233.00					14,560.00	
		180. FRANKLIN RESOURCES INC. PROPERTY TYPE: SECURITIES					06/18/2008	04/07/2010
20,355.00		18,544.00					1,811.00	
		2645. NORTHERN TRUST CORP PROPERTY TYPE: SECURITIES					05/04/2009	04/07/2010
151,205.00		143,041.00					8,164.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property / Gross sale price less expenses of sale	Depreciation allowed/ allowable	Description / Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis	P or D	Date acquired / Gain or (loss)	Date sold
		400. NORTHERN TRUST CORP PROPERTY TYPE: SECURITIES					10/15/2009	04/07/2010
22,867.00		23,524.00					-657.00	
		9600. PATTERSON-UTI ENERGY INC PROPERTY TYPE: SECURITIES					03/31/2009	04/07/2010
137,551.00		86,869.00					50,682.00	
		695. WATERS CORP PROPERTY TYPE: SECURITIES					12/12/2007	04/07/2010
46,764.00		55,242.00					-8,478.00	
		1095. ACE LTD PROPERTY TYPE: SECURITIES					03/31/2009	04/07/2010
58,488.00		44,150.00					14,338.00	
		1620. ACE LTD PROPERTY TYPE: SECURITIES					03/31/2009	04/07/2010
86,557.00		65,318.00					21,239.00	
		38253.22 CVI SPECIALIZED VENTURES FUND B PROPERTY TYPE: SECURITIES					01/01/1988	04/28/2010
38,253.00		38,253.00						
		170. ABBOTT LABORATORIES PROPERTY TYPE: SECURITIES					10/15/2009	06/18/2010
8,277.00		8,773.00					-496.00	
		220. AMERICAN EXPRESS CO. PROPERTY TYPE: SECURITIES					09/11/2009	06/18/2010
9,233.00		7,544.00					1,689.00	
		200. AMPHENOL CORP-CL A PROPERTY TYPE: SECURITIES					06/05/2008	06/18/2010
8,512.00		9,684.00					-1,172.00	
		40. APPLE COMPUTER INC. PROPERTY TYPE: SECURITIES					02/14/2006	06/18/2010
10,950.00		2,703.00					8,247.00	
		200000. BP CAPITAL MARKETS PLC DTD 5/8/2 PROPERTY TYPE: SECURITIES					05/22/2009	06/18/2010
173,000.00		199,002.00					-26,002.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		100. BAXTER INTL. INC. PROPERTY TYPE: SECURITIES					03/31/2009	06/18/2010
4,196.00		5,149.00					-953.00	
		70. BHP LIMITED - SPONS ADR PROPERTY TYPE: SECURITIES					03/31/2009	06/18/2010
4,740.00		3,143.00					1,597.00	
		100. CHEVRON CORP PROPERTY TYPE: SECURITIES					06/05/2008	06/18/2010
7,553.00		9,702.00					-2,149.00	
		460. CISCO SYSTEMS PROPERTY TYPE: SECURITIES					06/05/2008	06/18/2010
10,791.00		12,622.00					-1,831.00	
		250. COACH INC PROPERTY TYPE: SECURITIES					03/31/2009	06/18/2010
10,762.00		4,194.00					6,568.00	
		60. COLGATE PALMOLIVE CO. PROPERTY TYPE: SECURITIES					03/31/2009	06/18/2010
4,835.00		3,552.00					1,283.00	
		70. EOG RESOURCES INC PROPERTY TYPE: SECURITIES					04/14/2010	06/18/2010
7,712.00		7,615.00					97.00	
		160. EMERSON ELECTRIC CO. PROPERTY TYPE: SECURITIES					09/09/2009	06/18/2010
7,585.00		6,216.00					1,369.00	
		130. ENERGIZER HOLDINGS INC -W/I PROPERTY TYPE: SECURITIES					03/01/2007	06/18/2010
7,291.00		11,324.00					-4,033.00	
		110. EXXON MOBIL CORPORATION PROPERTY TYPE: SECURITIES					12/10/2008	06/18/2010
6,938.00		8,744.00					-1,806.00	
		160. FLIR SYSTEMS INC PROPERTY TYPE: SECURITIES					03/31/2009	06/18/2010
4,611.00		3,284.00					1,327.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		60. FRANKLIN RESOURCES INC. PROPERTY TYPE: SECURITIES					06/18/2008	06/18/2010
5,596.00		6,181.00					-585.00	
		120. GILEAD SCIENCES INC. PROPERTY TYPE: SECURITIES					03/31/2009	06/18/2010
4,319.00		5,569.00					-1,250.00	
		60. GOLDMAN SACHS GROUP INC PROPERTY TYPE: SECURITIES					04/07/2010	06/18/2010
8,317.00		10,597.00					-2,280.00	
		60. W W GRAINGER INC PROPERTY TYPE: SECURITIES					10/15/2009	06/18/2010
6,481.00		5,631.00					850.00	
		190. HALLIBURTON CO. PROPERTY TYPE: SECURITIES					04/07/2010	06/18/2010
5,117.00		6,028.00					-911.00	
		200. H J HEINZ CO. PROPERTY TYPE: SECURITIES					03/31/2009	06/18/2010
9,244.00		6,643.00					2,601.00	
		200. HONEYWELL INTERNATIONAL INC PROPERTY TYPE: SECURITIES					05/08/2009	06/18/2010
8,576.00		6,796.00					1,780.00	
		80. ITT EDUCATIONAL SERVICES INC PROPERTY TYPE: SECURITIES					12/12/2007	06/18/2010
7,593.00		8,084.00					-491.00	
		100. ILLINOIS TOOL WORKS PROPERTY TYPE: SECURITIES					03/19/2010	06/18/2010
4,523.00		4,719.00					-196.00	
		550. INTEL CORP. PROPERTY TYPE: SECURITIES					03/23/2010	06/18/2010
11,715.00		12,412.00					-697.00	
		280. JP MORGAN CHASE & CO PROPERTY TYPE: SECURITIES					10/15/2009	06/18/2010
10,962.00		13,160.00					-2,198.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		160. JOHNSON & JOHNSON PROPERTY TYPE: SECURITIES					12/18/2002	06/18/2010
9,451.00		8,579.00					872.00	
		150. KELLOGG CO. PROPERTY TYPE: SECURITIES					03/31/2009	06/18/2010
8,164.00		5,519.00					2,645.00	
		90. LABORATORY CORP OF AMERICAN HLDGS PROPERTY TYPE: SECURITIES					04/30/2008	06/18/2010
7,214.00		6,846.00					368.00	
		130. LAM RESEARCH CORP PROPERTY TYPE: SECURITIES					03/31/2009	06/18/2010
5,460.00		2,969.00					2,491.00	
		140. LANDSTAR SYS INC. PROPERTY TYPE: SECURITIES					05/04/2009	06/18/2010
5,818.00		5,313.00					505.00	
		340. MCDERMOTT INTERNATIONAL INC. PROPERTY TYPE: SECURITIES					11/22/2006	06/18/2010
8,219.00		8,488.00					-269.00	
		220. MCGRAW HILL INC. PROPERTY TYPE: SECURITIES					08/05/2009	06/18/2010
6,611.00		6,739.00					-128.00	
		440. MICROSOFT CORP. PROPERTY TYPE: SECURITIES					10/15/2009	06/18/2010
11,603.00		11,550.00					53.00	
		150. NORDSTROM INC. PROPERTY TYPE: SECURITIES					10/15/2009	06/18/2010
5,785.00		5,142.00					643.00	
		140. NUCOR CORP. PROPERTY TYPE: SECURITIES					03/06/2007	06/18/2010
5,796.00		8,228.00					-2,432.00	
		140. OMNICOM GROUP PROPERTY TYPE: SECURITIES					03/31/2009	06/18/2010
5,331.00		3,288.00					2,043.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		390. ORACLE SYSTEMS PROPERTY TYPE: SECURITIES					03/31/2009	06/18/2010
9,017.00		7,065.00					1,952.00	
		60. PEPSICO INC. PROPERTY TYPE: SECURITIES					12/01/1997	06/18/2010
3,845.00		2,263.00					1,582.00	
		70. PRECISION CASTPARTS CORP PROPERTY TYPE: SECURITIES					09/24/2009	06/18/2010
8,016.00		6,995.00					1,021.00	
		330. PROGRESSIVE CORP OHIO PROPERTY TYPE: SECURITIES					04/07/2010	06/18/2010
6,639.00		6,452.00					187.00	
		290. SEI INVESTMENTS CO PROPERTY TYPE: SECURITIES					01/15/2010	06/18/2010
6,235.00		5,715.00					520.00	
		130. SCHLUMBERGER LTD. PROPERTY TYPE: SECURITIES					04/07/2010	06/18/2010
7,857.00		8,602.00					-745.00	
		340. CHARLES SCHWAB CORP. PROPERTY TYPE: SECURITIES					04/07/2010	06/18/2010
5,246.00		6,624.00					-1,378.00	
		240. SYSCO CORP PROPERTY TYPE: SECURITIES					12/07/2009	06/18/2010
7,454.00		6,835.00					619.00	
		220. U S BANCORP PROPERTY TYPE: SECURITIES					03/31/2009	06/18/2010
5,174.00		3,204.00					1,970.00	
		310. VALERO ENERGY CORP PROPERTY TYPE: SECURITIES					05/28/2009	06/18/2010
5,571.00		6,812.00					-1,241.00	
		180. VARIAN MEDICAL SYSTEMS INC PROPERTY TYPE: SECURITIES					05/15/2008	06/18/2010
9,596.00		8,287.00					1,309.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		120. WATERS CORP PROPERTY TYPE: SECURITIES					12/12/2007	06/18/2010
8,598.00		9,538.00					-940.00	
		190. ACCENTURE PLC PROPERTY TYPE: SECURITIES					10/15/2009	06/18/2010
7,379.00		7,404.00					-25.00	
		140. COOPER INDUSTRIES PLC CL A PROPERTY TYPE: SECURITIES					10/21/2009	06/18/2010
6,885.00		5,580.00					1,305.00	
		14579.76 BUFFALO SMALL CAP FUND PROPERTY TYPE: SECURITIES					04/29/2004	06/22/2010
340,000.00		385,067.00					-45,067.00	
		9104.59 GLENMEDE FUND INC-ADVISOR SMALL PROPERTY TYPE: SECURITIES					08/25/2004	06/22/2010
121,000.00		172,788.00					-51,788.00	
		6813.996 GLENMEDE FUND INC-US EMERGING G PROPERTY TYPE: SECURITIES					02/22/2006	06/22/2010
37,000.00		48,888.00					-11,888.00	
		5693.152 VANGUARD PRIMECAP FUND ADMIRAL PROPERTY TYPE: SECURITIES					03/04/2004	06/22/2010
335,554.00		324,738.00					10,816.00	
		200000. SHELL INTERNATIONAL FIN DTD 3/23 PROPERTY TYPE: SECURITIES					03/30/2009	06/23/2010
211,128.00		202,256.00					8,872.00	
		195000. PROCTER & GAMBLE CO DTD 12/18/20 PROPERTY TYPE: SECURITIES					01/23/2009	06/29/2010
212,934.00		207,395.00					5,539.00	
		175. GILEAD SCIENCES INC. PROPERTY TYPE: SECURITIES					03/31/2009	07/20/2010
5,727.00		8,121.00					-2,394.00	
		590. GILEAD SCIENCES INC. PROPERTY TYPE: SECURITIES					03/31/2009	07/21/2010
19,444.00		27,380.00					-7,936.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		650. GILEAD SCIENCES INC. PROPERTY TYPE: SECURITIES					03/31/2009	07/22/2010
21,834.00		30,165.00					-8,331.00	
		1180. GILEAD SCIENCES INC. PROPERTY TYPE: SECURITIES					03/31/2009	07/23/2010
39,359.00		54,761.00					-15,402.00	
		835. H J HEINZ CO. PROPERTY TYPE: SECURITIES					03/31/2009	07/29/2010
37,311.00		27,736.00					9,575.00	
		20. JP MORGAN CHASE & CO PROPERTY TYPE: SECURITIES					10/15/2009	08/20/2010
739.00		940.00					-201.00	
		715. JP MORGAN CHASE & CO PROPERTY TYPE: SECURITIES					04/07/2010	08/20/2010
26,435.00		32,569.00					-6,134.00	
		190. GOLDMAN SACHS GROUP INC PROPERTY TYPE: SECURITIES					04/07/2010	08/25/2010
27,399.00		33,556.00					-6,157.00	
		35. GOLDMAN SACHS GROUP INC PROPERTY TYPE: SECURITIES					08/27/2009	08/26/2010
5,020.00		5,790.00					-770.00	
		225. GOLDMAN SACHS GROUP INC PROPERTY TYPE: SECURITIES					04/07/2010	08/26/2010
32,273.00		39,737.00					-7,464.00	
		1875. VALERO ENERGY CORP PROPERTY TYPE: SECURITIES					05/28/2009	08/26/2010
29,400.00		41,149.00					-11,749.00	
		1210. VALERO ENERGY CORP PROPERTY TYPE: SECURITIES					05/27/2009	08/27/2010
18,868.00		26,227.00					-7,359.00	
		1205. VALERO ENERGY CORP PROPERTY TYPE: SECURITIES					05/27/2009	08/27/2010
18,937.00		26,044.00					-7,107.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		1000. VALERO ENERGY CORP PROPERTY TYPE: SECURITIES					10/15/2009	08/27/2010
15,916.00		18,890.00					-2,974.00	
		1400. VALERO ENERGY CORP PROPERTY TYPE: SECURITIES					05/27/2009	08/27/2010
22,282.00		27,976.00					-5,694.00	
		1839. BABCOCK & WILCOX COMPANY PROPERTY TYPE: SECURITIES					11/22/2006	09/14/2010
40,376.00		38,957.00					1,419.00	
		105000. IBM CORP DTD 11/27/2002 4.75% 11 PROPERTY TYPE: SECURITIES					01/23/2009	09/15/2010
114,116.00		111,113.00					3,003.00	
		80000. US TREASURY N/B DTD 8/15/2007 4.7 PROPERTY TYPE: SECURITIES					01/23/2009	09/15/2010
93,740.00		93,193.00					547.00	
		748. FLIR SYSTEMS INC PROPERTY TYPE: SECURITIES					03/31/2009	09/24/2010
20,196.00		15,352.00					4,844.00	
		372. FLIR SYSTEMS INC PROPERTY TYPE: SECURITIES					03/31/2009	09/24/2010
10,045.00		7,635.00					2,410.00	
		385. VARIAN MEDICAL SYSTEMS INC PROPERTY TYPE: SECURITIES					05/15/2008	09/24/2010
23,262.00		17,725.00					5,537.00	
		28050.24 CVI SPECIALIZED VENTURES FUND B PROPERTY TYPE: SECURITIES					01/01/1988	09/28/2010
28,050.00		28,050.00						
		200. ABBOTT LABORATORIES PROPERTY TYPE: SECURITIES					10/15/2009	09/30/2010
10,492.00		10,321.00					171.00	
		700. AMERICAN EXPRESS CO. PROPERTY TYPE: SECURITIES					08/27/2009	09/30/2010
30,141.00		23,972.00					6,169.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		100. AMPHENOL CORP-CL A PROPERTY TYPE: SECURITIES					06/05/2008	09/30/2010
4,940.00		4,842.00					98.00	
		100. BABCOCK & WILCOX COMPANY PROPERTY TYPE: SECURITIES					03/31/2009	09/30/2010
2,148.00		1,346.00					802.00	
		200. BAXTER INTL. INC. PROPERTY TYPE: SECURITIES					03/31/2009	09/30/2010
9,559.00		10,297.00					-738.00	
		100. BHP LIMITED - SPONS ADR PROPERTY TYPE: SECURITIES					03/31/2009	09/30/2010
7,702.00		4,490.00					3,212.00	
		200. COACH INC PROPERTY TYPE: SECURITIES					03/31/2009	09/30/2010
8,627.00		3,355.00					5,272.00	
		100. COLGATE PALMOLIVE CO. PROPERTY TYPE: SECURITIES					07/29/2010	09/30/2010
7,725.00		7,839.00					-114.00	
		100. EOG RESOURCES INC PROPERTY TYPE: SECURITIES					04/14/2010	09/30/2010
9,323.00		10,878.00					-1,555.00	
		100. EMERSON ELECTRIC CO. PROPERTY TYPE: SECURITIES					09/09/2009	09/30/2010
5,303.00		3,885.00					1,418.00	
		500. ENERGIZER HOLDINGS INC -W/I PROPERTY TYPE: SECURITIES					03/01/2007	09/30/2010
33,629.00		43,539.00					-9,910.00	
		100. FLIR SYSTEMS INC PROPERTY TYPE: SECURITIES					03/31/2009	09/30/2010
2,605.00		2,052.00					553.00	
		100. FRANKLIN RESOURCES INC. PROPERTY TYPE: SECURITIES					06/18/2008	09/30/2010
10,828.00		10,302.00					526.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		100. GOLDMAN SACHS GROUP INC PROPERTY TYPE: SECURITIES					08/27/2009	09/30/2010
14,601.00		16,543.00					-1,942.00	
		1340. W W GRAINGER INC PROPERTY TYPE: SECURITIES					10/15/2009	09/30/2010
160,798.00		125,750.00					35,048.00	
		200. HALLIBURTON CO. PROPERTY TYPE: SECURITIES					04/07/2010	09/30/2010
6,678.00		6,345.00					333.00	
		200. H J HEINZ CO. PROPERTY TYPE: SECURITIES					03/31/2009	09/30/2010
9,544.00		6,643.00					2,901.00	
		200. HONEYWELL INTERNATIONAL INC PROPERTY TYPE: SECURITIES					05/08/2009	09/30/2010
8,863.00		6,796.00					2,067.00	
		100. ITT EDUCATIONAL SERVICES INC PROPERTY TYPE: SECURITIES					12/12/2007	09/30/2010
6,590.00		10,105.00					-3,515.00	
		100. ILLINOIS TOOL WORKS PROPERTY TYPE: SECURITIES					09/24/2010	09/30/2010
4,712.00		4,722.00					-10.00	
		800. INTEL CORP. PROPERTY TYPE: SECURITIES					03/23/2010	09/30/2010
15,544.00		18,054.00					-2,510.00	
		300. JP MORGAN CHASE & CO PROPERTY TYPE: SECURITIES					04/07/2010	09/30/2010
11,586.00		13,665.00					-2,079.00	
		200. JOHNSON & JOHNSON PROPERTY TYPE: SECURITIES					07/21/2010	09/30/2010
12,462.00		11,428.00					1,034.00	
		100. LAM RESEARCH CORP PROPERTY TYPE: SECURITIES					03/31/2009	09/30/2010
4,228.00		2,284.00					1,944.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		400. LANDSTAR SYS INC. PROPERTY TYPE: SECURITIES					05/04/2009	09/30/2010
15,539.00		15,180.00					359.00	
		500. MCDERMOTT INTERNATIONAL INC. PROPERTY TYPE: SECURITIES					08/27/2010	09/30/2010
7,350.00		6,486.00					864.00	
		200. MCGRAW HILL INC. PROPERTY TYPE: SECURITIES					03/31/2009	09/30/2010
6,654.00		5,209.00					1,445.00	
		360. MICROSOFT CORP. PROPERTY TYPE: SECURITIES					10/15/2009	09/30/2010
8,892.00		9,450.00					-558.00	
		340. MICROSOFT CORP. PROPERTY TYPE: SECURITIES					05/04/2009	09/30/2010
8,398.00		6,902.00					1,496.00	
		800. NORDSTROM INC. PROPERTY TYPE: SECURITIES					10/15/2009	09/30/2010
30,105.00		27,426.00					2,679.00	
		2960. NUCOR CORP. PROPERTY TYPE: SECURITIES					03/06/2007	09/30/2010
113,620.00		151,356.00					-37,736.00	
		500. PROGRESSIVE CORP OHIO PROPERTY TYPE: SECURITIES					04/07/2010	09/30/2010
10,525.00		9,775.00					750.00	
		300. SEI INVESTMENTS CO PROPERTY TYPE: SECURITIES					01/15/2010	09/30/2010
6,222.00		5,912.00					310.00	
		200. SCHLUMBERGER LTD. PROPERTY TYPE: SECURITIES					04/07/2010	09/30/2010
12,464.00		13,233.00					-769.00	
		600. CHARLES SCHWAB CORP. PROPERTY TYPE: SECURITIES					04/07/2010	09/30/2010
8,514.00		11,689.00					-3,175.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		200. SYSCO CORP PROPERTY TYPE: SECURITIES					12/07/2009	09/30/2010
5,708.00		5,696.00					12.00	
		200. VARIAN MEDICAL SYSTEMS INC PROPERTY TYPE: SECURITIES					05/15/2008	09/30/2010
12,169.00		9,208.00					2,961.00	
		100. WATERS CORP PROPERTY TYPE: SECURITIES					12/12/2007	09/30/2010
7,174.00		7,949.00					-775.00	
		200. YUM BRANDS INC PROPERTY TYPE: SECURITIES					08/27/2010	09/30/2010
9,288.00		8,509.00					779.00	
		410. ACCENTURE PLC PROPERTY TYPE: SECURITIES					10/15/2009	09/30/2010
17,376.00		15,978.00					1,398.00	
		690. ACCENTURE PLC PROPERTY TYPE: SECURITIES					03/31/2009	09/30/2010
29,242.00		19,045.00					10,197.00	
		200. COOPER INDUSTRIES PLC CL A PROPERTY TYPE: SECURITIES					09/14/2010	09/30/2010
9,816.00		9,024.00					792.00	
		795. AMPHENOL CORP-CL A PROPERTY TYPE: SECURITIES					06/05/2008	10/04/2010
38,096.00		38,495.00					-399.00	
		175. LANDSTAR SYS INC. PROPERTY TYPE: SECURITIES					05/04/2009	10/07/2010
6,694.00		6,641.00					53.00	
		206. LANDSTAR SYS INC. PROPERTY TYPE: SECURITIES					05/04/2009	10/07/2010
7,847.00		7,818.00					29.00	
		958. LANDSTAR SYS INC. PROPERTY TYPE: SECURITIES					05/04/2009	10/07/2010
36,325.00		36,356.00					-31.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		131. BABCOCK & WILCOX COMPANY PROPERTY TYPE: SECURITIES					03/31/2009	10/08/2010
3,035.00		1,763.00					1,272.00	
		1620. BABCOCK & WILCOX COMPANY PROPERTY TYPE: SECURITIES					03/31/2009	10/08/2010
37,340.00		21,804.00					15,536.00	
		790. EXXON MOBIL CORPORATION PROPERTY TYPE: SECURITIES					12/10/2008	10/08/2010
50,579.00		62,800.00					-12,221.00	
		234. JOHNSON & JOHNSON PROPERTY TYPE: SECURITIES					12/18/2002	10/08/2010
14,782.00		12,547.00					2,235.00	
		100. JOHNSON & JOHNSON PROPERTY TYPE: SECURITIES					07/21/2010	10/08/2010
6,317.00		5,714.00					603.00	
		3181. JOHNSON & JOHNSON PROPERTY TYPE: SECURITIES					12/18/2002	10/08/2010
201,171.00		170,565.00					30,606.00	
		178. LANDSTAR SYS INC. PROPERTY TYPE: SECURITIES					05/04/2009	10/08/2010
6,739.00		6,755.00					-16.00	
		1083. LANDSTAR SYS INC. PROPERTY TYPE: SECURITIES					05/04/2009	10/08/2010
41,131.00		40,973.00					158.00	
		505. LAM RESEARCH CORP PROPERTY TYPE: SECURITIES					03/31/2009	10/20/2010
20,681.00		11,535.00					9,146.00	
		315. LAM RESEARCH CORP PROPERTY TYPE: SECURITIES					03/31/2009	10/20/2010
12,876.00		7,195.00					5,681.00	
		1117. FLIR SYSTEMS INC PROPERTY TYPE: SECURITIES					03/31/2009	10/22/2010
29,645.00		22,925.00					6,720.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		1088. FLIR SYSTEMS INC PROPERTY TYPE: SECURITIES					03/31/2009	10/22/2010
28,872.00		22,330.00					6,542.00	
		510. COACH INC PROPERTY TYPE: SECURITIES					03/31/2009	10/28/2010
25,035.00		8,555.00					16,480.00	
		840. HALLIBURTON CO. PROPERTY TYPE: SECURITIES					04/07/2010	10/28/2010
26,072.00		26,650.00					-578.00	
		550. SYSCO CORP PROPERTY TYPE: SECURITIES					12/07/2009	11/05/2010
16,527.00		15,664.00					863.00	
		390. AMERICAN EXPRESS CO. PROPERTY TYPE: SECURITIES					08/27/2009	11/09/2010
16,909.00		13,342.00					3,567.00	
		945. H J HEINZ CO. PROPERTY TYPE: SECURITIES					03/31/2009	11/09/2010
45,851.00		31,390.00					14,461.00	
		1340. PEPSICO INC. PROPERTY TYPE: SECURITIES					12/01/1997	11/11/2010
86,713.00		50,543.00					36,170.00	
		600. PEPSICO INC. PROPERTY TYPE: SECURITIES					09/30/2010	11/11/2010
38,827.00		40,332.00					-1,505.00	
		1570. H J HEINZ CO. PROPERTY TYPE: SECURITIES					03/31/2009	11/17/2010
74,731.00		52,151.00					22,580.00	
		850. H J HEINZ CO. PROPERTY TYPE: SECURITIES					03/31/2009	11/17/2010
40,504.00		28,234.00					12,270.00	
		2090. CISCO SYSTEMS PROPERTY TYPE: SECURITIES					06/05/2008	11/23/2010
40,129.00		57,348.00					-17,219.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		430. ABBOTT LABORATORIES PROPERTY TYPE: SECURITIES					10/15/2009	12/08/2010
20,046.00		22,190.00					-2,144.00	
		480. ABBOTT LABORATORIES PROPERTY TYPE: SECURITIES					10/08/2010	12/08/2010
22,377.00		25,323.00					-2,946.00	
		905. CISCO SYSTEMS PROPERTY TYPE: SECURITIES					06/05/2008	12/20/2010
17,774.00		24,832.00					-7,058.00	
		1025. CISCO SYSTEMS PROPERTY TYPE: SECURITIES					06/05/2008	12/21/2010
20,038.00		28,125.00					-8,087.00	
		330. COACH INC PROPERTY TYPE: SECURITIES					03/31/2009	12/21/2010
19,094.00		5,536.00					13,558.00	
		695. SEI INVESTMENTS CO PROPERTY TYPE: SECURITIES					01/15/2010	12/21/2010
16,626.00		13,679.00					2,947.00	
		90. WATERS CORP PROPERTY TYPE: SECURITIES					12/12/2007	12/21/2010
7,202.00		7,154.00					48.00	
		6000. CISCO SYSTEMS PROPERTY TYPE: SECURITIES					09/18/2001	12/22/2010
116,951.00		132,284.00					-15,333.00	
		670. CISCO SYSTEMS PROPERTY TYPE: SECURITIES					09/30/2010	12/22/2010
13,060.00		13,938.00					-878.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
TOTAL GAIN(LOSS)							366,781.	
		SUMMARY OF GAIN/LOSS						
6,564,016.00		6,197,235.00	-0-	-0-	-0-		366,781.	

FORM 990PF, PART VII-A, LINE 14 - BOOKS ARE IN THE CARE OF
==

NAME: THE GLENMEDE TRUST CO., N.A.

ADDRESS: 1650 MARKET STREET, SUITE 1200
PHILADELPHIA, PA 19103-7391

TELEPHONE NUMBER: (215)419-6000

STATEMENT 3

RICHARD C. VON HESS FOUNDATION
TAX YEAR ENDING 12/31/2010
E.I.N.: 23-6962077
FORM 990-PF

ATTACHMENTS PAGE 6

PART VIII LIST OF OFFICERS, DIRECTORS, TRUSTEES, ETC.

NAME AND ADDRESS	TITLE	AVERAGE HOURS PER WEEK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCT	TOTAL
1. ANNE GENTER THE RICHARD C. VON HESS FOUNDATION C/O THE GLENMEDE TRUST COMPANY, N A. 1650 MARKET STREET, SUITE 1200 PHILADELPHIA, PA 19103-7391	TRUSTEE	1/4 HR/WK	5,000	-0-	-0-	5,000
2 WARREN A. REINTZEL, ESQUIRE THE RICHARD C. VON HESS FOUNDATION C/O THE GLENMEDE TRUST COMPANY, N.A. 1650 MARKET STREET, SUITE 1200 PHILADELPHIA, PA 19103-7391	TRUSTEE	1/4 HR/WK	-0-	-0-	-0-	0
3. THOMAS HILLS COOK THE RICHARD C VON HESS FOUNDATION C/O THE GLENMEDE TRUST COMPANY, N.A. 1650 MARKET STREET, SUITE 1200 PHILADELPHIA, PA 19103-7391	MANAGING TRUSTEE	FULL-TIME	90,338	-0-	-0-	90,338
TOTAL			95,338	-0-	0	95,338

PART IX-A SUMMARY OF DIRECT CHARITABLE ACTIVITIES

The Foundation was created to assist the work of Wright's Ferry Mansion, an historic 18th century house museum in Columbia, Pennsylvania, operated by the Von Hess Foundation, a Section 501 © (3) exempt charitable private operating foundation, as well as to further art education and other charitable purposes During 2010, the Foundation did not acquire any additional museum objects. The Foundation's existing museum collection is on loan for public display at Wright's Ferry Mansion.

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

NAME:
GLENMEDE TRUST COMPANY, N.A.
ADDRESS:
1650 MARKET ST., SUITE 1200
PHILADELPHIA, PA
COMPENSATION .... 97,868.
COMPENSATION EXPLANATION:
INVESTMENT MANAGEMENT AND TAX PREPARATION FEE

TOTAL COMPENSATION: 97,868.

STATEMENT 5

The Richard C. Von Hess Foundation
Account # 0262-02-4/0
EIN: 23-6962077
Tax Year Ending 12/31/2010
Form 990-PF PART XV, PAGE 11, LINE 3A

No.	Grantee Organization and Project Description	Grant Amount	Payment Date
1	**Lancaster Museum of Art** Lancaster, PA Catalog for 65th Anniversary Echo Valley Art Group Exhibition	10,000.00	1/11/2010
2	**Stenton** Philadelphia, PA For two phases of the restoration of the Yellow Lodging Room and furnishings	25,000.00	1/11/2010
3	**Pennsylvania Academy of the Fine Arts** Philadelphia, PA Cleaning, Repairing and Restoration of the Cast Collection	50,000.00	2/17/2010
4	**The University of the Arts** Philadelphia, PA Borowsky Center Artists in Residence Program (2010-2012 Three Year Term Renewed). Usually paid in the second quarter.	12,000.00	3/29/2010

STATEMENT 6

The Richard C. Von Hess Foundation
Account # 0262-02-4/0
EIN: 23-6962077
Tax Year Ending 12/31/2010
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No.	Grantee Organization and Project Description	Grant Amount	Payment Date
5	**The University of the Arts** Philadelphia, PA Richard C. von Hess Scholarship (2010-2012 Three Year Term Renewed). Usually paid in the second quarter.	31,928.00	3/29/2010
6	**The University of the Arts** Philadelphia, PA Richard C. von Hess Travel Fellowship (2010-2012 Three Year Term Renewed). Usually paid in the second quarter.	6,000.00	3/29/2010
7	**The University of the Arts** Philadelphia, PA Ted Carey Prize (2010-2012 Three Year Term Renewed). Usually paid in the second quarter.	5,000.00	3/29/2010
8	**The University of the Arts** Philadelphia, PA Museum Internships - The Baltimore Museum of Art ($7,000), The Walters Art Gallery ($7,000) and The Isabella Stewart Gardner Museum of Art ($9,000) (2010-2012 Three Year Term Renewed). Usually paid in the second quarter.	23,000.00	3/29/2010

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Form 990-PF PART XV, PAGE 11, LINE 3A

No.	Grantee Organization and Project Description	Grant Amount	Payment Date
9	**Westmoreland Museum of Art** Greensburg, PA For the Conservation of the Fraktur Collection.	2,500.00	3/29/2010
10	**Isabella Stewart Gardner Museum** Boston, MA To fund conservation and restoration of a painting, tapestry and fireplace in the Tapestry Room gallery	50,000.00	3/29/2010
11	**The Philadelphia Museum of Art** Philadelphia, PA To fund Phase Two Treatment only, as stated & outlined in the Project Needs and Associated Costs list.	30,910.00	3/29/2010
12	**Pennsylvania Academy of the Fine Arts** Philadelphia, PA Partially fund the exhibit "Narcissus in the Studio: Artists Portraits and Self-Portraits".	75,000.00	3/29/2010

The Richard C. Von Hess Foundation
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No.	Grantee Organization and Project Description	Grant Amount	Payment Date
13	**The University of the Arts** Philadelphia, PA Richard C. von Hess Faculty Prize (2010-2012 Three Year Term Renewed). Usually paid in the second quarter.	5,000.00	3/29/2010
14	**Evergreen Museum & Library** Baltimore, MD To Support the "Modernism at Evergreen: Baltimore's Own Billy Baldwin" exhibit	35,000.00	5/18/2010
15	**The Baltimore Museum of Art** Baltimore, MD To purchase an x-ray florescence (XRF) spectrometer to aid in conservation research	49,500.00	6/24/2010
16	**The Philadelphia Museum of Art** Philadelphia, PA For video production of a documentary of the restoration of The Gross Clinic	35,135.00	6/24/2010

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Form 990-PF PART XV, PAGE 11, LINE 3A

No.	Grantee Organization and Project Description	Grant Amount	Payment Date
17	**LancasterHistory.org / Lancaster County Historical Society** Lancaster, PA For the Decorative Arts Center's Collections Processing & Storage Facility, and Collections Display Space	65,787.00	6/24/2010
18	**Demuth Foundation** Lancaster, PA For Elie Nadelman Exhibit	35,500.00	8/10/2010
19	**The Frick Art & Historical Center** Pittsburgh, PA Underwriting of the Walter Gay Exhibit in 2012	100,000.00	8/18/2010
20	**Pennsylvania Academy of the Fine Arts** Philadelphia, PA Richard C. von Hess Scholarship (2008-2010 Three Year Term Renewed). Usually paid in the second quarter.	24,768.00	8/30/2010

The Richard C. Von Hess Foundation
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Form 990-PF PART XV, PAGE 11, LINE 3A

No.	Grantee Organization and Project Description	Grant Amount	Payment Date
21	**Pennsylvania Academy of the Fine Arts** Philadelphia, PA Richard C. von Hess Travel Fellowship (2008-2010 Three Year Term Renewed). Usually paid in the second quarter.	5,000.00	8/30/2010
22	**Hillwood Museum & Gardens** Washington, DC Exhibit "Sevres Then and Now: Tradition and Innovation in Porcelain, 1750-2000"	75,000.00	9/22/2010
23	**Carnegie Museum of Art** Pittsburgh, PA For support of the decorative arts exhibit "Inventing the Modern Worlds: Decorative Arts at the Worlds' Fairs, 1851-1939"	37,500.00	11/29/2010
24	**Pennsylvania Academy of the Fine Arts** Philadelphia, PA For Phase II of the Cast Hall Restoration Projection for Additional Restoration and Cleaning of Certain Pieces (Including Labor and Supplies)	51,500.00	11/29/2010

The Richard C. Von Hess Foundation
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No.	Grantee Organization and Project Description	Grant Amount	Payment Date
25	**Demuth Foundation** Lancaster, PA For General Purposes	500.00	07/28/10
	Grand Totals	841,528.00	

- 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)

Type or print — File by the extended due date for filing your return. See instructions

Name of exempt organization: THE RICHARD C VON HESS FOUNDATIO 0262-02-4/0

Employer identification number: 23-6962077

Number, street, and room or suite no. If a P.O. box, see instructions: GLENMEDE TRUST COMPANY, 1650 MARKET STREET Suite 1200

City, town or post office, state, and ZIP code. For a foreign address, see instructions: PHILADELPHIA, PA 19103-7391

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.

- The books are in the care of ▶ THE GLENMEDE TRUST CO., N.A.

  Telephone No. ▶ (215)419-6000 FAX No. ▶ 215-640-3763
- *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, 20 11 .

5 For calendar year 2010 , or other tax year beginning ______, 20 ___ , and ending ______, 20 ___ .

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 NEEDED TO GATHER THE INFO NECESSARY TO 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	$ 25,599.
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	$ 25,599.
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

FRANCIS X. MEHAFFEY

Signature ▶ Francis X. Mehaffey Title ▶ VICE PRESIDENT Date ▶ 8/10/11

THE GLENMEDE TRUST COMPANY, N.A.

1650 MARKET STREET, SUITE 1200

PHILADELPHIA, PA 19103-7391