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Form **990-PF**Department of the Treasury  
Internal Revenue Service**Return of Private Foundation**  
or Section 4947(a)(1) Nonexempt Charitable Trust

OMB No. 1545-0052

**2010****Note.** The foundation may be able to use a copy of this return to satisfy state reporting requirements.For calendar year **2010**, or tax year beginning , **2010**, and ending , **20**G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return  
☐ Amended return ☐ Address change ☐ Name change

Name of foundation

S. LIVINGSTON MATHER CHARITABLE TRUST  
4084-05-7/8

A Employer identification number

34-6505619

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

Room/suite

B Telephone number (see page 10 of the instructions)

GLENMEDE TRUST COMPANY, 1650 MARKET STREET

1200

(215) 419-6000

City or town, state, and ZIP code

PHILADELPHIA, PA 19103-7391

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

Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 5,742,687.

J Accounting method: ☒ Cash ☐ Accrual  
☐ Other (specify) \_\_\_\_\_  
(Part I, column (d) must be on cash basis.)**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)
<b>Revenue</b>				
1 Contributions, gifts, grants, etc., received (attach schedule)	34,142.			
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	207.	197.	N/A	
4 Dividends and interest from securities	104,502.	104,591.		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	569,985.			
b Gross sales price for all assets on line 6a	2,612,980.			
7 Capital gain net income (from Part IV, line 2)		569,985.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less: Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)	-12,890.	-5,974.		STMT 1
12 Total. Add lines 1 through 11	695,946.	668,799.		
13 Compensation of officers, directors, trustees, etc.	19,885.	9,942.		9,943.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule)	27,360.	27,360.		
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions)	7,050.			
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) STMT. 2	1,171.			1,171.
24 Total operating and administrative expenses. Add lines 13 through 23	55,466.	37,302.		11,114.
25 Contributions, gifts, grants paid	155,460.			155,460.
26 Total expenses and disbursements. Add lines 24 and 25	210,926.	37,302.		166,574.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	485,020.			
b Net investment income (if negative, enter -0-)		631,497.		
c Adjusted net income (if negative, enter -0-)			N/A	

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

JSA

Form **990-PF** (2010)

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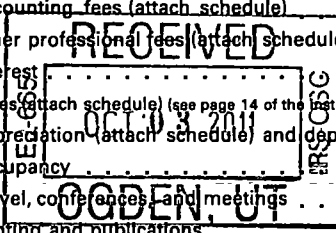
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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing . . . . .		3.	2.	2.
	2	Savings and temporary cash investments . . . . .		521,569.	470,849.	470,849.
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable . . . . .				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)				
	7	Other notes and loans receivable (attach schedule) ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use . . . . .				
	9	Prepaid expenses and deferred charges . . . . .				
	10 a	Investments - U.S. and state government obligations (attach schedule).				
	b	Investments - corporate stock (attach schedule) . . . . .				
	c	Investments - corporate bonds (attach schedule) . . . . .				
	11	Investments - land, buildings, and equipment: basis				
	Less: accumulated depreciation (attach schedule) ▶					
12	Investments - mortgage loans . . . . .					
13	Investments - other (attach schedule) . . . . .			3,648,714.	4,160,796.	5,271,836.
14	Land, buildings, and equipment: basis					
	Less: accumulated depreciation (attach schedule) ▶					
15	Other assets (describe ▶) . . . . .					
16	<b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I) . . . . .			4,170,286.	4,631,647.	5,742,687.
Liabilities	17	Accounts payable and accrued expenses . . . . .				
	18	Grants payable . . . . .				
	19	Deferred revenue . . . . .				
	20	Loans from officers, directors, trustees, and other disqualified persons . . . . .				
	21	Mortgages and other notes payable (attach schedule) . . . . .				
	22	Other liabilities (describe ▶) . . . . .				
23	<b>Total liabilities</b> (add lines 17 through 22) . . . . .					
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 and complete lines 27 through 31. <input checked="" type="checkbox"/>					
	27	Capital stock, trust principal, or current funds . . . . .			4,019,514.	4,347,395.
	28	Paid-in or capital surplus, or land, bldg., and equipment fund . . . . .				
	29	Retained earnings, accumulated income, endowment, or other funds . . . . .			150,772.	284,252.
	30	<b>Total net assets or fund balances</b> (see page 17 of the instructions) . . . . .			4,170,286.	4,631,647.
	31	<b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions) . . . . .			4,170,286.	4,631,647.

## 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	4,170,286.
2	Enter amount from Part I, line 27a . . . . .	2	485,020.
3	Other increases not included in line 2 (itemize) ▶ <i>See Schedule Attached</i> . . . . .	3	1.
4	Add lines 1, 2, and 3 . . . . .	4	4,655,307.
5	Decreases not included in line 2 (itemize) ▶ <i>See Schedule Attached</i> . . . . .	5	23,660.
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6	4,631,647.

**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.)
<b>1a SEE PART IV DETAIL</b>			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 2,612,980.		2,042,995.	569,985.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) 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			569,985.		
b					
c					
d					
e					
<b>2 Capital gain net income or (net capital loss)</b>			2	569,985.	
{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }					
<b>3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):</b>			3		
If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8. . . . .					

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	220,901.	4,447,050.	0.04967360385
2008	322,410.	5,648,526.	0.05707860776
2007	562,269.	6,339,007.	0.08869985472
2006	150,331.	5,934,660.	0.02533102149
2005	192,969.	5,629,412.	0.03427871330
<b>2 Total of line 1, column (d)</b>			2 0.25506180112
<b>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</b>			3 0.05101236022
<b>4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5</b>			4 5,252,682.
<b>5 Multiply line 4 by line 3</b>			5 267,952.
<b>6 Enter 1% of net investment income (1% of Part I, line 27b)</b>			6 6,315.
<b>7 Add lines 5 and 6</b>			7 274,267.
<b>8 Enter qualifying distributions from Part XII, line 4</b>			8 166,574.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. . . . .			
Date of ruling or determination letter: _____ (attach copy of ruling letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . .		1	12,630.
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	12,630.
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	12,630.
6 Credits/Payments:			
a 2010 estimated tax payments and 2009 overpayment credited to 2010 . . . . .	6a	10,504.	
b Exempt foreign organizations-tax withheld at source . . . . .	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868) . . . . .	6c	3,646.	
d Backup withholding erroneously withheld . . . . .	6d		
7 Total credits and payments. Add lines 6a through 6d . . . . .	7	14,150.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached . . . . .	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . .	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . . . .	10	1,520.	
11 Enter the amount of line 10 to be: Credited to 2011 estimated tax <input type="checkbox"/> 1,520. Refunded <input type="checkbox"/> . . . . .	11		

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . . . .		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? . . . . .		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? . . . . .		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ► \$ <u>00</u> (2) On foundation managers. ► \$ <u>00</u>		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ <u>00</u>		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . .		X
If "Yes," attach a detailed description of the activities.		
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes . . . . .		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? . . . . .	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . .		X
If "Yes," attach the statement required by General Instruction T.		
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . . . .	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV . . . . .	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ► <u>OHIO &amp; PENNSYLVANIA</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation . . . . .	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV . . . . .		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses . . . . .		X

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions) . . . . .	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008? . . . . .	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? . . . . . Website address ▶ <u>N/A</u>	13	X	
14	The books are in care of ▶ <u>SEE STATEMENT 3</u> 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 . . . . . ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year . . . . . ▶ <u>15</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? <u>TRUSTEE FEE</u> <input checked="" type="checkbox"/> Yes <input 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)? . . . . . <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here . . . . . ▶ <input type="checkbox"/>	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010? . . . . .	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? . . . . . <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 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? . . . . . <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.) . . . . .	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

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**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)****5a** During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? ☐ Yes ☒ No **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? ☐ Yes ☒ No **6b** *X*

If "Yes" to 6b, file Form 8870.

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

**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No **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		19,885.	-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**

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**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)**3 Five highest-paid independent contractors for professional services** (see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		NONE
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 <u>N/A</u>	
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 <u>NONE</u>	
2	
All other program-related investments. See page 24 of the instructions.	
3 <u>NONE</u>	
Total. Add lines 1 through 3 . . . . .	

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	4,641,027.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	691,645.
<b>c</b>	Fair market value of all other assets (see page 25 of the instructions)	<b>1c</b>	NONE
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	5,332,672.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	NONE
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	5,332,672.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	<b>4</b>	79,990.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	5,252,682.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	262,634.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	262,634.
<b>2a</b>	Tax on investment income for 2010 from Part VI, line 5	<b>2a</b>	12,630.
<b>b</b>	Income tax for 2010. (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	12,630.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	250,004.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	NONE
<b>5</b>	Add lines 3 and 4	<b>5</b>	250,004.
<b>6</b>	Deduction from distributable amount (see page 25 of the instructions)	<b>6</b>	NONE
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	250,004.

**Part XII Qualifying Distributions** (see page 25 of the instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	166,574.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	NONE
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	NONE
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	NONE
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	166,574.
<b>5</b>	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)	<b>5</b>	N/A
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	166,574.

**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
<b>1</b> Distributable amount for 2010 from Part XI, line 7 . . . . .				250,004.
<b>2</b> Undistributed income, if any, as of the end of 2010:				
<b>a</b> Enter amount for 2009 only . . . . .			NONE	
<b>b</b> Total for prior years: 20____, 20____, 20____ . . . . .		NONE		
<b>3</b> Excess distributions carryover, if any, to 2010:				
<b>a</b> From 2005 . . . . .	NONE			
<b>b</b> From 2006 . . . . .	NONE			
<b>c</b> From 2007 . . . . .	32,063.			
<b>d</b> From 2008 . . . . .	44,496.			
<b>e</b> From 2009 . . . . .	NONE			
<b>f</b> Total of lines 3a through e . . . . .	76,559.			
<b>4</b> Qualifying distributions for 2010 from Part XII, line 4: ► \$ 166,574.				
<b>a</b> Applied to 2009, but not more than line 2a . . . . .			NONE	
<b>b</b> Applied to undistributed income of prior years (Election required - see page 26 of the instructions) . . . . .		NONE		
<b>c</b> Treated as distributions out of corpus (Election required - see page 26 of the instructions) . . . . .	NONE			
<b>d</b> Applied to 2010 distributable amount . . . . .				166,574.
<b>e</b> Remaining amount distributed out of corpus . . . . .	NONE			
<b>5</b> Excess distributions carryover applied to 2010 . . . . . (If an amount appears in column (d), the same amount must be shown in column (a).)	76,559.			76,559.
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 . . . . .	NONE			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b . . . . .		NONE		
<b>c</b> 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		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions . . . . .		NONE		
<b>e</b> Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions . . . . .			NONE	
<b>f</b> Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011. . . . .				6,871.
<b>7</b> 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			
<b>8</b> Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions) . . . . .	NONE			
<b>9</b> Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a . . . . .	NONE			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2006 . . . . .	NONE			
<b>b</b> Excess from 2007 . . . . .	NONE			
<b>c</b> Excess from 2008 . . . . .	NONE			
<b>d</b> Excess from 2009 . . . . .	NONE			
<b>e</b> 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			(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
<b>2a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .					
<b>b</b> 85% of line 2a . . . . .					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .					
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c . . . . .					
<b>3</b> Complete 3a, b, or c for the alternative test relied upon.					
<b>a</b> "Assets" alternative test - enter:					
<b>(1)</b> Value of all assets . . . . .					
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i) . . . . .					
<b>b</b> "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . . . . .					
<b>c</b> "Support" alternative test - enter:					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . .					
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii) . . . . .					
<b>(3)</b> Largest amount of support from an exempt organization . . . . .					
<b>(4)</b> 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.

NONE

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

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

**a** The name, address, and telephone number of the person to whom applications should be addressed:  
SEE STATEMENT 5

**b** The form in which applications should be submitted and information and materials they should include:  
SEE ATTACHED STATEMENT FOR LINE 2

**c** Any submission deadlines:  
SEE ATTACHED STATEMENT FOR LINE 2

**d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:  
SEE ATTACHED STATEMENT FOR LINE 2

**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)				
<b>a Paid during the year</b>  SEE STATEMENT 6				155,460.
<b>Total</b>			▶ <b>3a</b>	155,460.
<b>b Approved for future payment</b>  N/A				
<b>Total</b>			▶ <b>3b</b>	0





**Schedule of Contributors**

OMB No 1545-0047

► Attach to Form 990, 990-EZ, or 990-PF.

**2010**

Name of the organization

Employer identification number

S. LIVINGSTON MATHER CHARITABLE TRUST

34-6505619

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)( ) (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

**Special Rules**

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. . . . . ► \$ \_\_\_\_\_

**Caution.** An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization

S. LIVINGSTON MATHER CHARITABLE TRUST

Employer identification number

34-6505619

**Part I Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	SEE SCHEDULE ATTACHED	\$ 34,142.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)



Employer identification number

34-6505619

[illegible]

COLUMN A  
REVENUE EXPENSES PER BOOKS

S. LIVINGSTON MATHER CHARITABLE TRUST  
ACCOUNT #4084-05-7/8  
EIN: 34-6505619  
TAX YEAR ENDING 12/31/10

ATTACHMENTS PAGE 1 FORM 990-PF  
PART I ANALYSIS OF REVENUE, EXPENSES AND CONTRIBUTIONS

COLUMN  
A

REVENUE:

LINE 1      CONTRIBUTIONS - RECEIVED      34,142  
                 FROM THE FOLLOWING:

1. S. STERLING MCMILLIAN, III  
C/O THE GLENMEDE TRUST COMPANY, N.A.  
1650 MARKET STREET, SUITE 1200  
PHILADELPHIA, PA 19103-7391

COMPOSED OF:

MARKET  
VALUE

RECEIVED    12/23/08

2,000 SHS.	CEDAR FAIR LP	22,120
100 SHS.	CLIFF NATURAL RESOURCES INC	7,850
100 SHS.	NEOGEN CORP	<u>4,172</u>

<b>TOTAL</b>	<b><u>34,142</u></b>
--------------	----------------------

LINE 3	INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS	207
	- MONEY MARKET FUNDS	<u>207</u>

LINE 4	DIVIDENDS AND INTEREST FROM SECURITIES	104,502
	- DIVIDENDS & INTEREST	<u>104,502</u>

LINE 11	OTHER INCOME	-12,890
	- PARTNERSHIP INVESTMENT INCOME PER K-1'S	-5,974
	- PARTNERSHIP INVESTMENT INCOME PER K-1'S REPORTED ON FORM 990-T	-8,356
	- 2008 TAX REFUND	<u>1,440</u>

EXPENSES:

LINE 16c	OTHER PROFESSIONAL FEES	27,360
	- TOWER WEALTH MANAGEMENT	<u>27,360</u>

LINE 18	TAXES	7,050
	- FEDERAL EXCISE TAX PAYMENTS	<u>7,050</u>

LINE 23	OTHER EXPENSES	1,171
	- TRAVEL, CONFERENCES AND MEETINGS FOUNDATION MEETING	921
	- TREASURER OF THE STATE OF OHIO ANNUAL FILING FEE	200
	- SECRETARIAL WORK	<u>50</u>

*Statement*  
182

COLUMN B  
NET INVESTMENT INCOME

S. LIVINGSTON MATHER CHARITABLE TRUST  
ACCOUNT #4084-05-7/8  
EIN: 34-6505619  
TAX YEAR ENDING 12/31/10

ATTACHMENTS PAGE 1 FORM 990-PF  
PART I ANALYSIS OF REVENUE, EXPENSES AND CONTRIBUTIONS

COLUMN  
B

REVENUE:

LINE 3	INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS		197
	- MONEY MARKET FUNDS	<u>197</u>	
LINE 4	DIVIDENDS AND INTEREST FROM SECURITIES		104,591
	- DIVIDENDS & INTEREST	<u>104,591</u>	
LINE 11	OTHER INCOME		-5,974
	- PARTNERSHIP INVESTMENT INCOME PER K-1'S	-5,974	
	- PARTNERSHIP INVESTMENT INCOME PER K-1'S REPORTED ON FORM 990-T	0	
	- 2008 TAX REFUND	<u>0</u>	

EXPENSES:

LINE 16c	OTHER PROFESSIONAL FEES		27,360
	- TOWER WEALTH MANAGEMENT	<u>27,360</u>	
LINE 18	TAXES		0
	- FEDERAL EXCISE TAX PAYMENTS	<u>0</u>	
LINE 23	OTHER EXPENSES		0
	- TRAVEL, CONFERENCES AND MEETINGS FOUNDATION MEETING	0	
	- TREASURER OF THE STATE OF OHIO ANNUAL FILING FEE	0	
	- SECRETARIAL WORK	<u>0</u>	

*Statement 1+2*

COLUMN D  
DISBURSEMENTS FOR CHARITABLE PURPOSES

S. LIVINGSTON MATHER CHARITABLE TRUST  
ACCOUNT #4084-05-7/8  
EIN: 34-6505619  
TAX YEAR ENDING 12/31/10

ATTACHMENTS PAGE 1 FORM 990-PF  
PART I ANALYSIS OF REVENUE, EXPENSES AND CONTRIBUTIONS

COLUMN  
D

EXPENSES:

LINE 16c	OTHER PROFESSIONAL FEES		0
	- TOWER WEALTH MANAGEMENT	<u>0</u>	
LINE 18	TAXES		0
	- FEDERAL EXCISE TAX PAYMENTS	<u>0</u>	
LINE 23	OTHER EXPENSES		1,171
	- TRAVEL, CONFERENCES AND MEETINGS		
	FOUNDATION MEETING	921	
	- TREASURER OF THE STATE OF OHIO		
	ANNUAL FILING FEE	200	
	- SECRETARIAL WORK	<u>50</u>	

*Statement 142*

**COMBINED STATEMENT OF ASSETS**  
**S. LIVINGSTON MATHER CHARITABLE TRUST**  
12/31/10  
4084-05-7/8

Shares/Par	Description of Assets	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss
Cash & Reserves						
25,000	BANK OF NORTH CAROLINA CD DTD 11/13/2009 3.10848%	100	25,000	100	25,000	0
25,000	BARCLAYS BANK DELAWARE CD DTD 10/14/2009 3.2%	100	24,999	100	25,000	1
25,000	CAPMARK BANK CD DTD 4/29/2009 3.05% 4/30/2012 (140653W85)	100	25,328	100	25,000	-328
25,000	CAPMARK BANK CD DTD 6/17/2009 3.5% 6/17/2013 (140653M6)	100	25,595	100	25,000	-595
369,927	GLENMEDE FUND INC-GOVT CASH PORTFOLIO (GOVTCASH)	1.00	369,927	1.00	369,927	0
2+	Cash	1.00	2	1.00	2	0
<hr/>						
Cash & Reserves Total			470,851		469,929	-922
Fixed Income						
U S Government Mutual Funds						
	875 CHINA FUND (169373107)	34.63	30,302	32.50	28,438	-1,864
<hr/>						

**COMBINED STATEMENT OF ASSETS**  
**S. LIVINGSTON MATHER CHARITABLE TRUST**  
12/31/10  
4084-05-7/8

Shares/Par	Description of Assets	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss
Total			30,302		28,438	-1,864
Corporate Bonds - Finance						
85,000	INTL LEASE FINANCE CORP DTD 1/29/2008 4.95%	1.00	85,128	100.00	85,000	-128
	2/1/2011 (45974VB64)					
50,000	GENERAL ELEC CAP CORP DTD 11/15/2006 5.5% 11/15/2011 (36962GZ56)	1.03	51,280	101.41	50,704	-576
50,000	PROLOGIS DTD 5/15/2006 5.625% 11/15/2015 (743410AJ1)	1.01	50,625	104.94	52,472	1,847
Total			187,033		188,176	1,143
Corporate Bonds - Foreign						
50,000	CONOCPHILLIPS CANADA DTD 10/13/2006 5.625% 10/15/2016 (20825TAA5)	1.17	58,250	113.66	56,829	-1,421
Total			58,250		56,829	-1,421

**COMBINED STATEMENT OF ASSETS**  
**S. LIVINGSTON MATHER CHARITABLE TRUST**  
12/31/10  
4084-05-7/8

Shares/Par	Description of Assets	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss
Other Taxable Bond Mutual Funds						
1,000	POWERSHARES BUILD AMERICA PO (73937B407)	25.03	25,031	25.08	25,080	49
200	PROSHARES ULTRASHORT LEHMAN (TBT)	39.26	7,851	37.04	7,408	-443
Total						
			32,882		32,488	-394
Municipal Bonds						
50,000	PUERTO RICO COMWLTH GOVT DEV B DTD 7/29/2010 5.25% 8/1/2018 (745177EM3)	1.01	50,492	100.24	50,121	-371
Total						
			50,492		50,121	-371
Taxable Municipal Bonds						
40,000	HARRIS CNTY-HOUSTON TEX SPORTS DTD 12/15/2001 6.5% 11/15/2016 (413890BZ6)	1.02	40,793	98.12	39,247	-1,546
50,000	ARCADIA CALIF REDEV AGY TAX AL DTD 9/8/2010 6.25% 9/1/2023 (039065CX3)	1.02	50,920	93.36	46,681	-4,239

**COMBINED STATEMENT OF ASSETS**  
**S. LIVINGSTON MATHER CHARITABLE TRUST**  
12/31/10  
4084-05-7/8

Shares/Par	Description of Assets	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss
50,000	NORTHEASTERN OHIO UNIVS DTD 11/17/2010 5.8%	1.01	50,575	96.13	48,066	-2,509
30,000	12/1/2025 (664525AK8) COLUMBUS-FRANKLIN CNTY OHIO DTD 5/27/2010 6.625%	1.05	31,374	97.20	29,160	-2,214
25,000	8/15/2027 (199098AQ7) VIRGIN ISLANDS WTR & PWR AUTH DTD 3/30/2010 6.65%	1.09	27,238	102.40	25,600	-1,638
50,000	7/1/2028 (927688FY2) FLORIDA ST GOVERNMENTAL UTIL DTD 10/13/2010 6.348%	1.03	51,299	94.19	47,095	-4,204
50,000	10/1/2030 (34281PLD3) UNION CNTY ILL DTD 9/29/2010 7.25% 9/1/2040 (906179DE3)	1.05	52,667	94.11	47,055	-5,612
Total			304,866		282,904	-21,962
Preferred Stock						
1,850	BNY CAPITAL V \$0.0595 PFD (09656H209)	21.43	39,637	24.96	46,176	6,539
1,000	GOLDMAN SACHS GROUP INC 6.125% \$1.53125 PFD (38145X111)	25.00	25,000	23.15	23,150	-1,850
1,650	HSBC HOLDINGS 8.125%	24.30	40,101	26.83	44,270	4,169



**COMBINED STATEMENT OF ASSETS**  
**S. LIVINGSTON MATHER CHARITABLE TRUST**  
12/31/10  
4084-05-7/8

Shares/Par	Description of Assets	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss
	\$2.031 PFD (404280703)					
1,600	JPM CHASE CAPITAL XXVI	24.91	39,854	26.91	43,056	3,202
	\$0.08 PFD (48124G104)					
1,950	USB CAPITAL XII \$0.063 PFD	20.97	40,891	24.84	48,438	7,547
	903305209					
2,175	VORNADO REALTY TRUST	18.47	40,165	23.84	51,852	11,687
	6.7500% PFD Ser F CALL					
	11/17/09 @ 25.00					
	929042703					
<hr/>						
	Total		225,648		256,942	31,294
<hr/>						
Fixed Income Total			889,473		895,898	6,425
Equities						
Basic Industries						
	750 CATERPILLAR INC. (CAT)	82.60	61,948	93.66	70,245	8,297
	1,800 CLIFFS NATURAL RESOURCES	0.31	559	78.01	140,418	139,859
	INC (CLF)					
	1,500 CSX CORP. (CSX)	43.88	65,814	64.61	96,915	31,101
	2,700 DOW CHEM CO. (DOW)	0.00	0	34.14	92,178	92,178
	1,200 ECOLAB INC. (ECL)	37.66	45,188	50.42	60,504	15,316
	800 FEDEX CORPORATION (FDX)	106.11	84,884	93.01	74,408	-10,476

**COMBINED STATEMENT OF ASSETS**  
**S. LIVINGSTON MATHER CHARITABLE TRUST**  
12/31/10  
4084-05-7/8

Shares/Par	Description of Assets	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss
6,300	GENERAL ELECTRIC CO. (GE)	27.15	171,058	18.29	115,227	-55,831
1,000	LINCOLN ELECTRIC HOLDINGS (LECO)	62.16	62,155	65.27	65,270	3,115
1,500	RAYONIER INC. (RYN)	44.81	67,208	52.52	78,780	11,572
4,000	RPM INC. (RPM)	20.14	80,549	22.10	88,400	7,851
1,000	STERICYCLE INC (SRCL)	23.16	23,160	80.92	80,920	57,760
1,750	SWIRE PACIFIC LTD-SP ADR A (SWRAY)	10.39	18,187	16.44	28,770	10,583
2,000	TATA MOTORS LTD-SPON ADR (TTM)	22.33	44,660	29.34	58,680	14,020
Total			725,370		1,050,715	325,345
Consumer Discretionary						
2,050	WALT DISNEY CO. (DIS)	36.73	75,304	37.51	76,896	1,592
1,400	NIKE INC CL B (NKE)	57.47	80,454	85.42	119,588	39,134
1,500	TJX COS INC (TJX)	28.84	43,261	44.39	66,585	23,324
Total			199,019		263,069	64,050
Consumer Staples						
5,000	ELECTROSONICS MEDICAL INC (BIOMEC)	1.59	7,925	6.00	30,000	22,075

**COMBINED STATEMENT OF ASSETS**  
**S. LIVINGSTON MATHER CHARITABLE TRUST**  
12/31/10  
4084-05-7/8

Shares/Par	Description of Assets	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss
	800 PROCTER & GAMBLE CO. (PG)	17.02	13,613	64.33	51,464	37,851
	Total		21,538		81,464	59,926
Energy						
	800 APACHE CORP (APA)	98.14	78,508	119.23	95,384	16,876
	2,000 ENERPLUS RESOURCES FUND (29274D604)	21.81	43,627	30.84	61,680	18,053
	1,300 NOBLE CORP (NE)	34.26	44,533	35.77	46,501	1,968
	Total		166,668		203,565	36,897
Financials						
	4,000 ARES CAPITAL CORP (ARCC)	14.28	57,123	16.48	65,920	8,797
	257 HSBC HOLDINGS PLC-SPONS ADR (HBC)	44.60	11,461	51.04	13,117	1,656
	Total		68,584		79,037	10,453
Health Care						
	1,500 BRISTOL MYERS SQUIBB CO.	26.81	40,212	26.48	39,720	-492

**COMBINED STATEMENT OF ASSETS**  
**S. LIVINGSTON MATHER CHARITABLE TRUST**  
12/31/10  
4084-05-7/8

Shares/Par	Description of Assets	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss
	(BMV)					
2,500	MEDTRONIC INC. (MDT)	48.67	121,665	37.09	92,725	-28,940
5,100	NEOGEN CORP (NEOG)	4.50	22,970	41.03	209,253	186,283
600	NOVO-NORDISK A/S (NVO)	106.32	63,791	112.57	67,542	3,751
9,090	RESET MEDICAL INC (RESEMEDICAL)	11.00	50,000	5.01	22,750	-27,250
2,700	RESMED INC (RMD)	21.25	57,371	34.64	93,528	36,157
<hr/>						
Total			356,009		525,518	169,509
<hr/>						
Reits						
4,000	ANNALY CAPITAL MANAGEMENT (NLV)	19.55	78,205	17.92	71,680	-6,525
4,000	FIRST POTOMAC REALTY TRUST (FPO)	17.74	70,964	16.82	67,280	-3,684
516	VORNADO REALTY TRUST (VNO)	53.68	27,699	83.33	42,998	15,299
<hr/>						
Total			176,868		181,958	5,090
<hr/>						
Technology						
300	APPLE INC. (AAPL)	246.15	73,844	322.56	96,768	22,924
175	GOOGLE INC-CL A (GOOG)	529.97	92,744	593.97	103,945	11,201
3,000	INTEL CORP. (INTC)	19.76	59,279	21.03	63,090	3,811

**COMBINED STATEMENT OF ASSETS**  
**S. LIVINGSTON MATHER CHARITABLE TRUST**  
12/31/10  
4084-05-7/8

Shares/Par	Description of Assets	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss
800	INTERNATIONAL BUSINESS MACHINES CORP. (IBM)	85.10	68,080	146.76	117,408	49,328
2,800	MICROSOFT CORP. (MSFT)	26.12	73,122	27.91	78,148	5,026
2,500	TEXAS INSTRUMENTS INC. (TXN)	25.20	63,011	32.50	81,250	18,239
<hr/>						
Total			430,080		540,609	110,529
<hr/>						
Utilities						
13,114	HONG KONG & CHINA GAS-SP ADR (HOKCY)	0.76	9,941	2.36	30,910	20,969
<hr/>						
Total			9,941		30,910	20,969
<hr/>						
Other Assets						
5,000	CSA MEDICAL INC WARRANTS 6/20/13 (CSAWARRANTS)	0.00	0	0.00	0	0
4,545	CSAM II INC (CSAMINC)	0.00	0	0.00	5	5
800	HUTCHISON WHAMPOA ADR (HUWHY)	35.56	28,445	51.46	41,165	12,720
<hr/>						
Total			28,445		41,170	12,725

**COMBINED STATEMENT OF ASSETS**  
**S. LIVINGSTON MATHER CHARITABLE TRUST**  
12/31/10  
4084-05-7/8

Shares/Par	Description of Assets	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss
U S Mutual Funds						
1,100 IQ CANADA SMALL CAP ETF (45409B867)		30.87	33,960	34.02	37,422	3,462
Total						
			33,960		37,422	3,462
International Mutual Funds						
575 ISHARES FTSE CHINA INDEX FUND (FCHI)		52.03	29,919	51.20	29,440	-479
3,700 ISHARES MSCI AUSTRALIA INDEX (EWA)		24.56	90,882	25.44	94,128	3,246
1,800 ISHARES MSCI CANADA (EWC)		29.51	53,112	31.00	55,800	2,688
4,150 ISHARES MSCI EMERGING MKT IN (EEM)		40.82	169,417	47.64	197,714	28,297
1,250 ISHARES MSCI GERMANY INDEX FUND (EWG)		24.19	30,238	23.94	29,925	-313
2,500 ISHARES MSCI SINGAPORE INDEX FUND (EWS)		13.79	34,486	13.85	34,625	139
Total						
			408,054		441,632	33,578

**COMBINED STATEMENT OF ASSETS**  
**S. LIVINGSTON MATHER CHARITABLE TRUST**  
12/31/10  
4084-05-7/8

Shares/Par	Description of Assets	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss
Equities Total			2,624,536		3,477,069	852,533
Other						
Preferred Stock						
25,000	LOGICBAY CONV PFD Ser A (KLILEARNING)	1.00	25,000	0.20	4,897	-20,103
31,747	FIVE STAR TECHNOLOGIES SERIES B-1	1.00	15,000	0.20	15,000	0
Total			40,000		19,897	-20,103
Other Assets						
1,000	BUCKEYE PARTNERS LP UNIT LTD PART UTS (BPL)		24,170		66,830	42,660
43,923	CAVITECH HOLDINGS LLC (CAVITECHLLC)		60,720		43,923	-16,797
50,000	COMPASS VENTURE PARTNERS (GCMCOM)		15,625		8,261	-7,364
50,000	CSA MEDICAL SENIOR PROMISSORY NOTE DTD 6/20/2008 14.00000%		50,000		50,000	0

**COMBINED STATEMENT OF ASSETS**  
**S. LIVINGSTON MATHER CHARITABLE TRUST**  
12/31/10  
4084-05-7/8

Shares/Par	Description of Assets	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss
50,000	6/30/2011 (CSAPROMNOTE) CSA MEDICAL SENIOR PROMISSORY NOTE DTD 3/4/2010 18.00000%		50,000		50,000	0
25,000	EAGLE ROTARY SYSTEMS SECURED PROM NOTE DTD 6/16/2008 14.00000%		25,000		3	-24,997
1,800	6/16/2011 (EAGLEROTARY) ENERGY TRANSFER PARTNERS LP (ETP)		57,527		93,276	35,749
1,600	ENTERPRISE PRODUCTS PARTNERS LP (EPD)		19,372		66,576	47,204
6,500	FIVE STAR TECHNOLOGIES SUB CONV PROM NT DTD 1/30/2009 8.00000% 12/31/2009 (FIVESTARNOTE)		6,500		6,500	0
20,000	GCM DOLL (GCMDOLL)		6,154		4,010	-2,144
100,000	GCM VENTURES 2000 LLC LP (GCM2000)		33,843		30,414	-3,429
28,951 +	GCM-DOLL III LLC (GCMDOLIII)		9,947		14,091	4,144
50,000	GCM-INNOVATION LLC (GCMINNO)		23,897		36,083	12,186
40,000	GCM-PRIMUS V LLC (GCMPRIMUS)		22,925		25,107	2,182
2,616	IMALUX CORP PFD SER C (IMALUXPFD)		19,999		19,999	0



**COMBINED STATEMENT OF ASSETS**  
**S. LIVINGSTON MATHER CHARITABLE TRUST**  
12/31/10  
4084-05-7/8

Shares/Par	Description of Assets	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss
2,500	MAGELLAN MIDSTREAM PARTNERS LP (MMP)		35,539		141,250	105,711
25,000	OTOSONICS INC CONVERTIBLE NOTE DTD 5/14/2010		25,000		25,000	0
	8.00000% 9/1/2011 (OTOSONICS)					
1,800	PLAINS ALL AMERICAN PIPELINE LP (PAA)		57,164		113,022	55,858
25,000	RESET MEDICAL INC CONV PROMISSORY NOTE DTD 8/3/2009 18.00000% (RESETNOTE)		25,000		25,000	0
105+	SYRGIS PERFORMANCE PROD LLC MEMBER (SYRGIS)		28,402		49,821	21,419
0+	TERRA IMAGE USA LLC (TERRA)		2		2,000	1,998
Total			596,786		871,166	274,380
Other Total			636,786		891,063	254,277
Reported At Client Direction						
1,563+	GENSYN TECHNOLOGIES INC (FSTLIFESCI)	1.00	1,563	0.00	0	-1,563

**COMBINED STATEMENT OF ASSETS**  
**S. LIVINGSTON MATHER CHARITABLE TRUST**  
12/31/10  
4084-05-7/8

Shares/Par	Description of Assets	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss
58,187	ARISDYNE SYSTEMS INC SERIES A PFD (ARISDYNEPFD)	0.15	8,438	0.15	8,728	290
<hr/>						
Reported At Client Direction Total			10,001		8,728	-1,273
<hr/>						
Grand Total			4,631,647		5,742,687	1,111,040

S. LIVINGSTON MATHER CHARITABLE TRUST  
ACCOUNT #4084-05-7/8  
EIN: 34-6505619  
TAX YEAR ENDING 12/31/10

ATTACHMENTS PAGE 2 FORM 990-PF  
PART III ANALYSIS OF CHANGES IN NET ASSETS OF FUND BALANCES

LINE 3	OTHER INCREASES NOT INCLUDED IN LINE 2		1
	ROUNDING	<u>1</u>	
	TOTAL	<u><u>1</u></u>	

LINE 5	DECREASES NOT INCLUDED IN LINE 2		-23,660
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DIFFERENCE BETWEEN MARKET VALUE VS  
TAX COST ON THE FOLLOWING CONTRIBUTIONS  
RECEIVED:

COMPOSED OF:

		<u>COST BASIS</u>	<u>MARKET VALUE</u>
2,000 SHS.	CEDAR FAIR LP	10,000	22,120
100 SHS.	CLIFF NATURAL RESOURCES INC	48	7,850
100 SHS.	NEOGEN CORP	<u>434</u>	<u>4,172</u>
	TOTAL	<u><u>10,482</u></u>	<u><u>34,142</u></u>

**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)	
5,474.00		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					5,474.	
102,838.00		1200. MONSANTO CO PROPERTY TYPE: SECURITIES 97,450.00					06/02/2009	01/07/2010
58,859.00		175. INTUITIVE SURGICAL INC PROPERTY TYPE: SECURITIES 22,218.00					12/31/2008	02/25/2010
27,454.00		1000. ALLIANCEBERNSTEIN HOLDING LP PROPERTY TYPE: SECURITIES 46,478.00					09/19/2008	03/01/2010
28,440.00		900. AVERY DENNISON CORP. PROPERTY TYPE: SECURITIES 37,611.00					VAR	03/01/2010
25,543.00		2300. CEDAR FAIR L.P. PROPERTY TYPE: SECURITIES 25,662.00					12/05/2003	03/01/2010
41,590.00		1700. CISCO SYSTEMS PROPERTY TYPE: SECURITIES 14,542.00					10/28/1997	03/01/2010
52,209.00		800. EXXON MOBIL CORPORATION PROPERTY TYPE: SECURITIES 12,240.00					04/05/1998	03/01/2010
94,870.00		4000. LOWES COS INC PROPERTY TYPE: SECURITIES 110,000.00					VAR	03/01/2010
98,201.00		3300. MARKWEST ENERGY PARTNERS LP PROPERTY TYPE: SECURITIES 67,606.00					01/04/2007	03/01/2010
11,632.00		500. PRINCIPAL FINANCIAL GROUP PROPERTY TYPE: SECURITIES 29,974.00					06/14/2007	03/01/2010

**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)	
11,303.00		685. SUNPOWER CORP CLASS B PROPERTY TYPE: SECURITIES 35,718.00					VAR -24,415.00	03/01/2010
34,887.00		1000. WALGREEN CO. PROPERTY TYPE: SECURITIES 46,280.00					03/20/2007 -11,393.00	03/01/2010
61,639.00		2250. WELLS FARGO CO PROPERTY TYPE: SECURITIES 48,389.00					VAR 13,250.00	03/01/2010
31,828.00		2000. WESTERN UNION COMPANY PROPERTY TYPE: SECURITIES 40,097.00					VAR -8,269.00	03/01/2010
22,120.00		2000. CEDAR FAIR L.P. PROPERTY TYPE: SECURITIES 10,000.00					01/01/1988 12,120.00	03/05/2010
66,626.00		1300. GENZYME CORP. PROPERTY TYPE: SECURITIES 75,139.00					03/01/2010 -8,513.00	03/25/2010
		797. GREATER CHINA FUND - RIGHT EXP 4/16 PROPERTY TYPE: SECURITIES					03/27/1997	04/16/2010
25,000.00		25000. EUROBANK CD DTD 3/23/2009 3.0576% PROPERTY TYPE: SECURITIES 25,343.00					-343.00	05/04/2010
31,811.00		600. CLIFFS NATURAL RESOURCES INC PROPERTY TYPE: SECURITIES 174.00					12/15/1998 31,637.00	05/17/2010
93,400.00		3500. NEOGEN CORP PROPERTY TYPE: SECURITIES 24,489.00					VAR 68,911.00	05/17/2010
		.2 HONG KONG & CHINA GAS-SP ADR PROPERTY TYPE: SECURITIES					03/27/1997	06/08/2010

**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)	
200,000.00		200000. NATIONAL CITY BANK DTD 7/27/1995 PROPERTY TYPE: SECURITIES 203,096.00					09/20/1999 -3,096.00	07/15/2010
72,627.00		2200. GILEAD SCIENCES INC. PROPERTY TYPE: SECURITIES 18,821.00					08/15/2002 53,806.00	07/21/2010
225,000.00		225000. XLLIAC GLOBAL SER 144A DTD 8/10/ PROPERTY TYPE: SECURITIES 225,450.00					05/07/2010 -450.00	08/10/2010
32,771.00		500. CLIFFS NATURAL RESOURCES INC PROPERTY TYPE: SECURITIES 145.00					12/15/1998 32,626.00	09/09/2010
66,909.00		1725. HEWLETT PACKARD CORP. PROPERTY TYPE: SECURITIES 76,069.00					08/12/2009 -9,160.00	09/09/2010
23,443.00		500. MEDCO HEALTH SOLUTIONS INC PROPERTY TYPE: SECURITIES 32,269.00					12/31/2009 -8,826.00	09/09/2010
117,455.00		3800. MESABI TRUST PROPERTY TYPE: SECURITIES 75,206.00					03/01/2010 42,249.00	09/09/2010
62,240.00		2000. NEOGEN CORP PROPERTY TYPE: SECURITIES 9,038.00					08/16/2002 53,202.00	09/09/2010
17,592.00		1200. SYMANTEC CORP PROPERTY TYPE: SECURITIES 9,285.00					08/09/2002 8,307.00	09/09/2010
77,365.00		4900. FIRST TRUST ISE REV NAT GAS PROPERTY TYPE: SECURITIES 57,879.00					VAR 19,486.00	09/10/2010
90,000.00		90000. WESTERN STATE BANK CD DTD 9/14/20 PROPERTY TYPE: SECURITIES 90,068.00					-68.00	09/14/2010

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

Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
81,037.00		3775. CHESAPEAKE ENERGY CORP PROPERTY TYPE: SECURITIES 57,191.00				VAR 23,846.00	09/24/2010
31,630.00		500. TRANSOCEAN LTD PROPERTY TYPE: SECURITIES 41,425.00				03/29/2007 -9,795.00	09/27/2010
34,816.00		500. CLIFFS NATURAL RESOURCES INC PROPERTY TYPE: SECURITIES 145.00				12/15/1998 34,671.00	11/19/2010
9,403.00		300. DOW CHEM CO. PROPERTY TYPE: SECURITIES				03/09/1980 9,403.00	11/19/2010
43,468.00		300. INTERNATIONAL BUSINESS MACHINES COR PROPERTY TYPE: SECURITIES 28,422.00				03/30/2007 15,046.00	11/19/2010
73,107.00		300. MASTERCARD INC-CL A PROPERTY TYPE: SECURITIES 76,354.00				01/08/2010 -3,247.00	11/19/2010
89,926.00		1500. MEDCO HEALTH SOLUTIONS INC PROPERTY TYPE: SECURITIES 96,806.00				12/31/2009 -6,880.00	11/19/2010
71,150.00		2000. NEOGEN CORP PROPERTY TYPE: SECURITIES 9,038.00				08/16/2002 62,112.00	11/19/2010
9,844.00		300. RESMED INC PROPERTY TYPE: SECURITIES 6,519.00				04/27/2007 3,325.00	11/19/2010
59,970.00		800. SCHLUMBERGER LTD. PROPERTY TYPE: SECURITIES 55,946.00				03/30/2007 4,024.00	11/19/2010
20,776.00		1000. RPM INC. PROPERTY TYPE: SECURITIES 20,137.00				09/25/2008 639.00	12/10/2010

**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)	
16,686.00		500. TEXAS INSTRUMENTS INC. PROPERTY TYPE: SECURITIES 12,602.00					05/17/2010 4,084.00	12/10/2010
14,303.00		225. CSX CORP. PROPERTY TYPE: SECURITIES 9,872.00					08/12/2009 4,431.00	12/14/2010
30,710.00		400. CLIFFS NATURAL RESOURCES INC PROPERTY TYPE: SECURITIES 116.00					12/15/1998 30,594.00	12/14/2010
10,427.00		797. GREATER CHINA FUND PROPERTY TYPE: SECURITIES 11,726.00					03/27/1997 -1,299.00	12/14/2010
29,096.00		200. INTERNATIONAL BUSINESS MACHINES COR PROPERTY TYPE: SECURITIES 18,948.00					03/30/2007 10,148.00	12/14/2010
39,826.00		1000. NEOGEN CORP PROPERTY TYPE: SECURITIES 4,519.00					08/16/2002 35,307.00	12/14/2010
17,820.00		200. NIKE INC CL B PROPERTY TYPE: SECURITIES 11,493.00					06/08/2009 6,327.00	12/14/2010
17,717.00		949.968 DWS EMERGING MARKETS FUND S PROPERTY TYPE: SECURITIES 15,000.00					VAR 2,717.00	12/15/2010
142.00							142.00	
TOTAL GAIN(LOSS) .....		Capital Gain Distribution Section 1.250 Gain .....					569,985. =====	
2,612,980.00		2,042,995.00 -0- -0- -0-					569,985.	

*Summary of Gain/Loss*



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

S. LIVINGSTON MATHER CHARITABLE TRUST  
ACCOUNT #4084-05-7/8  
EIN: 34-6505619  
TAX YEAR ENDING 12/31/2010

ATTACHMENTS PAGE 6 FORM 990-PF  
PART VIII LIST OF OFFICERS, DIRECTORS, TRUSTEES, ETC.

NAME AND ADDRESS	TITLE	AVERAGE HOURS PER WEEK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCT
1. THE GLENMEDE TRUST COMPANY 1650 MARKET STREET SUITE 1200 PHILADELPHIA, PA 19103-7391	TRUSTEE	FULL TIME	19,885	-0-	-0-
<b>TOTAL</b>			19,885	-0-	-0-

Statement 4

**S LIVINGSTON MATHER CHARITABLE TRUST**

**ATTACHMENT PAGE D, FORM 990-PF, PART XV, SUPPLEMENTARY INFORMATION  
GRANT APPLICATION PROCEDURES**

**Broad Purposes:**

Primarily local giving, with emphasis on education, child welfare, youth programs, mental health, social services, cultural programs, and environment and natural resources.

Grants are made for operating support, building funds, and special purposes, but ordinarily not for scientific and medical programs and research or in areas appropriately supported by the government and the United Way. The Trust has a policy not to entertain applications and appeals which readily generate broad public support, especially in the health area. Grants usually range in size from \$500 to \$10,000. *NO GRANTS ARE MADE TO INDIVIDUALS, NOR IN RESPONSE TO MASS MAILING SOLICITATIONS.*

The Trust does not provide application forms and requires only one copy of the proposal. As a first step it is suggested that a statement be submitted which should define the purposes, their significance to the community, sponsorship, the budget for the project, other sources of support in hand and solicited, and the staffing.

Applications may be submitted at any time. The Distribution Committee meets as needed, at least four times during the year.

Applications should be directed as follows:

S. Livingston Mather Charitable Trust  
The Glenmede Trust Company  
*JANET HAVENER*  
One Corporate Exchange  
25825 Science Park Drive  
Suite 110  
Beachwood, OH. 44122

*Statement 5*

**S. LIVINGSTON MATHER CHARITABLE TRUST**  
**ACCOUNT #4084-05-7/8**  
**EIN: 34-6505619**  
**TAX YEAR ENDING 12/31/2010**

**PART XV, FORM 990-PF, PAGE 11**  
**2010 GRANTS AND CONTRIBUTIONS -PAID-**

<u>NO.</u>	<u>Name of Organization</u>	<u>Purpose</u>	<u>AMOUNT</u>
1	California College of The Arts San Francisco, CA	For the Victor Carrasco Memorial Scholarship for 2010/2011	8,750
2	California College of The Arts San Francisco, CA	For the Victor Carrasco Memorial Scholarship for 2011/2012	15,000
3	Cleveland Institute of Art Cleveland, OH	For Campaign for a New College of Art & Design	15,000
4	Cleveland Museum of Natural History Cleveland, OH	For the Campaign for Hall of Conservation and Sustainability	20,000
5	Cleveland Botanical Gardens Cleveland, OH	For the Green Corps Urban Outreach Program	15,000
6	Cleveland International Piano Competition Cleveland, OH	General Operating	1,500
7	Cuyahoga Valley National Park Association Peninsula, OH	For 35 children to attend All the Rivers Run at CVEEC	5,705
8	Free Medical Clinic of Greater Cleveland Cleveland, OH	General Operating	5,000
9	Geauga County Agricultural Program Natural Resources Area Chardon, OH	General Operating	10,000
10	Greater Yellowstone Coalition Bozeman, MT	To support Large-Scale Ecological Processes in Climate Changes, Threats of Phosphate Mining on Lands, Water/Wildlife West of Park and Protection of Wildlife	3,000

**S. LIVINGSTON MATHER CHARITABLE TRUST**  
**ACCOUNT #4084-05-7/8**  
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**PART XV, FORM 990-PF, PAGE 11**  
**2010 GRANTS AND CONTRIBUTIONS -PAID-**

<u>NO.</u>	<u>Name of Organization</u>	<u>Purpose</u>	<u>AMOUNT</u>
11	Lakeland Foundation Kirtland, OH	To Purchase Equipment To Enhance Lakeland's Photography Program	4,000
12	The Holden Arboretum Cleveland, OH	General Operating	4,000
13	The Holden Arboretum Cleveland, OH	General Operating	500
14	The Holden Arboretum Cleveland, OH	General Operating	140
15	The Singers' Club of Cleveland Cleveland, OH	General Operating	1,500
16	Trust for Public Land Cleveland, OH	To Support Genral Operating Expenses and Mission to Conserve Land for People to Enjoy	6,000
17	Trout Unlimited Arlington, OH	For Unrestricted Use on Eastern Educational Projects	3,000
18	Trout Unlimited Arlington, OH	For "Cold Water Conservation"	1,000
19	University Circle, Inc Cleveland, OH	To Support Your Field Visits Program Linking Education Education and Discovery	10,000
20	University Hospitals Cleveland, OH	For the Mood Disorders Chair, Department of Psychology at University Hospitals	6,000
21	Vocational Guidance Services Cleveland, OH	To Provide Services to those with Disabilities and Economic Hardships through Rehabilitation Programs	5,000

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**PART XV, FORM 990-PF, PAGE 11**  
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22	WVIZ/PBS Ideastream Cleveland, OH	General Operating	365
23	WVIZ/PBS Ideastream Cleveland, OH	To Support Applause and Around Noon, Two Signature Arts and Cultural Programs	5,000
24	Western Reserve Land Conservancy Novelty, OH	To Support Land Conservation Efforts in North East Ohio By Your Mission to Preserve The Scenic Beauty, Rural Character and Natural Resources	5,000
25	Yellowstone Park Foundation Bozeman, MT	To support Large-Scale Ecological Processes Park and Protection of Wildlife	3,000
26	Yellowstone Park Foundation Bozeman, MT	For The Purchase of 176 Books: Searching For Yellowstone	2,000
<b>TOTAL 2010 CASH CONTRIBUTIONS</b>			<u>155,460</u>