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Form 990-PI

Return of Private Foundation

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

Department of the Treasury Internal Revenue Service Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

OMB No 1545-0052

2010

For	calendar year 20	10, or tax yea	ar beginning	AUG	1, 20	010	, and end	ling	JUL :	31,	2011			
G	Check all that app	ly:	Initial return		Int	al return of a f	ormer public ch	arity	•		Final return]		
_			Amended return	1		Address char	ige		Name cha	nge				
Na	ame of foundation								A Emplo	yer id	lentification	number		
	TO 01	DDII ANI	NADID	13 T 13 T	D HOID	TD 3 M T () 1	•		22	2.0	00506			
N	imber and street (or P		D MARIE			ADA.I.TON		Room/suite			09586	·		
Number and street (or P O box number if mail is not delivered to street address) C/O E. R. BOYNTON, 30 VALLEY STREAM PKW Room/suite B Telephone number (610) 660-5616														
Cr	City or town, state, and ZIP code City or town, state, and ZIP code													
•	MALVERN, PA 19355 D 1. Foreign organizations, check here													
Н	H Check type of organization: X Section 501(c)(3) exempt private foundation 2. Foreign organizations meeting the 85% test, check here and attach computation													
Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation E If private foundation status was termin														
I Fair market value of all assets at end of year J Accounting method: X Cash Accrual E if private foundation status v under section 507(b)(1)(A),														
(from Part II, col. (c), line 16) Other (specify) F. If the foundation is in a 60-month termination														
_	▶\$			t I, colu	ımn (d) mus	t be on cash	basis)					(B), check here		
P	(The total of	of Revenue an amounts in colur	mns (b), (c), and (d) n	nay not		enue and s per books	(b) Net inve				ed net	(d) Disbursements for charitable purposes		
	necessarily	equal the amount	nts in column (a))		ехренье	2 hei nooka	IIICOII	it 	ļ	incon		(cash basis only)		
	_		ts, etc., received in is not required to attach	Ceh D				, ,		A\I	·			
	Interest on sa	avings and tempo		JUI D	16	52,810.	162	,810.	1			STATEMENT 1		
	4 Dividends a	_{lents} and interest fro	om securities			59,151.		,010.	-			STATEMENT 2		
	5a Gross rents		0000111100			,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,		,	 			DIAILMENI Z		
	b Net rental inc	ome or (loss)												
a)	6a Net gain or (Id	oss) from sale of a	assets not on line 10)	12	24,896.								
Revenue	b Gross sales p	rice for all	6,203,6	<u>66.</u>						Г	ב	CEIVED		
ě	7 Capital gain n	net income (from f	Part IV, line 2)				124	,896.			1/1	CLIVED		
Œ	8 Net short-te	erm capital gaii	n								_ !	0 2011 O		
	9 Income mo		1								정 DEC	1 2 2011		
	10a and allowance											S S		
	b Less Cost of	-								\perp	OC			
	c Gross profit	` '					···			L				
	11 Other incom	ne lines 1 through	h 11		1 25	6,857.	1,256	957						
		<u>v</u> _	ctors, trustees, etc		1,2	0.	1,250	.037. 0.	 			0.		
		oyee salaries ai			<u> </u>							0.		
	1	ns, employee i	•				_							
ses	16a Legal fees	.,. , .,	STMT	3		5,731.	5	,731.				0.		
en		fees					1							
Ä	c Other profes	ssional fees												
š	17 Interest													
and Administrative Expen	18 Taxes		STMT	4		6,204.	6	,204.				0.		
inis	19 Depreciation	n and depletior	n											
퉏	20 Occupancy													
δĎ	21 Travel, conf	erences, and n	neetings											
gan	22 Printing and 23 Other expen	f publications		i	_	-	7							
Operating	24 Total opera	ises ting and admi	inietrativo											
era	eynenses A	Add lines 13 th			1	1,935.	11	,935.				0		
ö	25 Contribution	ns, gifts, grants	-			0,000.		,,,,,,				1,500,000.		
		ses and disbu	-			- 1 - 0 - 0	···					2,300,000.		
	Add lines 24				1,51	1,935.	11	,935.				1,500,000.		
	27 Subtract line	26 from line	12:											
	a Excess of reve	nue over expens	ses and disbursemen	nts	-25	5,078.						. <u>.</u> .		
			negative, enter -0-)				1,244	<u>,922.</u>						
12350	c Adjusted ne	t income (if neg	gative, enter -0-)					·	<u>N</u>	<u>I/A</u>				

SCANNED DEC 1 9 2011

23501 2-07-10 LHA For Paperwork Reduction Act Notice, see the instructions. Form 990-PF

Part II Balance Sheets America interest anamous in securious	_		0-PF (2010) JOSEPH AND MARIE FIELD			3-3009586 Page			
1 Cash - non-mitreest-bearing 1 4 4 4 4 4 4 4 4 4	F	art	Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only						
2 Savings and temporary each investments 3 Accounts receivable ► 1 Less: allowance for doubtful accounts ► 4 Petegrs receivable 1 Less: allowance for doubtful accounts ► 5 Dirants receivable 5 Energy of the first an expert of the first and	_	_			''				
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Section Process Pro		6	Receivables due from officers, directors, trustees, and other						
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(must agree with end-of-year figure reported on prior year's return)145,847,508.2Enter amount from Part I, line 27a2-255,078.3Other increases not included in line 2 (itemize)30.4Add lines 1, 2, and 3445,592,430.5Decreases not included in line 2 (itemize)50.6Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30645,592,430.	LP	art	Analysis of Changes in Net Assets or Fund B	alances					
2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize) ▶ 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) ▶ 5 Decreases not included in line 2 (itemize) ▶ 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 2 -255, 078. 3 0. 4 45,592,430.	1	Total	net assets or fund balances at beginning of year - Part II, column (a), line	30					
3 Other increases not included in line 2 (itemize) ► 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) ► 5 Decreases not included in line 2 (itemize) ► 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 6 45,592,430.		(mus	t agree with end-of-year figure reported on prior year's return)		1	45,847,508.			
4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) ► 5 0. 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 6 4 5 , 592 , 430.					2	-255,078.			
5 Decreases not included in line 2 (itemize) ► 5 0. 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 6 45,592,430.	-		· ————————————————————————————————————						
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 6 45,592,430.									
	-			aluma (h.) II 00					
	<u>6</u>	rotal	net assets or fund darances at end of year (line 4 minus line 5) - Part II, c	vivinn (o), line 30					

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.

ori	m 990-PF (2010) JOSEPH AND MARIE FIELD FOUNDATION	<u> 23-</u>	<u> 3009</u>	<u>586</u>		Page 4
Pá	art VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or	4948	- see i	nstrı	ıctio	ns)
18	a Exempt operating foundations described in section 4940(d)(2), check here and enter "N/A" on line 1.					
	Date of ruling or determination letter: (attach copy of letter if necessary-see instructions)					
l	b Domestic foundations that meet the section 4940(e) requirements in Part V, check here 🕨 🔲 and enter 1%	1		2	4,8	98.
	of Part I, line 27b					
(c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).					
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	<u> </u>			0.
3	Add lines 1 and 2	3_		2	4,8	98.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4				0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5		2	4,8	98.
6	Credits/Payments:					
	a 2010 estimated tax payments and 2009 overpayment credited to 2010 6a 8,096	<u>.</u>				
	Exempt foreign organizations - tax withheld at source	_				
	c Tax paid with application for extension of time to file (Form 8868)	4	1			
	Backup withholding erroneously withheld 6d	4				
	Total credits and payments. Add lines 6a through 6d	7			<u>8,0</u>	<u>96.</u>
	Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attached	8_	<u> </u>			
	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	<u> </u>	1	<u>6,8</u>	02.
	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	 			
	Enter the amount of line 10 to be: Credited to 2011 estimated tax	11	<u> </u>			
	art VII-A Statements Regarding Activities					
1a	a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervei	ie in			Yes	No
	any political campaign?			1a		X
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see 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 publish	ed or				
	distributed by the foundation in connection with the activities					
	Did the foundation file Form 1120-POL for this year?			1c		X
d	I Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:					
	(1) On the foundation. \blacktriangleright \$ 0. (2) On foundation managers. \blacktriangleright \$ 0	<u>•</u>				
е	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?			2		X
•	If "Yes," attach a detailed description of the activities.					
J	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation,	or				.,
4.	bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes Did the foundation have unrelated business gross income of \$1,000 or more during the year?			3		X
	olf "Yes," has it filed a tax return on Form 990-T for this year?). N	/3	4a		<u> X</u>
	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	14	/A	4b		
J	If "Yes," attach the statement required by General Instruction T.		ŀ	_ 5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:					
٠	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 sta 	te law				
	remain in the governing instrument?	ic savv		6	X	
7	Did the foundation have at least \$5,000 in assets at any time during the year?			7	X	
•	If "Yes," complete Part II, col (c), and Part XV					
8a	Enter the states to which the foundation reports or with which it is registered (see instructions)					
	PA					
ь	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			8ь	х	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for ca	lendar	ļ			
	year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? If "Yes," complete Part XIV			9		х
0	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		ļ	10		X
			Forn	1990	-PF	
				-	٠,	-,

		<u>3009586</u>		Page 5
Pa	rt VII-A Statements Regarding Activities (continued)			
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of			
	section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before			
	August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	х	
	Website address ► N/A			
14	The books are in care of ▶ EDWIN R. BOYNTON, ESQUIRE Telephone no. ▶ (6	10) 660	-56	16
		▶19355		
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	N	/A	
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank,		Yes	No
	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▶			
Pa	rt 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?] No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)			
	a disqualified person?] No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?] No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?			
	(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)?] 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.)	l No		
Ь	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations			
_		/A 1b		
	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		Х
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?] No		
	If "Yes," list the years >	1		
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			
		/A 2b		
C	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.			
		l !		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time			
	during the year?] 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,		,	
		/A 3b	L	
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_
		Form 990	-PF(2010)

Form 990-PF (2010)			23-30095	86 Page	e 6								
Part VII-B Statements Regarding Activities for Which	Form 4720 May Be I	Required (contin	nued)										
5a During the year did the foundation pay or incur any amount to:					_								
(1) Carry on propaganda, or otherwise attempt to influence legislation (section	n 4945(e))?	Y	es X No										
(2) Influence the outcome of any specific public election (see section 4955);	or to carry on, directly or indir												
any voter registration drive?			es X No										
(3) Provide a grant to an individual for travel, study, or other similar purposes	۶۶		es X No										
(4) Provide a grant to an organization other than a charitable, etc., organization													
509(a)(1), (2), or (3), or section 4940(d)(2)?													
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for													
the prevention of cruelty to children or animals?													
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify un													
section 53.4945 or in a current notice regarding disaster assistance (see instri	iii riogalations	N/A	5b										
Organizations relying on a current notice regarding disaster assistance check l	•			"									
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption (ined											
expenditure responsibility for the grant?			es No										
If "Yes," attach the statement required by Regulations section 53 494		1/A 11	E2 NO										
6a Did the foundation, during the year, receive any funds, directly or indirectly, to	• •												
a personal benefit contract?	pay premiums on		es X No										
•	noroanal hansist anniversi	10	1										
b Did the foundation, during the year, pay premiums, directly or indirectly, on a	personal benefit contract?		-	6b X	<u>. </u>								
If "Yes" to 6b, file Form 8870.		C1	[]										
7a At any time during the tax year, was the foundation a party to a prohibited tax		Y	es X No		—								
b If "Yes," did the foundation receive any proceeds or have any net income attrib				7b	_								
Part VIII Information About Officers, Directors, Trust Paid Employees, and Contractors	ees, Foundation Ma	inagers, Highl	У										
List all officers, directors, trustees, foundation managers and their	compensation				_								
List all officers, directors, busitees, foundation managers and their		(c) Compensation	(d) Contributions to	4.3.5,,,,,,,	_								
(a) Name and address	(b) Title, and average hours per week devoted to position	(If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, othe allowances	er								
JOSEPH M. FIELD	PRESIDENT/TRE				_								
C/O ENTERCOM, 401 CITY AVE, STE 809													
BALA CYNWYD, PA 19004	0.00	0.	0.	٥ ا									
MARIE H. FIELD	VICE PRES./SE				·								
C/O ENTERCOM, 401 CITY AVE, STE 809	1 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2												
BALA CYNWYD, PA 19004	0.00	0.	0.	0									
JOHN C. DONLEVIE	ASST SECT/ASS				·								
C/O ENTERCOM, 401 CITY AVE, STE 809	1.001 0201/1.00	TINDING / D	11.										
BALA CYNWYD, PA 19004	0.00	0.	0.	0									
DIDI CINNID, III 19004	0.00		0.	0	÷								
			i e										
	-												
2 Compensation of five highest-paid employees (other than those inc	cluded on line 1) If none	enter "NONE "			_								
- components of the majority para employees (care than allow me	(b) Title, and average	T TOTAL	(d) Contributions to	(e) Eynense	_								
(a) Name and address of each employee paid more than \$50,000	hours per week devoted to position	(c) Compensation	employee benefit plans and deferred	(e) Expense account, othe allowances	er								
NONE	devoted to position	-	compensation	allowalices	_								
NOME	†												
					_								
	{												
		-			_								
-	-												
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······································	-												
					_								
	1												
	<u> </u>	<u> </u>	<u> </u>	L	_								
Total number of other employees paid over \$50,000					0								
			Form	990-PF (2010))								

Form 990-PF (2010) JOSEPH AND MARIE FIELD FOUNDATION 23	-300958	6 Page 7
Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)		
3 Five highest-paid independent contractors for professional services. If none, enter "NONE."		
(a) Name and address of each person paid more than \$50,000 (b) Type of service	(c)) Compensation
NONE		
		<u>-</u>
Total number of others receiving over \$50,000 for professional services	•	0
Part IX-A Summary of Direct Charitable Activities		
List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Exp	penses
1 N/A		
	7	
	<u> </u>	
2		
		
3	_	
	-	
4	-	
	_	
Part IX-B Summary of Program-Related Investments		
Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	An	nount
11	_	
	-	
	 -	
2	\dashv	
	-	
All other program-related investments. See instructions.	1	
3		
Total. Add lines 1 through 3		0.
	Form 9 9	90-PF (2010)

12-07-10

P	Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations	ndation	s, see instructions)
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	33,821,186.
b	Average of monthly cash balances	1b	463,514.
C	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	34,284,700.
е	Reduction claimed for blockage or other factors reported on lines 1a and		
	1c (attach detailed explanation) 1e 0 .		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	34,284,700.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	514,271.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	33,770,429.
6	Minimum investment return. Enter 5% of line 5	6	1,688,521.
P	Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations are foreign organizations check here and do not complete this part.)	nd certaii	n
1	Minimum investment return from Part X, line 6	1	1,688,521.
2a	Tax on investment income for 2010 from Part VI, line 5		
b	Income tax for 2010. (This does not include the tax from Part VI.)		
C	Add lines 2a and 2b	2c	24,898.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,663,623.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	_5	1,663,623.
6	Deduction from distributable amount (see instructions)	6	0.
7_	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,663,623.
P	art XII Qualifying Distributions (see instructions)		
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
а	Expenses, contributions, gifts, etc total from Part I, column (d), line 26	1a	1,500,000.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	_3a	
b	Cash distribution test (attach the required schedule)	3b	··-
4	Qualifying distributions Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,500,000.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment		 -
	income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,500,000.
	Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation 4940(e) reduction of tax in those years.	qualifies	for the section

Form **990-PF** (2010)

Undistributed Income (see instructions) (a) (b) (c) (d) 2009 Corpus Years prior to 2009 2010 1 Distributable amount for 2010 from Part XI, line 7 1,663,623. 2 Undistributed income, if any, as of the end of 2010 a Enter amount for 2009 only 0. **b** Total for prior years: 0 3 Excess distributions carryover, if any, to 2010: a From 2005 2,579 25,645. **b** From 2006 24,767. c From 2007 d From 2008 33,264 140,179 e From 2009 226,434 f Total of lines 3a through e 4 Qualifying distributions for 2010 from Part XII, line 4: ► \$ 1,500,000 0 a Applied to 2009, but not more than line 2a **b** Applied to undistributed income of prior 0 years (Election required - see instructions) c Treated as distributions out of corpus 0 (Election required - see instructions) 1,500,000. d Applied to 2010 distributable amount 0. e Remaining amount distributed out of corpus 163,623. 163,623. Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a)) 6 Enter the net total of each column as indicated below: 62,811 & Corpus Add lines 3f, 4c, and 4e Subtract line 5 b Prior years' undistributed income. Subtract 0 line 4b from line 2b c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously 0 d Subtract line 6c from line 6b. Taxable 0 amount - see instructions e Undistributed income for 2009. Subtract line 0 4a from line 2a. Taxable amount - see instr. f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011 0. 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by 0. section 170(b)(1)(F) or 4942(g)(3) 8 Excess distributions carryover from 2005 not applied on line 5 or line 7 0 9 Excess distributions carryover to 2011. 62,811 Subtract lines 7 and 8 from line 6a 10 Analysis of line 9: a Excess from 2006 b Excess from 2007 c Excess from 2008 62,811 d Excess from 2009 e Excess from 2010

Form **990-PF** (2010)

Part XIV Private Operating F	oundations (see in:			N/A	1009386 Fage IC
1 a If the foundation has received a ruling o			17 (4 4400011071 0)	M/A	<u> </u>
foundation, and the ruling is effective fo					
b Check box to indicate whether the found		-	In section	4942(J)(3) or	4942(1)(5)
2 a Enter the lesser of the adjusted net	Tax year	ig ioundation described	Prior 3 years	4942(])(3) 01	4942(])(3)
income from Part I or the minimum	(a) 2010	(b) 2009	(c) 2008	(d) 2007	(e) Total
investment return from Part X for	(2) 2010	(2) 2000	(0, 2000	(4) 2007	(0) 10(2)
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	n.				
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 Info			if the foundation	on had \$5,000 or r	nore in assets
at any time during t	he year-see the i	nstructions.)			
1 Information Regarding Foundation	n Managers:				
a List any managers of the foundation wh	o have contributed more	than 2% of the total con	tributions received by t	he foundation before the o	close of any tax
year (but only if they have contributed n	nore than \$5,000). (See s	ection 507(d)(2).)			
SEE STATEMENT 7					
b List any managers of the foundation wh other entity) of which the foundation has			(or an equally large po	rtion of the ownership of a	a partnership or
NONE					
2 Information Regarding Contributi	on, Grant, Gift, Loan,	Scholarship, etc., P	rograms:	·	
Check here ► X if the foundation of the foundation makes gifts, grants, etc.	nly makes contributions (o preselected charitable	organizations and doe		
a The name, address, and telephone num	per of the person to whor	n applications should be	addressed:		
•					
b The form in which applications should b	e submitted and informat	on and materials they s	hould include;		
c Any submission deadlines:					
A Annuactivation on transfer to the second		Jacob shawket 6-11	lundo of make 4.		
d Any restrictions or limitations on awards	, such as by geographica	u areas, charitable fields	, killus of institutions, (or other factors;	

Grants and Contributions Paid During th Recipient	e Year or Approved for Future P		Durness of great as	
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				-
				l:
				}
		l		
		:		
SEE STATEMENT 8				
Total			▶ 3a	1,500,00
Approved for future payment		ļ		
		ļ		
				-
Total SEE STATEMENT 9			▶ 3b	1,700,00 orm 990-PF (2

Part XVI-A	Analysis of Income-	Producing Activities
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Enter gross amounts unless otherwise indicated.	Unrelated b	usiness income		by section 512, 513, or 514	(e)		
•	(a) Business	(b) Amount	(C) Exclu- sion	(d)	Related or exempt		
1 Program service revenue:	code	Alliount	code	Amount	function income		
a	_						
b	-						
c			++-				
d	-						
e	-		 				
f	_				<u>.</u>		
g Fees and contracts from government agencies							
2 Membership dues and assessments	ļ						
3 Interest on savings and temporary cash				·			
investments					162,810		
4 Dividends and interest from securities			_		969,151		
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					124,896		
9 Net income or (loss) from special events							
O Gross profit or (loss) from sales of inventory							
1 Other revenue:							
a							
b							
c							
d					<u> </u>		
e							
2 Subtotal. Add columns (b), (d), and (e)			0.	0.	1,256,857		
3 Total. Add line 12, columns (b), (d), and (e)				13	1,256,857		
See worksheet in line 13 instructions to verify calculations.)							
Part XVI-B Relationship of Activities	to the Accom	nlishment of	Exempt D	urnoses			
Tait Avi-D Neighborship of Activities	to the Accom	ibusimient oi	Exempt	ai boses			

L	ine 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).																					
	, 4	_					ANT											NCOME		LES	THE	FOUN	DATION
<u>8</u>		TO	MZ	KE	GI	RAN	TS	TO	OT	HER	5	01	<u>(C)</u>	(3)	0	RGAN	IZ	ATIONS	<u> </u>	_			
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023621 12-07-10

Form **990-PF** (2010)

Form **990-PF** (2010)

(610) 640-5800

Sign

Here

Paid

Preparer

Use Only

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 of fiduciate) is based on all information of which preparer has any knowledge

RONON, STEVENS & YOUNG, LLP

Preparer's signature

12/2

Date

11/30/11

Signature of office or trustee

Print/Type preparer's name

STRADLEY RONON

Firm's name ► STRADLEY,

STEVENS & YOUNG LLP

Firm's address ► 30 VALLEY STREAM PARKWAY

MALVERN, PA 19355-1481

Check

self-employed

Firm's EIN ▶

Phone no.

PTIN

23-3009586

JOSEPH AND MARIE FIELD FOUNDATION Part IV | Capital Gains and Losses for Tax on Investment Income (b) How acquired (c) Date acquired (a) List and describe the kind(s) of property sold, e.g., real estate, (d) Date sold (mo., day, yr.) 2-story brick warehouse; or common stock, 200 shs. MLC Co. (mo., day, yr.) D - Donation 1a 106 SHARES ADC TELECOMMUNICATIONS INC 12/30/0801/18/11 D b 393,680.778 SHARES VANGUARD SHORT TERM BOND INDEX P **VARIOUS |02/03/11** c .5061 SHARES AMERICAN INTERNATIONAL GROUP WARRANT D 12/30/0802/03/11 d .9152 SHARES CENTURYLINK INC 12/30/0804/04/11 D e .6 SHARES CITIGROUP D 12/30/0805/10/11 f 45,703.839 SHARES VANGUARD GNMA FUND P WARIOUS |06/21/11 06/21/11 g 46,382.189 SHARES VANGUARD SHORT TERM INVESTMENT P VARIOUS h 10,972.131 SHARES VANGUARD EQUITY INCOME FUND P VARIOUS 06/21/11 19,120.759 SHARES VANGUARD WELLESLEY INCOME FUND P 06/21/11 VARIOUS | CAPITAL GAINS DIVIDENDS 1 m n 0 (f) Depreciation allowed (g) Cost or other basis (h) Gain or (loss) (e) Gross sales price (or allowable) plus expense of sale (e) plus (f) minus (g) 532 1,352 820. а 4,135,331 4,141,522. 6,191. b 7. 7. C 18. 37. 19. <u>d</u> 27. 41. -14.е 491,794 500,000. 8,206. f 487,319 12,681. 500,000. q 500,000. 480,195. 19,805. h 500,000 483,539 16,461. 60,721 60,721. m n 0 Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 (I) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), (i) Adjusted basis (k) Excess of col. (i) (i) F.M.V. as of 12/31/69 but not less than "-0-") as of 12/31/69 over col. (j), if any 820. a 6,191. b 7. C 18. d -14. е 8,206. <u>12,681.</u> g 19,805. h 16,461. 60,721. m n 0 { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 } Capital gain net income or (net capital loss) 2 124,896. Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c).

If (loss), enter "-0-" in Part I, line 8

N/A

FORM 990-PF INTEREST ON SAV	INGS A	ND TEM	PORARY C	ASH II	NVESTMENTS	STATEMENT	1
SOURCE						AMOUNT	
BANK OF AMERICA CORP SERIES MORGAN STANLEY ACCOUNT #04-H					•	162,5	00.
TOTAL TO FORM 990-PF, PART I	, LINE	3, CO	LUMN A		•	162,8	10.
FORM 990-PF DIVIDEN	DS AND	INTER	EST FROM	SECUI	RITIES	STATEMENT	2
SOURCE		GROSS	AMOUNT		ITAL GAINS IVIDENDS	COLUMN (A	.)
VANGUARD BROKERAGE SERVICES ACCOUNT VANGUARD EQUITY INCOME FUND VANGUARD GNMA VANGUARD PRIME MONEY MARKET VANGUARD PRIME MONEY MARKET - INSTL. SHARES VANGUARD SHORT TERM BOND IND FUND VANGUARD SHORT TERM INVESTME GRADE FUND - ADMIRAL SHARES VANGUARD TOTAL STOCK MARKET INDEX FUND VANGUARD WELLESLEY INCOME FU TOTAL TO FM 990-PF, PART I,	FUND EX NT ND		328,255. 117,882. 240,461. 66. 412. 60,821. 169,122. 40,192. 72,661. 029,872.		14,927. 0. 19,868. 0. 0. 10,161. 15,765. 0. 0. 60,721.	313,3 117,8 220,5 4 50,6 153,3 40,1 72,6	82. 93. 66. 12. 60. 57. 92. 61.
FORM 990-PF		LEGAL	FEES			STATEMENT	3
DESCRIPTION	EXPE	A) NSES BOOKS	(B) NET INV MENT IN	EST-	(C) ADJUSTED NET INCOM		
STRADLEY, RONON, STEVENS & YOUNG, LLP		5,731.	5	,731.			0.
TO FM 990-PF, PG 1, LN 16A		5,731.	5	,731.			0.

JOSEPH AND MARIE FIELD FOU	NDATION			23-3009586
FORM 990-PF	TAX	ES		STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTEI NET INCOM	
FOREIGN TAX PAID 2010 ESTIMATED TAX	204. 6,000.	204. 6,000.		0.
TO FORM 990-PF, PG 1, LN 18	6,204.	6,204.		0.
FORM 990-PF	CORPORAT	E STOCK		STATEMENT 5
DESCRIPTION		во	OK VALUE	FAIR MARKET VALUE
ENTERCOM COMMUNICATIONS CORP XL GROUP PLC AES CORP ABBOTT LABS ALCATEL LUCENT ALLEGHENY TECHNOLOGIES INC AMERICAN INTERNATIONAL GROUP AMGEN INC APACHE CORP AUTOMATIC DATA PROCESSING ING BP BANK OF NEW YORK MELLON CORP BOB EVANS FARMS INC BRISTOL MYERS SQUIBB CO		1	9,983,935. 376. 3,009. 8,452. 458. 47,319. 5,522. 30,523. 23,418. 4,148. 138,422. 2,913. 3,169. 7,273.	5,376,762. 2,175. 4,567. 8,160. 859. 114,111. 5,080. 28,991. 39,343. 5,458. 137,274. 2,662. 5,492. 9,114.

STATEMENT(S) 4, 52010.04050 JOSEPH AND MARIE FIELD FOUN 13159061

4,545.

9,813.

3,928.

4,253.

69,175.

21,357.

15,338.

16,344.

28,792.

3,490.

45,191.

59,572.

86,560.

39,925.

3,806.

671.

34.

680.

93,810.

9,824.

105,099.

15,200.

6,958.

9,165. 95,305.

26,492.

14,485. 16,082.

0.

383. 43,254.

5,092.

66,799. 102,343.

210,611.

81,758.

254. 5,204.

BROADCOM CORP

CARNIVAL CORP

CITIGROUP INC

WALT DISNEY CO

DOLLAR TREE INC

EASTMAN KODAK CO

EMERSON ELECTRIC CO

CHUBB CORP

CAMPBELL SOUP CO

CISCO SYSTEMS INC

COCA COLA COMPANY

COMCAST CORP CLASS A

CARDINAL HEALTH INC

CARLISLE COMPANIES INC

CINCINNATI FINANCIAL CORP

CITADEL BROADCASTING CORP

DUPONT EI DE NEMOURS & CO

COMCAST CORP NEW CLASS A SPL

CAPITAL ONE FINANCIAL GROUP

JOSEPH AND MARIE FIELD FOUNDATION		23-3009586
EXXON MOBIL CORP	45,818.	46,518.
FAMILY DOLLAR STORES	25,689.	53,482.
FIFTH THIRD BANCORP	6,336.	10,057.
GANNETT CO	2,957.	4,734.
GENERAL ELECTRIC CO	41,923.	47,462.
GLAXOSMITHKLINE	50,187.	61,211.
HSBC HLDGS	22,457.	23,311.
ING GROEP	5,180.	5,123.
INSTITUFORM TECH INC	7,324.	7,439.
INTEL CORP	10,900.	16,569.
IBM	8,856.	19,276.
INTL FLAVORS & FRAGRANCES INC	95,963.	204,247.
INTL GAME TECHNOLOGY	47,146.	77,836.
INTERPUBLIC GROUP OF COS	780.	2,080.
INVACARE CORP	3,956.	7,945.
JOHNSON & JOHNSON	43,904.	48,074.
JUNIPER NETWORKS INC	4,611.	6,198.
LSI CORP	180.	390.
ELI LILLY & CO	21,025.	20,299.
LIZ CLAIBORNE INC	1,868.	5,088.
LOEWS CORP	17,662.	25,357.
MDC HOLDINGS	7,804.	5,992.
MANULIFE FINANCIAL CORP	17,649.	16,843.
MASCO CORP	37,240.	36,345.
MEDCOHEALTH SOLUTIONS	4,543.	6,665.
MEDTRONIC INC	61,508.	72,605.
MERCK & CO INC	20,862.	24,062.
MONSTER WORLDWIDE INC	3,673.	3,733.
NATIONAL OILWELL VARCO INC	7,756.	25,621.
NORTEL NETWORKS	28.	5.
PEPSICO	34,904.	40,729.
PROCTER & GAMBLE	58,308.	58,661.
PROGENICS PHARMACEUTICALS	1,477.	868.
ROYAL DUTCH SHELL	11,225.	15,595.
SPX CORPORATION	4,179.	7,975.
SAFEWAY INC	3,708.	3,207.
SCHLUMBERGER LTD	15,627.	33,527.
CHARLES SCHWAB CORP	6,572.	6,330.
SONUS NETWORKS INC	1,505.	3,138.
SPRINT NEXTEL CORP	304.	673.
SUNTRUST BANKS INC	6,118.	5,192.
TEVA PHARMACEUTICALS	9,816.	10,867.
TEXAS INSTRUMENTS	2,410.	4,730.
3M CO	33,330.	50,803.
TIME WARNER INC	1,482.	2,461.
TRANSWITCH CORP	40.	57.
UNITED PARCEL SVS INC	54,559.	69,705.
VERISIGN INC	3,048.	4,962.
WALMART STORES INC	5,835.	5,587.
WALGREEN CO	3,806.	6,207.
WELLS FARGO & CO	46,603.	45,291.
WESTERN UNION	4,484.	6,172.
TIME WARNER CABLE INC	507.	1,246.
AOL INC	102.	103.

JOSEPH AND MARIE FIELD FOUNDATION			23-3009586	
CAREFUSION CORP BAKER HUGHES INC AMERICAN INTERNATIONAL GROUP - WARRANTS CENTURYLINK INC TOTAL TO FORM 990-PF, PART II, LINE 10B		1,497. 7,220. 0. 1,091.	19,655. 932. 1,930.	
		21,711,763.		
FORM 990-PF OTHE	R INVESTMENTS		STATEMENT 6	
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE	
VANGUARD TOTAL STOCK MARKET INDEX	COST	1,650,575.	2,231,954.	
VANGUARD EQUITY INCOME FUND VANGUARD SHORT TERM INVESTMENT	COST COST	3,898,521.	3,949,530.	
GRADE FUND VANGUARD GNMA FUND METROPOLITAN WEST FUNDS - HIGH	COST COST	4,326,148. 3,972,481.	4,442,300. 4,064,159.	
YIELD BOND FUND BANK OF AMERICA CORP BOND SERIES M VANGUARD WELLESLEY INCOME FUND	COST	3,397,741. 1,995,000. 3,731,358.	3,475,534. 2,059,820. 3,821,070.	
TOTAL TO FORM 990-PF, PART II, LINE		22,971,824.	24,044,367.	

LIST OF FOUNDATION MANAGERS

NAME OF MANAGER

JOSEPH M. FIELD MARIE H. FIELD

FORM 990-PF .

8

STATEMENT

PAID DURING THE YEAR				
RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	_	AMOUNT	
FREE LIBRARY OF PHILADELPHIA 1901 VINE STREET PHILADELPHIA, PA 19103	N/A GRANT TO ANOTHER 501(C)(3) ORGANIZATION	501(C)(3)	125,000.	
AMERICAN INTERFAITH INSTITUTE 321 CHESTNUT STREET PHILADELPHIA, PA 19106	N/A GRANT TO ANOTHER 501(C)(3) ORGANIZATION	501(C)(3)	50,000.	
CENTER FOR AMERICAN PROGRESS 1333 H STREET, NW, 10TH FLOOR WASHINGTON, DC 20005	N/A GRANT TO ANOTHER 501(C)(3) ORGANIZATION	501(C)(3)	50,000.	
CENTER FOR BUDGET AND POLICY PRIORITIES 820 FIRST STREET, NE, SUITE 510 WASHINGTON, DC 20002	N/A GRANT TO ANOTHER 501(C)(3) ORGANIZATION	501(C)(3)	50,000.	
CENTER FOR PROGRESSIVE LEADERSHIP 1133 19TH STREET, NW, 9TH FLOOR WASHINGTON, DC 20036	N/A GRANT TO ANOTHER 501(C)(3) ORGANIZATION	501(C)(3)	25,000.	
CHAMBER ORCHESTRA OF PHILADELPHIA 1520 LOCUST STREET, SUITE 500 PHILADELPHIA, PA 19102	N/A GRANT TO ANOTHER 501(C)(3) ORGANIZATION	501(C)(3)	25,000.	
INTERNATIONAL RESCUE COMMITTEE 122 EAST 42ND STREET NEW YORK, NY 10168	N/A GRANT TO ANOTHER 501(C)(3) ORGANIZATION	501(C)(3)	100,000.	
MEDIA MATTERS FOR AMERICA 1625 MASSACHUSETTS AVENUE WASHINGTON, DC 20036	N/A GRANT TO ANOTHER 501(C)(3) ORGANIZATION	501(C)(3)	50,000.	

GRANTS AND CONTRIBUTIONS

JOSEPH AND MARIE FIELD FOUNDAT			23-3009586
MUSICOPIA 2001 MARKET STREET, SUITE 3100 PHILADELPHIA, PA 19103		501(C)(3)	25,000.
NANTUCKET ATHENEUM 1 INDIA STREET NANTUCKET, MA 02554	N/A ENDOWMENT FOR BUILDING FUND	501(C)(3)	50,000.
NATIONAL LIBERTY MUSEUM 321 CHESTNUT STREET PHILADELPHIA, PA 19106	N/A GRANT TO ANOTHER 501(C)(3) ORGANIZATION	501(C)(3)	50,000.
PHILADELPHIA CHAMBER MUSIC SOCIETY 1616 WALNUT STREET, SUITE 1600 PHILADELPHIA, PA 19103	N/A ENDOWMENT	501(C)(3)	125,000.
PHILADELPHIA ORCHESTRA ASSOCIATION 260 SOUTH BROAD STREET, 16TH FLOOR PHILADELPHIA, PA 19102	N/A ANNUAL FUND	501(C)(3)	100,000.
PLEASE TOUCH MUSEUM 4231 AVENUE OF THE REPLUBLIC PHILADELPHIA, PA 19131	N/A GRANT TO ANOTHER 501(C)(3) ORGANIZATION	501(C)(3)	50,000.
PROGRESS NOW EDUCATION FUND 1536 WYNKOOP STREET, SUITE 203 DENVER, CO 80202		501(C)(3)	25,000.
PROJECT FORWARD LEAP 1706 RACE STREET, 2ND FLOOR PHILADELPHIA, PA 19103	N/A GRANT TO ANOTHER 501(C)(3) ORGANIZATION	501(C)(3)	50,000.
SETTLEMENT MUSIC SCHOOL 416 QUEEN STREET PHILADELPHIA, PA 19147	N/A ENDOWMENT	501(C)(3)	100,000.
THE WILDERNESS SOCIETY 1615 M STREET, NW WASHINGTON, DC 20036	N/A GRANT TO ANOTHER 501(C)(3) ORGANIZATION	501(C)(3)	50,000.

JOSEPH AND MARIE FIELD FOUNDATI	ON		23-3009586
THOMAS JEFFERSON UNIVERSITY HOSPITAL 909 WALNUT STREET, 2ND FLOOR PHILADELPHIA, PA 19107	N/A ENDOWMENT FOR NEUROVASCULAR RESEARCH LABORATORY	501(C)(3)	250,000.
TRUSTEES OF THE UNIVERSITY OF PENNSYLVANIA, CCPPR 3815 WALNUT STREET PHILADELPHIA, PA 19104	N/A ENDOWMENT	501(C)(3)	100,000.
YALE LAW SCHOOL P.O. BOX 208215 NEW HAVEN, CT 06520	N/A GRANT TO ANOTHER 501(C)(3) ORGANIZATION	501(C)(3)	50,000.
TOTAL TO FORM 990-PF, PART XV, LI	NE 3A		1,500,000.

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FORM 990-PF GRANTS AND CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT		STATEMENT 9	
RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
NANTUCKET ATHENEUM 1 INDIA STREET NANTUCKET, MA 02554	N/A ENDOWMENT FOR BUILDING FUND	501(C)(3)	150,000.
PHILADELPHIA CHAMBER MUSIC SOCIETY 1616 WALNUT STREET, SUITE 1600 PHILADELPHIA, PA 19103	N/A ENDOWMENT	501(C)(3)	300,000.
THOMAS JEFFERSON UNIVERSITY HOSPITAL 909 WALNUT STREET, 2ND FLOOR PHILADELPHIA, PA 19107	N/A ENDOWMENT FOR NEUROVASCULAR RESEARCH LABORATORY	501(C)(3)	750,000.
TRUSTEES OF THE UNIVERSITY OF PENNSYLVANIA, CCPPR 3815 WALNUT STREET PHILADELPHIA, PA 19104	N/A ENDOWMENT	501(C)(3)	500,000.
TOTAL TO FORM 990-PF, PART XV,	LINE 3B	1	1,700,000.