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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
Treated as a Private Foundation

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

OMB No 1545-0052

2011

For calendar year 2011 or tax year beginning

, and ending

Name of foundation BEATTY HELEN D GROOME U/W		A Employer identification number 23-6224798
Number and street (or P O box number if mail is not delivered to street address) BNY Mellon, N A - P O Box 185	Room/suite	B Telephone number (see instructions) (215) 553-2363
City or town, state, and ZIP code Pittsburgh PA 15230-0185		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 10,643,887	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

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 instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	0	0		
	4 Dividends and interest from securities	199,531	199,933		
	5 a Gross rents		0		
	b Net rental income or (loss)	0			
	6 a Net gain or (loss) from sale of assets not on line 10	418,746			
	b Gross sales price for all assets on line 6a	4,661,417			
	7 Capital gain net income (from Part IV, line 2)		418,746		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10 a Gross sales less returns and allowances	0			
b Less: Cost of goods sold	0				
c Gross profit or (loss) (attach schedule)	0				
11 Other income (attach schedule)	0	0	0		
12 Total. Add lines 1 through 11	618,277	618,679	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	37,808	9,452		28,356
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)	0	0	0	0
	b Accounting fees (attach schedule)	0	0	0	0
	c Other professional fees (attach schedule)	0	0	0	0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	8,863	6,956	0	0
	19 Depreciation (attach schedule) and depletion	0	0	0	
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	776	776	0	0
	24 Total operating and administrative expenses. Add lines 13 through 23	47,447	17,184	0	28,356
	25 Contributions, gifts, grants paid	628,000			628,000
26 Total expenses and disbursements. Add lines 24 and 25	675,447	17,184	0	656,356	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-57,170				
b Net investment income (if negative, enter -0-)		601,495			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2011)

(HTA)

Part II Balance Sheets		Beginning of year	End of year	
			(a) Book Value	(b) Book Value
Assets	1 Cash—non-interest-bearing	1,208	6,310	6,310
	2 Savings and temporary cash investments	104,139	316,362	316,362
	3 Accounts receivable ▶	0		
	Less allowance for doubtful accounts ▶	0	0	0
	4 Pledges receivable ▶	0		
	Less allowance for doubtful accounts ▶	0	0	0
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)	0	0	0
	7 Other notes and loans receivable (attach schedule) ▶	0		
	Less allowance for doubtful accounts ▶	0	0	0
	8 Inventories for sale or use	0	0	
	9 Prepaid expenses and deferred charges		0	
	10 a Investments—U S and state government obligations (attach schedule)	0	0	0
	b Investments—corporate stock (attach schedule)	0	0	0
	c Investments—corporate bonds (attach schedule)	0	0	0
Liabilities	11 Investments—land, buildings, and equipment basis ▶	0		
	Less accumulated depreciation (attach schedule) ▶	0	0	0
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	10,013,541	9,698,570	10,321,215
	14 Land, buildings, and equipment basis ▶	0		
	Less accumulated depreciation (attach schedule) ▶	0	0	0
	15 Other assets (describe ▶)	0	0	0
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	10,118,888	10,021,242	10,643,887
	17 Accounts payable and accrued expenses	0	0	
	18 Grants payable			
Net Assets or Fund Balances	19 Deferred revenue	0	0	
	20 Loans from officers, directors, trustees, and other disqualified persons	0	0	
	21 Mortgages and other notes payable (attach schedule)	0	0	
	22 Other liabilities (describe ▶)	0	0	
	23 Total liabilities (add lines 17 through 22)	0	0	
	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ ☐			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
Net Assets or Fund Balances	27 Capital stock, trust principal, or current funds	10,118,888	10,021,242	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	10,118,888	10,021,242	
	31 Total liabilities and net assets/fund balances (see instructions)	10,118,888	10,021,242	

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	10,118,888
2	Enter amount from Part I, line 27a	2	-57,170
3	Other increases not included in line 2 (itemize) ▶ iShares Basis Adjustment	3	59,124
4	Add lines 1, 2, and 3	4	10,120,842
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	99,600
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	10,021,242

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Attached Statement				
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	0	0	0	
b	0	0	0	
c	0	0	0	
d	0	0	0	
e	0	0	0	
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a	0	0	0	
b	0	0	0	
c	0	0	0	
d	0	0	0	
e	0	0	0	
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	418,746
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8			3	0

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 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))
2010	605,308	10,955,399	0.055252
2009	637,507	10,079,597	0.063247
2008	966,705	11,825,159	0.081750
2007	526,728	13,539,551	0.038903
2006	510,571	12,648,990	0.040365
2 Total of line 1, column (d)			2 0.279517
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.055903
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			4 11,448,298
5 Multiply line 4 by line 3			5 639,994
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 6,015
7 Add lines 5 and 6			7 646,009
8 Enter qualifying distributions from Part XII, line 4 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.			8 656,356

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

1 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)				
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	6,015	
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0	
3 Add lines 1 and 2		3	6,015	
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4		
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	6,015	
6 Credits/Payments				
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	2,074		
b Exempt foreign organizations—tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c	0		
d Backup withholding erroneously withheld	6d			
7 Total credits and payments Add lines 6a through 6d	7	2,074		
8 Enter any penalty for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	0		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	3,941		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0		
11 Enter the amount of line 10 to be Credited to 2012 estimated tax ☐ 0 Refunded ☐	11	0		

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☐ \$ _____ (2) On foundation managers ☐ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4 a 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?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ PA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X	
14	The books are in care of ▶ BNY MELLON, N.A. Telephone no ▶ (215) 553-2363 Located at ▶ P.O. BOX 185, PITTSBURGH, PA ZIP+4 ▶ 15230-0185			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A			
16	At any time during calendar year 2011, 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 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? ☐ Yes ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No		
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 instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ ☐	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 2011?	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 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ Yes ☒ No If "Yes," list the years ▶ 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	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 ▶ 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b	If "Yes," did it have excess business holdings in 2011 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 2011)	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 2011?	4b	X

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see 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 instructions)?**5b** N/A

Organizations relying on a current notice regarding disaster assistance check here

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

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945–5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?
If "Yes" to 6b, file Form 8870**6b** X**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?**7b** N/A**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see 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
BNY Mellon, N.A. P.O. Box 185 Pittsburgh PA 15230-0185	TRUSTEE SEE ATTACHED	91,165	NONE	NONE
BNY Mellon, N.A. P.O. Box 185 Pittsburgh PA 15230-0185	FEE REIMBURSEMENT	-53,357	N/A	N/A
	.00	0	0	0
	.00	0	0	0

2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000

☒ NONE

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 instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		0
		0
		0
		0
		0
		0
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 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1 NONE	
2	
All other program-related investments. See instructions	
3 NONE	0
Total. Add lines 1 through 3	NONE

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	11,281,507
b	Average of monthly cash balances	1b	341,131
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	11,622,638
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	11,622,638
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	174,340
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	11,448,298
6	Minimum investment return. Enter 5% of line 5	6	572,415

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

1	Minimum investment return from Part X, line 6	1	572,415
2a	Tax on investment income for 2011 from Part VI, line 5	2a	6,015
b	Income tax for 2011 (This does not include the tax from Part VI.)	2b	0
c	Add lines 2a and 2b	2c	6,015
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	566,400
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	566,400
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	566,400

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	656,356
b	Program-related investments—total from Part IX-B	1b	NONE
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	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	656,356
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	6,015
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	650,341

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				566,400
2 Undistributed income, if any, as of the end of 2011:				
a Enter amount for 2010 only			0	
b Total for prior years: 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2011:				
a From 2006	NONE			
b From 2007	NONE			
c From 2008	73,807			
d From 2009	136,751			
e From 2010	60,428			
f Total of lines 3a through e	270,986			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 656,356				
a Applied to 2010, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions)		0		
c Treated as distributions out of corpus (Election required—see instructions)	0			
d Applied to 2011 distributable amount				566,400
e Remaining amount distributed out of corpus	89,956			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	360,942			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	0			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	360,942			
10 Analysis of line 9:				
a Excess from 2007	0			
b Excess from 2008	73,807			
c Excess from 2009	136,751			
d Excess from 2010	60,428			
e Excess from 2011	89,956			

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)**N/A****1 a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, 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)**2 a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed**b** 85% of line 2a**c** Qualifying distributions from Part XII, line 4 for each year listed**d** Amounts included in line 2c not used directly for active conduct of exempt activities**e** Qualifying distributions made directly for active conduct of exempt activities
Subtract line 2d from line 2c**3** Complete 3a, b, or c for the alternative test relied upon**a** "Assets" alternative test—enter**(1)** Value of all assets**(2)** Value of assets qualifying under section 4942(j)(3)(B)(i)**b** "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed**c** "Support" alternative test—enter**(1)** Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)**(2)** Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)**(3)** Largest amount of support from an exempt organization**(4)** Gross investment income

Tax year	Prior 3 years			(e) Total
(a) 2011	(b) 2010	(c) 2009	(d) 2008	
0				0
0	0	0	0	0
0				0
				0
0	0	0	0	0
				0
0				0
				0
0				0
				0
				0
				0
				0
				0
				0

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 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 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

NOT APPLICABLE

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

NOT APPLICABLE

c Any submission deadlines

NOT APPLICABLE

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

NOT APPLICABLE

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Attached Statement				
Total			▶ 3a	628,000
b Approved for future payment NONE				
Total			▶ 3b	NONE

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.					
	Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions)
1 Program service revenue					
a _____		0		0	0
b _____		0		0	0
c _____		0		0	0
d _____		0		0	0
e _____		0		0	0
f _____		0		0	0
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	199,531	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory .			18	418,746	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a _____		0		0	0
b _____		0		0	0
c _____		0		0	0
d _____		0		0	0
e _____		0		0	0
12 Subtotal. Add columns (b), (d), and (e)		0		618,277	0
13 Total. Add line 12, columns (b), (d), and (e)				618,277	618,277

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

BEATTY HELEN D GROOME U/W

23-6224798 Page 1 of 7

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**Recipient(s) paid during the year**

Name

BRYN MAWR REHAB HOSPITAL FOUNDATION

Street

414 PAOLI PIKE

City

MALVERN

State

PA

Zip Code

19355

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING

Amount

20,000

Name

CHANNELS FOOD RESCUE

Street

3305 NORTH 6TH STREET

City

HARRISBURG

State

PA

Zip Code

17110

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING

Amount

25,000

Name

THE FRANKLIN INSTITUTE

Street

222 NORTH 20TH STREET

City

PHILADELPHIA

State

PA

Zip Code

19103

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING

Amount

10,000

Name

THE FREE LIBRARY OF PHILADELPHIA FOUNDATION

Street

1901 VINE STREET

City

PHILADELPHIA

State

PA

Zip Code

19103-1189

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING

Amount

21,000

Name

PHILADELPHIA MARTIN LUTHER KING, JR. ASSOCIATION FOR NONVIOLENCE, INC

Street

5398 WYNNEFIELD AVENUE

City

PHILADELPHIA

State

PA

Zip Code

19131

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING

Amount

20,000

Name

URBANPROMISE

Street

P.O. BOX 1479

City

CAMDEN

State

NJ

Zip Code

08105

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING

Amount

28,000

BEATTY HELEN D GROOME U/W

23-6224798 Page 2 of 7

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

ANTI-VIOLENCE PARTNERSHIP OF PHILADELPHIA

Street

2000 HAMILTON STREET, SUITE 304

City

PHILADELPHIA

State

PA

Zip Code

19130

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING

Amount

5,000

Name

BACK ON MY FEET PHILADELPHIA

Street

1520 LOCUST STREET, SUITE 804

City

PHILADELPHIA

State

PA

Zip Code

19102

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING

Amount

15,000

Name

BCS YES!

Street

57 E ARMAT STREET

City

PHILADELPHIA

State

PA

Zip Code

19144

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING

Amount

10,000

Name

BETHESDA MISSION

Street

P O BOX 3041

City

HARRISBURG

State

PA

Zip Code

17105-3041

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING

Amount

10,000

Name

CHOSEN 300 MINISTRIES, INC

Street

P O BOX 95

City

ARDMORE

State

PA

Zip Code

19003

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING

Amount

25,000

Name

COLONIAL NEIGHBORHOOD COUNCIL

Street

107 EAST FOURTH AVENUE

City

CONSHOHOCKEN

State

PA

Zip Code

19428

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING

Amount

10,000

BEATTY HELEN D GROOME U/W

23-6224798 Page 3 of 7

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**Recipient(s) paid during the year**

Name

DOMESTIC ABUSE PROJECT OF DELAWARE COUNTY, INC

Street

14 WEST SECOND STREET

City

MEDIA

State

PA

Zip Code

19063-2802

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING

Amount

20,000

Name

FAMILY SERVICE OF BURLINGTON COUNTY

Street

770 WOODLANE ROAD

City

MOUNT HOLLY

State

NJ

Zip Code

08060

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING

Amount

4,000

Name

FEDERATION HOUSING, INC

Street

8900 ROOSEVELT BOULEVARD

City

PHILADELPHIA

State

PA

Zip Code

19115

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING

Amount

5,000

Name

FEDERATION OF NEIGHBORHOOD CENTERS

Street

1315 WALNUT STREET, SUITE 1401

City

PHILADELPHIA

State

PA

Zip Code

19107

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING

Amount

10,000

Name

HOPE WITHIN COMMUNITY HEALTH CENTER

Street

4748 E HARRISBURG PIKE

City

ELIZABETHTOWN

State

PA

Zip Code

17022

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING

Amount

15,000

Name

HOPEWORKS

Street

543 STATE STREET

City

CAMDEN

State

NJ

Zip Code

08102

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING

Amount

30,000

BEATTY HELEN D GROOME U/W

23-6224798 Page 4 of 7

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**Recipient(s) paid during the year**

Name

HOUSING UNLIMITED, INC

Street

1398 LAMBERTON DRIVE, SUITE G1

City

SILVER SPRING

State

MD

Zip Code

20902

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING

Amount

10,000

Name

I-LEAD, INC.

Street

P.O BOX 48310

City

PHILADELPHIA

State

PA

Zip Code

19144

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING

Amount

20,000

Name

INTER-FAITH HOUSING ALLIANCE

Street

P O BOX 141

City

AMBLER

State

PA

Zip Code

19002

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING

Amount

10,000

Name

JEWISH RELIEF AGENCY

Street

116 BALA AVENUE

City

BALA CYNWYD

State

PA

Zip Code

19004

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING

Amount

20,000

Name

KENNETT AREA SENIOR CENTER

Street

427 SOUTH WALNUT STREET

City

KENNETT SQUARE

State

PA

Zip Code

19348

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING

Amount

35,000

Name

KIPP PHILADELPHIA SCHOOLS

Street

5900 BALTIMORE AVENUE, 2ND FLOOR

City

PHILADELPHIA

State

PA

Zip Code

19143

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING

Amount

15,000

BEATTY HELEN D GROOME U/W

23-6224798 Page 5 of 7

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

THE STEVEN KORMAN NUTRITION CENTER

Street

2323 RANSTEAD STREET

City

PHILADELPHIA

State

PA

Zip Code

19103

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING

Amount

7,500

Name

MENZFIT

Street

1831 CHESTNUT STREET, SUITE 501

City

PHILADELPHIA

State

PA

Zip Code

19103

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING

Amount

10,000

Name

NHS HUMAN SERVICES FOUNDATION

Street

620 E GERMANTOWN PIKE

City

LAFAYETTE HILL

State

PA

Zip Code

19444

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING

Amount

15,000

Name

OPEN HEARTH, INC.

Street

101 N MAIN STREET, SUITE A-1

City

SPRING CITY

State

PA

Zip Code

19475

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING

Amount

15,000

Name

OXFORD AREA NEIGHBORHOOD SVCS CENTER

Street

35 NORTH THIRD STREET

City

OXFORD

State

PA

Zip Code

19363

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING

Amount

10,000

Name

PENNSYLVANIA HOSPITAL OF THE UNIVERSITY OF PENNA HEALTH SYSTE

Street

800 SPRUCE STREET

City

PHILADELPHIA

State

PA

Zip Code

19107

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING

Amount

10,000

BEATTY HELEN D GROOME U/W

23-6224798 Page 6 of 7

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**Recipient(s) paid during the year**

Name

PEOPLE'S LIGHT & THEATRE COMPANY

Street

39 CONESTOGA ROAD

City

MALVERN

State

PA

Zip Code

19355-1706

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING

Amount

10,000

Name

PHILABUNDANCE

Street

3616 SOUTH GALLOWAY STREET

City

PHILADELPHIA

State

PA

Zip Code

19148

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING

Amount

25,000

Name

PROJECT OUTREACH

Street

410 WASHINGTON STREET

City

ROYERSFORD

State

PA

Zip Code

19468

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING

Amount

7,500

Name

PROVIDENCE HOUSE DOMESTIC VIOLENCE SERVICES OF CATHOLIC CHARITIES

Street

P.O. BOX 496

City

WILLINGBORO

State

NJ

Zip Code

08046

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING

Amount

10,000

Name

UTILITY EMERGENCY ASSISTANCE SERVICES FUND

Street

1617 JOHN F. KENNEDY BOULEVARD, SUITE 490

City

PHILADELPHIA

State

PA

Zip Code

19103

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING

Amount

20,000

Name

WOMEN AGAINST ABUSE, INC

Street

100 SOUTH BROAD STREET, SUITE 1341

City

PHILADELPHIA

State

PA

Zip Code

19110

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING

Amount

20,000

BEATTY HELEN D GROOME U/W

23-6224798 Page 7 of 7

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**Recipient(s) paid during the year**

Name

YWCA DELAWARE

Street

100 W 10TH STREET, SUITE 515

City

WILMINGTON

State

DE

Zip Code

19801

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING

Amount

15,000

Name

OPERATION WARM, INC.

Street

1653 BRINTONS BRIDGE ROAD

City

CHADDS FORD

State

PA

Zip Code

19317

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING

Amount

20,000

Name

UNITED WAY OF SOUTHEASTERN PENNSYLVANIA

Street

1709 BENJAMIN FRANKLIN PARKWAY

City

PHILADELPHIA

State

PA

Zip Code

19103-1294

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING

Amount

40,000

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Untitled
TAX MARKET VALUE DETAIL REPORT FOR PFSD TO MOBIUS

ACCOUNT NO	ACCOUNT NAME	CUSIP ID	ASSET SHORT NAME	SHARES	MARKET VALUE	FEDERAL TAX COST
108412XG040	BEATTY HELEN D		CASH	0.00	6,309.54	6,309.54
108412XG040	BEATTY HELEN D	007565302	ADVANTAGE GLOBAL ALPHA-I	17,660.83	207,868.06	219,524.22
108412XG040	BEATTY HELEN D	05569M103	BNY MELLON LARGE CAP STK-M	134,047.97	1,077,745.71	725,647.42
108412XG040	BEATTY HELEN D	05569M301	BNY MELLON INCOME STOCK-M	27,093.59	177,192.12	165,000.00
108412XG040	BEATTY HELEN D	05569M442	BNY MELLON SM/MID CAP-M	12,258.65	149,065.28	134,967.82
108412XG040	BEATTY HELEN D	05569M475	BNY MELLON FOC EQ OPP-M	41,217.06	462,867.66	441,462.33
108412XG040	BEATTY HELEN D	05569M509	BNY MELLON MID CAP STOCK-M	32,483.67	350,498.85	319,565.35
108412XG040	BEATTY HELEN D	05569M582	BNY MEL US CORE EQ 130/30-M	44,967.60	475,307.55	445,628.93
108412XG040	BEATTY HELEN D	05569M616	BNY MELLON MONEY MARKET FUND	49,730.68	49,730.68	49,730.68
108412XG040	BEATTY HELEN D	05569M616	BNY MELLON MONEY MARKET FUND	266,631.75	266,631.75	266,631.75
108412XG040	BEATTY HELEN D	05569M780	BNY MELLON S/T US GOV SECS-M	35,283.78	432,226.31	436,745.09
108412XG040	BEATTY HELEN D	05569M814	BNY MELLON INTERMEDIATE BD-M	30,262.87	394,325.22	364,746.53
108412XG040	BEATTY HELEN D	05569M830	BNY MELLON BOND FUND-M	132,725.31	1,767,901.16	1,664,690.70
108412XG040	BEATTY HELEN D	05569M855	BNY MELLON EMERGING MKTS-M	88,288.39	781,352.26	761,983.19
108412XG040	BEATTY HELEN D	05569M871	BNY MELLON INTERNATIONAL-M	38,000.05	335,160.52	303,243.71
108412XG040	BEATTY HELEN D	261987830	DREYFUS INFELTN ADJ SEC-INST	22,108.23	306,199.10	293,100.50
108412XG040	BEATTY HELEN D	261980494	DREYFUS EMG MKT DEBT LOC C-I	6,978.36	91,835.31	100,000.00
108412XG040	BEATTY HELEN D	261980759	DREYFUS HIGH YIELD-I	22,653.72	140,906.15	140,000.00
108412XG040	BEATTY HELEN D	261986582	DREYFUS GLOBAL REAL ES SEC-I	29,325.51	197,947.22	200,000.00
108412XG040	BEATTY HELEN D	26201H500	DREYFUS EMERGING MARKETS - I	10,324.58	93,540.74	115,873.12
108412XG040	BEATTY HELEN D	26203E604	DREYFUS/NEWTON INTERN EQTY-I	21,256.34	309,067.27	335,000.00
108412XG040	BEATTY HELEN D	48121A670	HIGHBRIDGE DYNAMIC COMM STRA	6,276.03	107,508.50	139,592.61
108412XG040	BEATTY HELEN D	712223106	DREYFUS MIDCAP INDEX FUND	670.06	17,368.11	15,897.96
108412XG040	BEATTY HELEN D	78356A160	RYDEX MANAGED FUTURES STRATE	7,885.62	189,806.97	199,506.26
108412XG040	BEATTY HELEN D	86271F578	DREYFUS SELECT MGER S/C GR-I	4,310.34	71,594.83	70,000.00
108412XG040	BEATTY HELEN D	86271F677	DREYFUS SELECT MGER S/C VL-I	13,398.93	232,739.47	238,020.91
108412XG040	BEATTY HELEN D	86271F727	DREYFUS US EQUITY FUND-I	39,384.84	558,083.27	525,000.00
108412XG040	BEATTY HELEN D	86271F768	DREYFUS PRE STRAT INTER ST-I	13,761.37	167,613.54	165,000.00
108412XG040	BEATTY HELEN D	87234N765	TCW EMERGING MARKETS INCOME	17,543.86	144,561.41	150,000.00
108412XG040	BEATTY HELEN D	999286567	MELLON OPTIMA L/S STRATEGY F	12,080.28	1,080,932.58	1,028,372.87
TOTAL FOR ACCT#108412XG040						10,643,887.14
						10,021,241.49

**Attachment to Form 990-PF Part VIII, Column (b) Title and average hours
per week devoted to position**

As Trustee, BNY Mellon, N A provides administrative services such as acting as investment manager for the named organization. These services require numerous individual bank employees' involvement in the activities of the organization and thus cannot be quantified on an hourly basis. Therefore, the Trustee's fees are not based upon an hourly basis but are calculated based upon factors such as the market value of the account and in accordance with our agreement with the client.

Long Term CG Distributions										Amount			
Short Term CG Distributions										112,542			
										0			
Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Cost, Other Basis and Expenses		Net Gain or Loss
											Valuation Method	Expense of Sale and Cost of Improvements	
1	X	ADVANTAGE GLOBAL ALPHA	007565302			7/7/2011		9/14/2011	5,000	5,476			-476
2	X	BNY MELLON LARGE CAP ST	05569M103			5/6/2010		3/3/2011	80,823	67,000			13,823
3	X	BNY MELLON LARGE CAP ST	05569M103			4/25/2003		3/3/2011	384,250	311,836			72,414
4	X	BNY MELLON LARGE CAP ST	05569M103			4/25/2003		9/14/2011	440,000	414,937			25,063
5	X	BNY MELLON SMALL/MID CAP	05569M442			12/13/2010		3/3/2011	398	368		30	
6	X	BNY MELLON SM/MID CAP-M	05569M442			12/13/2010		7/6/2011	2,240	2,004			236
7	X	BNY MELLON SM/MID CAP-M	05569M442			2/18/2010		7/6/2011	217,760	153,590			64,170
8	X	BNY MELLON SM/MID CAP-M	05569M442			2/18/2010		9/14/2011	10,000	8,568			1,432
9	X	BNY MELLON FOCUSED EQU	05569M475			2/18/2010		3/3/2011	42,554	34,267			8,287
10	X	BNY MELLON FOC EQ OPP-M	05569M475			2/18/2010		9/14/2011	150,000	137,779			12,221
11	X	BNY MELLON MID CAP STOC	05569M509			3/3/2011		7/6/2011	165,000	160,018			4,982
12	X	BNY MELLON MID CAP STOC	05569M509			3/3/2011		9/14/2011	25,000	29,529			-4,529
13	X	BNY MELLON U S CORE EQU	05569M582			2/18/2010		3/3/2011	143,473	115,783			27,690
14	X	BNY MELLON U S CORE EQU	05569M582			2/18/2010		9/14/2011	140,000	131,882			8,118
15	X	BNY MELLON SIT US GOV SE	05569M780			2/18/2010		9/14/2011	65,000	65,423			-423
16	X	BNY MELLON SMALL CAP ST	05569M806			4/25/2003		9/14/2011	177,644	181,588			-3,944
17	X	BNY MELLON SMALL CAP ST	05569M806			12/3/2008		9/14/2011	527	378			149
18	X	BNY MELLON SMALL CAP ST	05569M806			2/19/2009		9/14/2011	73,491	47,598			25,892
19	X	BNY MELLON SMALL CAP ST	05569M806			3/27/2009		9/14/2011	104	69		35	
20	X	BNY MELLON SMALL CAP ST	05569M806			3/3/2011		9/14/2011	4,852	5,821			-969
21	X	BNY MELLON INTERMEDIATE	05569M814			5/6/2010		3/3/2011	45,643	45,856			-213
22	X	BNY MELLON INTERMEDIATE	05569M814			7/16/2004		9/14/2011	115,310	111,787			3,523
23	X	BNY MELLON INTERMEDIATE	05569M814			7/14/2005		9/14/2011	35,142	33,426			1,716
24	X	BNY MELLON INTERMEDIATE	05569M814			5/6/2010		9/14/2011	4,202	4,144			58
25	X	BNY MELLON INTERMEDIATE	05569M814			7/20/2007		9/14/2011	55,345	50,994			4,351
26	X	BNY MELLON BOND FD CL M	05569M830			4/25/2003		3/3/2011	12,443	12,653			-210
27	X	BNY MELLON BOND FUND-M	05569M830			4/25/2003		9/14/2011	437,828	433,250			4,578
28	X	BNY MELLON BOND FUND-M	05569M830			12/14/2009		9/14/2011	5,571	5,426			145
29	X	BNY MELLON BOND FUND-M	05569M830			1/6/2010		9/14/2011	1,863	1,800			63
30	X	BNY MELLON BOND FUND-M	05569M830			2/18/2010		9/14/2011	55,907	54,068			1,839
31	X	BNY MELLON BOND FUND-M	05569M830			12/16/2010		9/14/2011	3,303	3,197			106
32	X	BNY MELLON BOND FUND-M	05569M830			7/7/2011		9/14/2011	101,209	100,000			1,209
33	X	BNY MELLON BOND FUND-M	05569M830			8/31/2009		9/14/2011	64,321	61,968			2,353
34	X	BNY MELLON EMERGING MKT	05569M855			7/7/2011		9/14/2011	20,000	24,225			-4,225
35	X	BNY MELLON INTERNATIONAL	05569M871			12/18/2007		3/3/2011	103,715	132,757			-29,042
36	X	BNY MELLON INTERNATIONAL	05569M871			8/14/2008		3/3/2011	115,832	122,681			-6,849
37	X	BNY MELLON INTERNATIONAL	05569M871			12/14/2009		3/3/2011	2,626	2,442			184
38	X	BNY MELLON INTERNATIONAL	05569M871			4/25/2003		3/3/2011	385,068	319,774			65,294
39	X	DREYFUS DIVERSIFIED INTL	261986632			3/3/2011		9/14/2011	415,830	498,168			-82,338
40	X	DREYFUS MIDCAP INDEX FUL	712223106			12/29/2010		7/6/2011	374	340			34
41	X	DREYFUS MIDCAP INDEX FUL	712223106			3/29/2011		7/6/2011	6	6			0
42	X	DREYFUS MIDCAP INDEX FUL	712223106			9/7/2010		7/6/2011	7,619	5,827			1,792
43	X	RYDEX MANAGED FUTURES	78356A160			7/7/2011		9/14/2011	25,000	25,494			-494
44	X	ISHARES S&P GSCI COMMOD	46428R107			9/7/2010		4/27/2011	336,652	307,421			29,231
45	X	HIGHBRIDGE DYNAMIC COM	48121A670			5/2/2011		9/14/2011	10,000	11,052			-1,052
46	X	ISHARES S&P GSCI COMMOD							59,950				59,950

Line 18 (990-PF) - Taxes

		8,863	6,956	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	6,956	6,956		
2	PY EXCISE TAX DUE	800			
3	ESTIMATED EXCISE PAYMENTS	1,107			
4					
5					
6					
7					
8					
9					
10					

Line 23 (990-PF) - Other Expenses

		776	776	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	ISHARES PARTNERSHIP EXPENSES	776	776		
2					
3					
4					
5					
6					
7					
8					
9					

Part II, Line 13 (990-PF) - Investments - Other

	Item or Category	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1	OTHER INVESTMENTS		10,013,541	9,698,570	10,321,215
2					
3					
4					
5					
6					
7					
8					
9					
10					

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	iShares Basis Adjustment	1	59,124
2	Total	2	59,124

Line 5 - Decreases not included in Part III, Line 2

1	iShares Partnership Adjustment	1	59,335
2	Mellon Optima Adjustment	2	40,265
3	Total	3	99,600

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Amount														
112,542														
0														
Long Term CG Distributions														
Short Term CG Distributions														
	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Totals	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
1	ADVANTAGE GLOBAL ALPHA-I	007565302		7/7/2011	9/14/2011		5,000		0	5,476	-476		0	-476
2	BNY MELLON LARGE CAP STK FD CL M	05569M103		5/6/2010	3/3/2011		80,823		0	67,000	13,823		0	13,823
3	BNY MELLON LARGE CAP STK FD CL M	05569M103		4/25/2003	3/3/2011		384,250		0	311,836	72,414		0	72,414
4	BNY MELLON LARGE CAP STK-M	05569M103		4/25/2003	9/14/2011		440,000		0	414,937	25,063		0	25,063
5	BNY MELLON SMALL/MID CAP FUND-M	05569M442		12/13/2010	3/3/2011		398		0	368	30		0	30
6	BNY MELLON SMALL/MID CAP-M	05569M442		12/13/2010	7/6/2011		2,240		0	2,004	236		0	236
7	BNY MELLON SMALL/MID CAP-M	05569M442		2/18/2010	7/6/2011		217,760		0	153,590	64,170		0	64,170
8	BNY MELLON SMALL/MID CAP-M	05569M442		2/18/2010	9/14/2011		10,000		0	8,568	1,432		0	1,432
9	BNY MELLON FOCUSED EQUITY OPP-M	05569M475		2/18/2010	3/3/2011		42,554		0	34,267	8,287		0	8,287
10	BNY MELLON FOC EQ OPP-M	05569M475		2/18/2010	9/14/2011		150,000		0	137,779	12,221		0	12,221
11	BNY MELLON MID CAP STOCK-M	05569M509		3/3/2011	7/6/2011		165,000		0	160,018	4,982		0	4,982
12	BNY MELLON MID CAP STOCK-M	05569M509		3/3/2011	9/14/2011		25,000		0	29,529	-4,529		0	-4,529
13	BNY MELLON U S CORE EQUITY 130/30	05569M582		2/18/2010	3/3/2011		143,473		0	115,783	27,690		0	27,690
14	BNY MEL US CORE EQ 130/30-M	05569M582		2/18/2010	9/14/2011		140,000		0	131,882	8,118		0	8,118
15	BNY MELLON S/T US GOV SECS-M	05569M780		2/18/2010	9/14/2011		65,000		0	65,423	-423		0	-423
16	BNY MELLON SMALL CAP STK-M	05569M806		4/25/2003	9/14/2011		177,644		0	181,588	-3,944		0	-3,944
17	BNY MELLON SMALL CAP STK-M	05569M806		12/3/2008	9/14/2011		527		0	378	149		0	149
18	BNY MELLON SMALL CAP STK-M	05569M806		2/19/2009	9/14/2011		73,491		0	47,599	25,892		0	25,892
19	BNY MELLON SMALL CAP STK-M	05569M806		3/27/2009	9/14/2011		104		0	69	35		0	35
20	BNY MELLON SMALL CAP STK-M	05569M806		3/27/2009	9/14/2011		4,852		0	5,821	-969		0	-969
21	BNY MELLON INTERMEDIATE BOND FD	05569M814		5/6/2010	3/3/2011		45,643		0	45,856	-213		0	-213
22	BNY MELLON INTERMEDIATE BD-M	05569M814		7/16/2004	9/14/2011		115,310		0	111,787	3,523		0	3,523
23	BNY MELLON INTERMEDIATE BD-M	05569M814		7/14/2005	9/14/2011		35,142		0	33,426	1,716		0	1,716
24	BNY MELLON INTERMEDIATE BD-M	05569M814		5/6/2010	9/14/2011		4,202		0	4,144	58		0	58
25	BNY MELLON INTERMEDIATE BD-M	05569M814		7/20/2007	9/14/2011		55,345		0	50,994	4,351		0	4,351
26	BNY MELLON BOND FD CL M	05569M830		4/25/2003	3/3/2011		12,443		0	12,653	-210		0	-210
27	BNY MELLON BOND FUND-M	05569M830		4/25/2003	9/14/2011		437,828		0	433,250	4,578		0	4,578
28	BNY MELLON BOND FUND-M	05569M830		12/14/2009	9/14/2011		5,571		0	5,426	145		0	145
29	BNY MELLON BOND FUND-M	05569M830		1/6/2010	9/14/2011		1,863		0	1,800	63		0	63
30	BNY MELLON BOND FUND-M	05569M830		2/18/2010	9/14/2011		55,907		0	54,068	1,839		0	1,839
31	BNY MELLON BOND FUND-M	05569M830		12/16/2010	9/14/2011		3,303		0	3,197	106		0	106
32	BNY MELLON BOND FUND-M	05569M830		7/7/2011	9/14/2011		101,209		0	100,000	1,209		0	1,209
33	BNY MELLON BOND FUND-M	05569M830		8/31/2009	9/14/2011		64,321		0	61,968	2,353		0	2,353
34	BNY MELLON EMERGING MKTS-M	05569M855		7/7/2011	9/14/2011		20,000		0	24,225	-4,225		0	-4,225
35	BNY MELLON INTERNATIONAL FD CL M	05569M871		12/18/2007	3/3/2011		103,715		0	132,757	-29,042		0	-29,042
36	BNY MELLON INTERNATIONAL FD CL M	05569M871		8/14/2008	3/3/2011		115,832		0	122,681	-6,849		0	-6,849
37	BNY MELLON INTERNATIONAL FD CL M	05569M871		12/14/2009	3/3/2011		2,626		0	2,442	184		0	184
38	BNY MELLON INTERNATIONAL FD CL M	05569M871		4/25/2003	3/3/2011		385,068		0	319,774	65,294		0	65,294
39	DREYFUS DIVERSIFIED INTL-I	261986632		3/3/2011	9/14/2011		415,830		0	498,168	-82,338		0	-82,338
40	DREYFUS MIDCAP INDEX FUND	712223106		12/29/2010	7/6/2011		374		0	340	34		0	34
41	DREYFUS MIDCAP INDEX FUND	712223106		3/29/2011	7/6/2011		6		0	6	0		0	0
42	DREYFUS MIDCAP INDEX FUND	712223106		9/7/2010	7/6/2011		7,619		0	5,827	1,792		0	1,792
43	RYDEX MANAGED FUTURES STRATEG	78356A160		7/7/2011	9/14/2011		25,000		0	25,494	-494		0	-494
44	ISHARES S&P GSCI COMMODITY-IND	46428R107		9/7/2010	4/27/2011		336,652		0	307,421	29,231		0	29,231
45	HIGHBRIDGE DYNAMIC COMM STRAT	F48121A670		5/2/2011	9/14/2011		10,000		0	11,052	-1,052		0	-1,052
46	ISHARES S&P GSCI COMMODITY-IND						59,950		0	0	59,950		0	59,950

37,808

[illegible]

Part

	0	0	0	0
	Benefits	Expense Account	Explanation	
1	NONE	NONE		
2	N/A	N/A		
3				
4				
5				
6				
7				
8				
9				
10				

Part VI, Line 6a (990-PF) - Estimated Tax Payments

	Date		Amount
1 Credit from prior year return		1	967
2 First quarter estimated tax payment	5/10/2011	2	479
3 Second quarter estimated tax payment	6/9/2011	3	314
4 Third quarter estimated tax payment	9/12/2011	4	314
5 Fourth quarter estimated tax payment		5	
6 Other payments		6	
7 Total		7	2,074