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

**2011**

Department of the Treasury  
Internal Revenue Service

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

For calendar year 2011, or tax year beginning , 2011, and ending ,

<p><b>THE SCHOLLER FOUNDATION</b> C/O WILLIAM W. KEFFER, ESQ. MMWR, 123 SOUTH BROAD STREET PHILADELPHIA, PA 19109</p>	<p><b>A</b> Employer identification number 23-6245158</p> <p><b>B</b> Telephone number (see the instructions) 215-568-7500</p> <p><b>C</b> If exemption application is pending, check here <input type="checkbox"/></p> <p><b>D</b> 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/></p> <p><b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/></p> <p><b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/></p>
<p><b>G</b> Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial Return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change</p>	
<p><b>H</b> Check type of organization. <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation</p>	
<p><b>I</b> Fair market value of all assets at end of year (from Part II, column (c), line 16) ▶ \$ 13,141,212.</p>	
<p><b>J</b> Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)</p>	

<b>Part I Analysis of Revenue and Expenses</b> (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)
1 Contributions, gifts, grants, etc., received (att sch)				
2 Ck <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	382,581.	382,581.	382,581.	
5a Gross rents				
b Net rental income or (loss)				
6a Net gain/(loss) from sale of assets not on line 10	233,145.			
b Gross sales price for all assets on line 6a 4,233,069.				
7 Capital gain net income (from Part IV, line 2)		233,145.		
8 Net short-term capital gain			0.	
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit/(loss) (att sch)				
11 Other income (attach schedule)				
<b>12 Total.</b> Add lines 1 through 11	615,726.	615,726.	382,581.	
13 Compensation of officers, directors, trustees, etc	0.			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach sch) See St 1	17,500.	14,000.	14,000.	3,500.
c Other prof fees (attach sch)				
17 Interest				
18 Rates (attach schedule) (see instrs) See Stm 2	16,479.			
19 Depreciation (attach sch) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) See Statement 3	102,288.	78,449.	78,449.	667.
<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23	136,267.	92,449.	92,449.	4,167.
25 Contributions, gifts, grants paid Part XV	660,747.			660,747.
<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	797,014.	92,449.	92,449.	664,914.
<b>27 Subtract line 26 from line 12:</b>				
<b>a Excess of revenue over expenses and disbursements</b>	-181,288.			
<b>b Net investment income</b> (if negative, enter -0-)		523,277.		
<b>c Adjusted net income</b> (if negative, enter -0-)			290,132.	

SCANNED AUG 20 2012

ADMINISTRATIVE AND OPERATING EXPENSES

RECEIVED  
 AUG 20 2012  
 ST 1  
 ST 2  
 ST 3

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
ASSETS	1	Cash — non-interest-bearing				
	2	Savings and temporary cash investments	252,348.	406,591.	406,591.	
	3	Accounts receivable				
		Less: allowance for doubtful accounts				
	4	Pledges receivable				
		Less: allowance for doubtful accounts				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach sch)				
		Less: allowance for doubtful accounts				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges		4,300.	4,300.	
	10a	Investments — U S and state government obligations (attach schedule)				
	b	Investments — corporate stock (attach schedule)	8,260,053.	7,790,424.	9,341,805.	
	c	Investments — corporate bonds (attach schedule)	2,987,699.	3,102,197.	3,388,516.	
	11	Investments — land, buildings, and equipment: basis				
	Less: accumulated depreciation (attach schedule)					
12	Investments — mortgage loans					
13	Investments — other (attach schedule)					
14	Land, buildings, and equipment: basis					
	Less: accumulated depreciation (attach schedule)					
15	Other assets (describe )					
16	<b>Total assets</b> (to be completed by all filers — see the instructions Also, see page 1, item 1)	11,500,100.	11,303,512.	13,141,212.		
LIABILITIES	17	Accounts payable and accrued expenses	15,300.			
	18	Grants payable				
	19	Deferred revenue.				
	20	Loans from officers, directors, trustees, & other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe )				
	23	<b>Total liabilities</b> (add lines 17 through 22)	15,300.	0.		
NET ASSETS OR FUND BALANCES	<b>Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.</b> <input checked="" type="checkbox"/>					
	24	Unrestricted	11,484,800.	11,303,512.		
	25	Temporarily restricted				
	26	Permanently restricted				
	<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.</b> <input type="checkbox"/>					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, building, and equipment fund				
29	Retained earnings, accumulated income, endowment, or other funds					
30	<b>Total net assets or fund balances</b> (see instructions)	11,484,800.	11,303,512.			
31	<b>Total liabilities and net assets/fund balances</b> (see instructions)	11,500,100.	11,303,512.			

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	11,484,800.
2	Enter amount from Part I, line 27a	2	-181,288.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	11,303,512.
5	Decreases not included in line 2 (itemize)	5	
6	<b>Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30</b>	6	11,303,512.

**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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a SEE ATTACHED SCHEDULE	P	Various	Various
b SEE ATTACHED SCHEDULE	P	Various	Various
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 1,178,706.		1,431,149.	-252,443.
b 3,054,363.		2,568,775.	485,588.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			-252,443.
b			485,588.
c			
d			
e			

2 Capital gain net income or (net capital loss). <span style="float:right">[ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 ]</span>	2	233,145.
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 <span style="float:right">]</span>	3	-252,443.

**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 (column (b) divided by column (c))
2010	582,167.	13,697,560.	0.042502
2009	710,935.	12,128,050.	0.058619
2008	738,170.	14,132,630.	0.052232
2007	777,591.	16,999,517.	0.045742
2006	763,662.	15,600,922.	0.048950

2 Total of line 1, column (d)	2	0.248045
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	0.049609
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	14,277,674.
5 Multiply line 4 by line 3	5	708,301.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	5,233.
7 Add lines 5 and 6	7	713,534.
8 Enter qualifying distributions from Part XII, line 4	8	664,914.

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1 Date of ruling or determination letter: _____ (attach copy of letter if necessary – see instrs)	1	10,466.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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	10,466.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5 <b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-	5	10,466.
6 Credits/Payments.		
a 2011 estimated tax pmts and 2010 overpayment credited to 2011	6a	14,700.
b Exempt foreign organizations – tax withheld at source	6b	
c Tax paid with application for extension of time to file (Form 8868)	6c	
d Backup withholding erroneously withheld	6d	
7 Total credits and payments. Add lines 6a through 6d	7	14,700.
8 Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9 <b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	9	0.
10 <b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	10	4,234.
11 Enter the amount of line 10 to be: <b>Credited to 2012 estimated tax</b> 4,234.   <b>Refunded</b>	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
1 b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>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</i>		X
1 c Did the foundation file <b>Form 1120-POL</b> for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ▶ \$ 0. (2) On foundation managers ▶ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities</i>		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? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
4 b If 'Yes,' has it filed a tax return on <b>Form 990-T</b> for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		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? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ <u>PA</u>		
8 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 <i>General Instruction G</i> ? <i>If 'No,' attach explanation</i>	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)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		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)			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)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <span style="float:right">▶ N/A</span>	X		
14	The books are in care of ▶ <u>JOSEPH M CAHILL LLC</u> Telephone no. ▶ <u>610-889-3300</u> Located at ▶ <u>189 W LANCASTER AVE PAOLI PA</u> ZIP + 4 ▶ <u>19301</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	N/A	▶	<input type="checkbox"/>
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 ▶		Yes	No
		16		X

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

File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	N/A
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?  Yes  No

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?  Yes  No

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d). N/A

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

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

If 'Yes' to 6b, file Form 8870

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

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

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

**1 List all officers, directors, trustees, foundation managers and their compensation (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
See Statement 4		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  0

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

**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.'**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NORTHSTAR ASSET MANAGEMENT 488 NORRISTOWN ROAD, SUITE 142 BLUE BELL, PA 19422	INVESTMENT ADVISORY	72,373.
-----		
-----		
-----		
-----		
-----		
-----		
<b>Total</b> number of others receiving over \$50,000 for professional services		<b>0</b>

**Part IX-A Summary of Direct Charitable Activities**

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

	Expenses
1 <u>NONE</u> ----- -----	
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 <u>N/A</u> ----- -----	
2 ----- -----	
All other program-related investments. See instructions 3 ----- -----	
<b>Total.</b> Add lines 1 through 3	<b>0.</b>

BAA

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

<b>1</b> Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes		
<b>a</b> Average monthly fair market value of securities	<b>1a</b>	14,044,651.
<b>b</b> Average of monthly cash balances	<b>1b</b>	450,450.
<b>c</b> Fair market value of all other assets (see instructions)	<b>1c</b>	
<b>d Total</b> (add lines 1a, b, and c)	<b>1d</b>	14,495,101.
<b>e</b> Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b> Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b> Subtract line 2 from line 1d	<b>3</b>	14,495,101.
<b>4</b> Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	217,427.
<b>5 Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	<b>5</b>	14,277,674.
<b>6 Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	713,884.

**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.)

<b>1</b> Minimum investment return from Part X, line 6		<b>1</b>	713,884.
<b>2a</b> Tax on investment income for 2011 from Part VI, line 5	<b>2a</b>	10,466.	
<b>b</b> Income tax for 2011 (This does not include the tax from Part VI)	<b>2b</b>		
<b>c</b> Add lines 2a and 2b		<b>2c</b>	10,466.
<b>3</b> Distributable amount before adjustments. Subtract line 2c from line 1		<b>3</b>	703,418.
<b>4</b> Recoveries of amounts treated as qualifying distributions		<b>4</b>	
<b>5</b> Add lines 3 and 4		<b>5</b>	703,418.
<b>6</b> Deduction from distributable amount (see instructions)		<b>6</b>	
<b>7 Distributable amount</b> as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1		<b>7</b>	703,418.

**Part XII** Qualifying Distributions (see instructions)

<b>1</b> Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes		
<b>a</b> Expenses, contributions, gifts, etc – total from Part I, column (d), line 26	<b>1a</b>	664,914.
<b>b</b> Program-related investments – total from Part IX-B	<b>1b</b>	
<b>2</b> Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	<b>2</b>	
<b>3</b> Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b> Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b> Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4 Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	664,914.
<b>5</b> Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	<b>5</b>	
<b>6 Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	664,914.

**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				703,418.
2 Undistributed income, if any, as of the end of 2011:				
a Enter amount for 2010 only			660,747.	
b Total for prior years: 20 ____, 20 ____, 20 ____		0.		
3 Excess distributions carryover, if any, to 2011				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 664,914.				
a Applied to 2010, but not more than line 2a			660,747.	
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				4,167.
e Remaining amount distributed out of corpus	0.			
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	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount – see instructions		0.		
e Undistributed income for 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				699,251.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
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	0.			
10 Analysis of line 9:				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

**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)

	Tax year				(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
<b>2 a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
<b>b</b> 85% of line 2a					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities					
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
<b>3</b> Complete 3a, b, or c for the alternative test relied upon					
<b>a</b> 'Assets' alternative test – enter					
<b>(1)</b> Value of all assets					
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)					
<b>b</b> 'Endowment' alternative test – enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
<b>c</b> 'Support' alternative test – enter					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
<b>(3)</b> Largest amount of support from an exempt organization					
<b>(4)</b> Gross investment income					

**Part XV Supplementary Information (Complete this part only if the organization 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  
 See Statement 5

**b** The form in which applications should be submitted and information and materials they should include  
 See Statement for Line 2a

**c** Any submission deadlines:  
 See Statement for Line 2a

**d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors  
 See Statement for Line 2a

**Part XV** Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE SCHEDULE		N/A		660,747.
<b>Total</b>				▶ 3a 660,747.
b Approved for future payment				
<b>Total</b>				▶ 3b





**Statement 1**  
Form 990-PF, Part I, Line 16b  
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Total	\$ 17,500.	\$ 14,000.	\$ 14,000.	\$ 3,500.
	<u>\$ 17,500.</u>	<u>\$ 14,000.</u>	<u>\$ 14,000.</u>	<u>\$ 3,500.</u>

**Statement 2**  
Form 990-PF, Part I, Line 18  
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Federal excise tax	\$ 10,846.			
Foreign tax	5,633.			
Total	\$ 16,479.	\$ 0.	\$ 0.	\$ 0.
	<u>\$ 16,479.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

**Statement 3**  
Form 990-PF, Part I, Line 23  
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Insurance	\$ 3,335.	\$ 2,668.	\$ 2,668.	\$ 667.
Investment fees	72,373.	72,373.	72,373.	
Legal	26,044.	3,354.	3,354.	
MISCELLANEOUS	536.	54.	54.	
Total	\$ 102,288.	\$ 78,449.	\$ 78,449.	\$ 667.
	<u>\$ 102,288.</u>	<u>\$ 78,449.</u>	<u>\$ 78,449.</u>	<u>\$ 667.</u>

**Statement 4**  
Form 990-PF, Part VIII, Line 1  
List of Officers, Directors, Trustees, and Key Employees

Name and Address	Title and Average Hours Per Week Devoted	Compen- sation	Contri- bution to EBP & DC	Expense Account/ Other
E. BROOKS KEFFER, JR. ESQ 3500 WEST CHESTER PIKE, D111 NEWTOWN SQUARE, PA 19073	Trustee 0	\$ 0.	\$ 0.	\$ 0.
WILLIAM KEFFER 10 FORREST VIEW ROSE VALLEY, PA 19086	Chairman 0		0.	0.

Client 359

THE SCHOLLER FOUNDATION  
C/O WILLIAM W. KEFFER, ESQ.

23-6245158

8/02/12

10 26AM

**Statement 4 (continued)**  
**Form 990-PF, Part VIII, Line 1**  
**List of Officers, Directors, Trustees, and Key Employees**

<u>Name and Address</u>	<u>Title and Average Hours Per Week Devoted</u>	<u>Compen- sation</u>	<u>Contri- bution to EBP &amp; DC</u>	<u>Expense Account/ Other</u>
T SERGEANT PEPPER 14145 EAGLE'S NEST FARM LANE STILL POND, MD 21667	Trustee 0	\$ 0.	\$ 0.	\$ 0.
JONATHAN SERGEANT PEPPER 140 SPRUCE ROAD AMBLER, PA 19002	Trustee 0	0.	0.	0.
ANTHONY J BROWN 9 LLANALEW ROAD HAVERFORD, PA 19041	Trustee 0	0.	0.	0.
Total		\$ 0.	\$ 0.	\$ 0.

**Statement 5**  
**Form 990-PF, Part XV, Line 2a-d**  
**Application Submission Information**

Name of Grant Program: THE SCHOLLER FOUNDATION  
Name: WILLIAM W. KEFFER, ESQ.  
Care Of: MMWR, 123 SOUTH BROAD STREET  
Street Address: PHILADELPHIA, PA 19109  
City, State, Zip Code: 215-772-7505  
Telephone: BY LETTER WITH CERTIFICATION OF TAX EXEMPT STATUS AND THAT  
Form and Content: ORGANIZATION IS NOT A PRIVATE FOUNDATION.  
Submission Deadlines: AUGUST 15  
Restrictions on Awards: GENERALLY THERE ARE NO RESTRICTIONS ON GRANTS TO 501(C) (3)  
ORGANIZATIONS.

**THE SCHOLLER FOUNDATION**

**Schedule of Investments**

**December 31, 2011**

<u>Par/Shares</u>	<u>Description</u>	<u>Cost Basis</u>	<u>Market Value</u>
<b>Corporate Bonds</b>			
	100M Aetna Inc 6.625%36	\$ 98,472	\$ 123,204
	250M AT&T Corp 9.75%	257,525	352,733
	100M Avon Products 4.8%13	105,871	103,374
	100M Brinker Intl 5.75%14	100,691	105,199
	80M California Petro 8.52%15	82,214	82,102
	100M Centutytel Inc 6.15%19	106,255	100,123
	100M CSX Corp 5.75%13	101,491	105,361
	200M Dayton Hudson (Target) 8.6% DEB 1/15/12	201,500	200,445
	100M GMAC 02/01/12	100,000	100,125
	100M Hartford Finl Svcs 6%19	107,158	102,658
	100M HSBC Holdings 6.5%36	97,685	102,162
	100M Ingersoll Rand 9.5%14	104,659	116,353
	100M Jefferies Group 5.5%16	101,278	92,000
	100M Kraft Foods 5.25%13	96,623	106,708
	100M Laboratory Corp 5.625%15	88,915	112,241
	100M Lincoln Natl 6.25%20	106,756	107,983
	100M Marathon Oil Corp 6%17	94,642	116,525
	100M Marriot Intl 5.625%13	101,497	103,542
	100M May Dept Stores 7.6%25	101,235	102,000
	100M Motorola Inc 7.5%25	98,046	117,822
	100M Natl Semiconduct 6.15%12	99,918	102,480
	100M Transocean 6.0%18	103,808	103,231
	250M Tyco Intl 3/1/23	254,875	290,033
	100M Union Pacific	91,716	108,530
	6M Vulcan Matls Co 6.3%13	6,097	6,293
	100M Weyerhauser 7.125%23	99,665	107,128
	100M Wilmington Trust 4.875%13	98,670	102,411
	100M Yum Brands 6.25%16	94,935	115,750
		3,102,197	3,388,516

**Exchange Traded Funds**

9,000	First Tr Exch Traded Fd	165,969	154,800
10,400	Ishares MSCI All Country	479,919	518,960
3,600	Ishares MSCI Brazil Indx	213,294	206,604
5,650	Ishares MSCI Cda Idx Fd	144,696	150,290
9,250	Ishares MSCI Pac Ex Japn	323,115	360,103
8,500	Vanguard Bond Index	691,648	687,140
15,500	Vanguard Emerging Market	542,324	592,255

See accountant's report on supplementary information

**THE SCHOLLER FOUNDATION**

**Schedule of Investments**

**December 31, 2011**

<u>Par/Shares</u>	<u>Description</u>	<u>Cost Basis</u>	<u>Market Value</u>
2,500	Vanguard Ftse ETF	195,636	193,925
18,150	Vanguard Info Tech	1,019,035	1,113,866
4,500	Vanguard Small Cap	289,637	313,514
6,000	Wisdomtree India Earning	<u>306,485</u>	<u>307,620</u>
		4,371,758	4,599,077
<b>Corporate Stocks</b>			
2,500	Allergan Inc	166,284	219,350
4,875	Ametek Inc New	83,636	205,238
1,700	Apache Corp	164,803	153,986
390	Apple Inc	145,268	157,950
2,600	Baker Hughes Inc.	183,902	126,464
2,700	Berkshire Hathaway B	212,190	206,010
4,000	Canadian Natl Ry Co	166,877	314,240
3,700	Celanese Corp	172,987	163,799
6,000	Danaher Corp	219,411	282,240
7,000	E M C Corp Mass	171,719	150,780
1,700	Everest Re Group Ltd	147,680	142,953
2,100	Lab CP of Amer Hldg	152,165	180,537
4,800	Nestle S A Reg B	171,752	277,189
3,250	Novartis A G Spon Adr F	185,599	185,803
4,000	Occidental Pete Corp	147,303	374,800
3,600	Proctor & Gamble	28,952	240,156
4,000	Prudential Financial	210,791	200,480
4,500	Qualcomm Inc.	173,572	246,150
3,100	Schlumberger Ltd	98,217	211,761
3,500	Stryker Corp Common	174,753	173,985
3,100	Thermo Fisher Scientific	104,050	139,407
3,200	United Technologies Corp.	67,786	233,888
1,225	VF Corporation	<u>68,969</u>	<u>155,562</u>
		3,418,666	4,742,728
	<b>Total Investments</b>	<u>\$ 10,892,621</u>	<u>\$ 12,730,321</u>

See accountant's report on supplementary information

**THE SCHOLLER FOUNDATION**

**Schedule of Capital Gains and Losses**

**Year Ended December 31, 2011**

<u>Shares</u>	<u>Security</u>	<u>Date</u> <u>Acquired</u>	<u>Date</u> <u>Sold</u>	<u>Gross</u> <u>Sales</u> <u>Price</u>	<u>Cost or</u> <u>Other</u> <u>Basis</u>	<u>Net</u> <u>Short-term</u> <u>Gain/Loss</u>	<u>Net</u> <u>Long-term</u> <u>Gain/Loss</u>
<b>SHORT TERM</b>							
1,025	Vanguard Bond Index	9/9/2010	2/11/2011	\$ 82,022	\$ 83,357	\$ (1,335)	
20,000	California Petro 8 52%15	10/4/2010	4/1/2011	20,000	20,803	(803)	
600	Total S A Sponsored Adr	7/14/2010	4/27/2011	36,654	29,774	6,880	
750	Teva Pharm Inds	3/31/2011	5/5/2011	35,323	37,666	(2,343)	
3,200	Akamai Technologies	4/13/2011	7/22/2011	95,640	120,771	(25,131)	
3,400	Express Scripts Inc	11/8/2010	9/21/2011	140,889	173,372	(32,483)	
850	Express Scripts Inc	4/27/2011	9/21/2011	35,222	47,760	(12,538)	
1,000	Express Scripts Inc	8/8/2011	9/21/2011	41,438	51,227	(9,789)	
5,100	JP Morgan Chase	2/23/2011	9/21/2011	162,372	243,972	(81,600)	
5,700	Urban Outfitters Inc	11/8/2010	10/3/2011	132,408	174,081	(41,673)	
11,600	Global X Exch Traded Fd	12/15/2010	10/3/2011	160,412	220,503	(60,091)	
100,000	Vulcan Matls Co 7 0%18	2/15/2011	11/10/2011	98,234	106,438	(8,204)	
2,000	Mead Johnson Nutrition	4/27/2011	11/16/2011	138,092	121,425	16,667	
<b>LONG TERM</b>							
3,450	Vanguard Small Cap Growth	6/3/2009	2/2/2011	270,123	159,214		\$ 110,909
1,000	Cisco Systems	1/26/2000	2/23/2011	18,739	5,011		13,728
9,000	Cisco Systems	1/27/2000	2/23/2011	168,649	56,003		112,646
3,415	Aqua America Inc	10/12/1998	3/31/2011	77,134	30,998		46,136
200	Vanguard Emerging Market	10/17/2007	3/31/2011	9,524	11,041		(1,517)
200	Vanguard Emerging Market	10/17/2007	3/31/2011	9,524	11,043		(1,519)
400	Vanguard Emerging Market	10/17/2007	3/31/2011	19,049	22,080		(3,031)
200	Vanguard Emerging Market	10/17/2007	3/31/2011	9,524	11,041		(1,517)
100	Vanguard Emerging Market	10/17/2007	3/31/2011	4,762	5,521		(759)
200	Adobe Systems Inc	7/26/2006	4/13/2011	6,829	5,372		1,457
400	Adobe Systems Inc	7/26/2006	4/13/2011	13,658	10,748		2,910
100	Apache Corp	12/29/2009	4/13/2011	13,117	10,407		2,710
100	Apache Corp	12/29/2009	4/13/2011	13,117	10,407		2,710
200	Lab Cp of Amer Hldg	8/15/2008	4/13/2011	18,559	14,492		4,067
400	Proctor & Gamble	12/31/2000	4/13/2011	24,711	3,217		21,494
200	VF Corporation	6/3/2009	4/13/2011	19,538	11,260		8,278
2,100	Danaher Corp	6/16/2008	4/27/2011	111,566	86,205		25,361
2,000	Total S A Sponsored Adr	5/14/2004	4/27/2011	122,178	94,355		27,823
1,300	VF Corporation	6/3/2009	4/27/2011	134,442	73,192		61,250
2,500	Teva Pharm Inds	3/11/2008	5/5/2011	117,744	120,973		(3,229)
1,500	Teva Pharm Inds	8/15/2008	5/5/2011	70,647	69,726		921
7,000	Aqua America Inc	10/12/1998	5/24/2011	157,823	63,538		94,285
1	Aqua America Inc	10/12/1998	6/3/2011	13	9		4
94,000	Vulcan Matls Co 6.3%13	6/23/2008	6/14/2011	102,371	95,519		6,852
100,000	Gatx Finl Corp 6.273%11	4/7/2009	6/15/2011	100,000	100,117		(117)
1,000	Goldman Sachs Group Inc	2/3/2010	6/15/2011	132,895	150,719		(17,824)
8,100	Telefonica	10/29/2009	7/22/2011	190,019	232,101		(42,082)
2,700	Telefonica	7/14/2010	7/22/2011	63,340	56,704		6,636
2,200	Vanguard Info Tech	8/4/2009	8/8/2011	136,741	103,500		33,241
5,400	Adobe Systems Inc	7/26/2006	8/29/2011	127,336	145,096		(17,760)
100	Apache Corp	12/29/2009	9/23/2011	8,309	10,407		(2,098)
500	Apache Corp	12/29/2009	9/23/2011	41,547	52,037		(10,490)

See accountant's report on supplementary information

**THE SCHOLLER FOUNDATION**

**Schedule of Capital Gains and Losses**

**Year Ended December 31, 2011**

<u>Shares</u>	<u>Security</u>	<u>Date</u> <u>Aquired</u>	<u>Date</u> <u>Sold</u>	<u>Gross</u> <u>Sales</u> <u>Price</u>	<u>Cost or</u> <u>Other</u> <u>Basis</u>	<u>Net</u> <u>Short-term</u> <u>Gain/Loss</u>	<u>Net</u> <u>Long-term</u> <u>Gain/Loss</u>
200	Apache Corp	12/29/2009	9/23/2011	16,619	20,807		(4,188)
700	Lab Cp of Amer Hldg	8/15/2008	9/23/2011	55,393	50,722		4,671
1,400	Thermo Fisher Scientific	8/2/2005	9/23/2011	71,681	46,991		24,690
675	VF Corporation	6/3/2009	10/17/2011	89,151	38,003		51,148
100,000	Bank of NY 5 9%31	12/21/2007	11/15/2011	100,000	95,104		4,896
6,500	Wisdomtree India Earning	8/17/2010	11/28/2011	108,484	151,062		(42,578)
14	Vanguard Emerging Market	10/17/2007	12/28/2011	538	773		(235)
86	Vanguard Emerging Market	10/17/2007	12/28/2011	3,302	4,748		(1,446)
800	Vanguard Emerging Market	10/17/2007	12/28/2011	30,718	44,160		(13,442)
2,000	Vanguard Emerging Market	2/21/2008	12/28/2011	76,796	95,398		(18,602)
1,000	Vanguard Emerging Market	7/2/2008	12/28/2011	38,398	46,169		(7,771)
2,000	Vanguard Emerging Market	8/15/2008	12/28/2011	76,796	84,868		(8,072)
1,000	Vanguard Emerging Market	9/25/2008	12/28/2011	38,398	37,297		1,101
900	Vanguard Emerging Market	11/6/2008	12/28/2011	34,561	20,620		13,941
				<u>\$ 4,233,069</u>	<u>\$ 3,999,924</u>	<u>\$ (252,443)</u>	<u>\$ 485,588</u>

See accountant's report on supplementary information

THE SCHOLLER FOUNDATION  
Schedule of Grants  
For the Year Ended December 31, 2011

<u>A Better Chance – Strath Haven</u> , PO Box 495, Swarthmore, PA 19081. A grant was made to cover the cost of health insurance and certain out-of-pocket healthcare costs for the young people served through the program.	\$10,650.
<u>ALS Foundation, Greater Philadelphia Chapter</u> , 321 Norristown Road, Suite 260, Ambler, PA 19002. A grant was made to purchase 99 DME items to bolster the inventory of their loaner equipment programs.	15,000.
<u>Associated Services for the Blind and Visually Impaired</u> , 919 Walnut Street, Philadelphia, PA 19107. A grant was made to support the Computer Technology Center to continue the focus of their computer training skills for adults with vision loss.	7,000.
<u>Atlantic City Day Nursery</u> , 101 North Boston Avenue, Atlantic, City, NJ 08401. A grant was made to assist with the following improvements: removal of wallpaper, sealing and painting of walls with non-toxic washable, heavy-duty paint in four classrooms; replacement of flooring in four classrooms including the removal of existing layers of flooring material, replacement of moisture damaged subfloor, and installation of new flooring; and interior environmental assessment.	15,000.
<u>Baker Industries</u> , 184 Pennsylvania Avenue, Malvern, PA 19355. A grant was made to be used for General Program Support, which strives to instill a strong work ethic in their population of low-income adults (people with disabilities, former substance abusers, ex-offenders and homeless people), to enable them to move into the real workforce.	20,000.
<u>Bestwork Industries for the Blind, Inc.</u> , 801 East Clements Bridge Road, Runnemede, NJ 08078. A grant was made to purchase equipment that will be used to provide training, employment services and competitive employment for the Delaware Valley residents who are blind or legally blind.	10,000.
<u>Bryn Mawr Terrace</u> , 773 E. Haverford Road, Bryn Mawr, PA 19010. A grant was made to provide support for painting, carpeting, significant new lighting, furniture and other major improvements.	20,000.
<u>Center in the Park</u> , 5818 Germantown Avenue, Philadelphia, PA 19144. A grant was made to provide for the following repairs: a new hydraulic cylinder for the elevator, which requires a new plunger, new cylinder and various costs of installation.	10,000.
<u>Children's Hospital of Philadelphia</u> , 34th Street and Civic Center Boulevard, Philadelphia, PA 19104. A grant was made for the acquisition of a real time thermal cycler and related computer software for two 96-well ABI Veriti thermal cyclers.	16,000.

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<u>Curtis Institute of Music</u> , 1726 Locust Street, Philadelphia, PA 19103. A grant was made to support the Student Assistance Fund, which will provide critical financial support for students who lack the resources to pay for costs related to their education.	20,000.
<u>Deborah Hospital Foundation</u> , 20 Pine Mill Road, Browns Mills, NJ 08015. A grant was made to purchase a 3-D Transesophageal Echocardiography to enable the medical professionals to see cardiac structure and function as well as real-time displays of the beating heart from new perspectives.	10,000
<u>Devereux Foundation</u> , 139 Leopard Road, Berwyn, PA 19312. A grant was made to purchase a changing table and EZ Stand Lift to enable individuals with significant ambulation issues access to the pool and partial funding to support continuing education and certification for its intellectual disabilities nurses.	15,000
<u>Elwyn</u> , 111 Elwyn Road, Elwyn, PA 19063. A grant was made towards the purchase of a Verifit real-ear/hearing aid analyzer.	5,000
<u>Embrace Kids Foundation</u> , 121 Somerset Street, New Brunswick, NJ 08901 A grant was made towards the David E. Zullo Pediatric Palliative Care Program to provide 24-hour palliative nursing care as part of a comprehensive care approach for approximately 50 high-risk cancer patients and families, in the hospital and at home.	10,000.
<u>EZ2C Foundation (Embracing Life Beyond Vision Loss)</u> , 489 Devon Park Drive, Suite 300, Wayne, PA 19087. A grant was made to improve community education and provide a means for individuals to learn about tools and techniques for daily living, from simple large print items to computer access.	2,000.
<u>Friends Home in Kennett</u> , 147 West State Street, Kennett Square, PA 19348. A grant was made to upgrade fixtures, furniture and equipment in the personal care and skilled nursing dining rooms.	5,000.
<u>Gesu School</u> , 1700 West Thompson Street, Philadelphia, PA 19121 A grant was made for The Youth Education for Tomorrow Program, an after-school literacy initiative, for the 2011-2012 school year.	10,000.
<u>Good News Home for Women, Inc.</u> , 33 Bartles Corner Road, Flemington, NJ 08822. A grant was made to provide operational support for the long and short-term residential treatment program offered to women seeking to reclaim their lives from the devastating effects of drugs and alcohol addiction.	20,000.
<u>Handi-Crafters</u> , 215 Barley Sheaf Road, Thorndale, PA 19372. A grant was made to the Supported Employment Program that provides an opportunity for individuals with disabilities to gain valuable work skills.	7,500.
<u>Harcum College</u> , 750 Montgomery Avenue, Bryn Mawr, PA 19010. A grant was made to purchase and install a Sterilization System used in the Cohen Dental Clinic. This system protects both patients and dental hygienists from exposure to hazardous materials, allows for quick and safe process of various types of waste and prevents cross contamination of instruments and other areas.	10,000.

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<u>Hickman Friends Senior Community of West Chester</u> , 400 North Walnut Street, West Chester, PA 19380. A grant was made to fund a portion of the cost to enhance the updated security system by installing cameras on the second and third floors of the Hickman Memorial and Sharpless Hall Buildings.	7,674.
<u>Hope Springs Equestrian Therapy, Inc.</u> , P. O. Box 156, Chester Springs, PA 19425. A grant was made to provide the benefits of horseback riding therapy to children with disabilities and youth at risk.	5,000.
<u>Inglis Foundation</u> , 2600 Belmont Avenue, Philadelphia, PA 19131. A grant was made to support the Inglis Care Management (ICM) Program, which enables adults with severe physical disabilities to stay in their homes and live independently by helping them identify and coordinate the services they need.	9,000.
<u>Judith Creed Homes for Adult Independence, Inc.</u> , 21 Bala Avenue, Suite 100, Bala Cynwyd, PA 19004. A grant was made to help needy clients meet the expense of their fee to avail themselves of the services that Judith Creed Homes provides.	5,000.
<u>Kent Association of Riding Therapy</u> , PO Box 126, Worton, MD 21678. A grant was made to support the salary of the NARHA Certified Riding Instructor.	18,000.
<u>Lankenau Medical Center Foundation</u> , 100 East Lancaster Avenue, Wynnewood, PA 19096. A grant was made to support the purchase of a specialized digital camera attachment for the Zeiss Axiovert 200 Microscope and Live Cell Imaging System.	16,067.
<u>Metropolitan Area Neighborhood Nutrition Alliance (aka MANNA)</u> , 2323 Ranstead Street, Philadelphia, PA 19103. A grant was made to support their ongoing program of home-delivered meals and nutrition counseling for people throughout the greater Philadelphia area who are at acute nutritional risk from a life-threatening illness.	15,000.
<u>Mighty Writers, Inc.</u> , 1501 Christian Street, 1st Floor, Philadelphia, PA 19146. A grant was made to support the afterschool program which provides writing workshop classes, a teen lounge and SAT prep courses to nearly 1,000 underserved city students.	10,000.
<u>Mission for Educating Children with Autism</u> , 640 Herrs Lane, Downingtown, PA 19335. A grant was made for funding to enable eight of its employees to participate in a Master's and Autism Certificate Program.	10,000.
<u>Montgomery County Association for the Blind</u> , 212 North Main Street, North Wales, PA 19454 A grant was made to provide orientation and mobility services to people who are experiencing extreme vision deterioration and loss, to enable them to learn to travel safely, independently and with dignity.	7,500.

<p><u>Montgomery County Emergency Service, Inc.</u>, 50 Beech Drive, Norristown, PA 19403. A grant was made to purchase the following equipment: 1 Stryker MS Power Pro EMS Cot, 2 Phillips automated external defibrillators, 15 aluminum oxygen cylinders, 2 anti-tip wheelchairs, 2 over-bed tilt patient tables, 2 skillbuilder positioning bed wedges, 10 littman stethoscopes, 2 fingertip Pulsox units, 2 commode pails and 2 short spine boards.</p>	15,637.
<p><u>Operation Warm</u>, 1653 Brintons Bridge Road, Chadds Ford, PA 19317. A grant was made to fund the general operating expenses of the Delaware Valley Coat Program to provide new winter coats to children in need in the Pennsylvania counties of Bucks, Chester, Delaware, Montgomery and Philadelphia and the city of Camden, NJ.</p>	7,500.
<p><u>Overbrook School for the Blind</u>, 6333 Malvern Avenue, Philadelphia, PA 19151. A grant was made to support the Early Intervention Outreach Program which teaches and supports parents and caregivers of babies who are blind or visually impaired methods to help the child stay on track developmentally.</p>	20,000.
<p><u>Paoli Hospital Foundation</u>, 255 West Lancaster Avenue, Paoli, PA 19301. A grant was made to support the Regional Trauma Center with the purchase of trauma-specific equipment in the Emergency Department and Operating Rooms.</p>	10,000.
<p><u>Pennsylvania School for the Deaf</u>, 100 w. School House Lane, Philadelphia, PA 19144. A grant was made toward the building of the critically needed Maguire Student-Community Learning Center which will provide a new dining hall, internet café, teaching kitchen and garden, multipurpose meeting room, distance learning conference room, state of the art lifescience labs and audiology testing booths, an ADA accessible Nurse's Office, and much needed office space.</p>	15,000.
<p><u>Peter's Place</u>, 150 N. Radnor Chester Road, Radnor, PA 19087. A grant was made for general operating support of its program serving bereaved children and families.</p>	20,000.
<p><u>Philabundance</u>, 3616 South Galloway Street, Philadelphia, PA 19148. A grant was made to support and grow the Organization's efforts to fight hunger.</p>	15,000
<p><u>Philadelphia Council for Community Advancement</u>, 1617 JFK Boulevard, #1550, Philadelphia, PA 19103. A grant was made to enable PCCA to maintain and expand its comprehensive housing counseling services to help vulnerable individuals and families avoid foreclosure and realize housing stability.</p>	8,000.
<p><u>Philadelphia University</u>, 4201 Henry Avenue, Philadelphia, PA 19144. A grant was made to provide scholarship funds to full-time undergraduate students in a degree-granting course of study, in good academic standing, and whose financial needs cannot be met by other aid programs.</p>	20,000.

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<u>Philadelphia University</u> , 4201 Henry Avenue, Philadelphia, PA 19144. A grant was made for a pilot project involving the pre-installation of e-textbook and reading materials on iPads for faculty teaching the Integrative Design Process course in the College of Design, Engineering and Commerce.	15,000.
<u>PLAN of PA</u> , PO Box 154, Wayne, PA 19087. A grant was made to provide Representative Payee financial and case management services to individuals with mental illness, intellectual disabilities, brain injury or autism in the Greater Philadelphia area.	10,000.
<u>PROJECT H.O.M.E.</u> , 1515 Fairmount Avenue, Philadelphia, PA 19130. A grant was made to assist the Health Services Program, which is committed to addressing the health and wellness needs of homeless, formerly homeless, low-income and uninsured people, including Project H.O.M.E. residents, members of the St. Elizabeth's/Diamond Street Community and staff.	15,000.
<u>Ralston Center</u> , 3615 Chestnut Street, Philadelphia, PA 19104. A grant was made to support the My Way Program, that helps elders maintain their independence at home.	10,000.
<u>Saint Philip Neri School</u> , 3015 Chestnut Street, Lafayette Hill, PA 19444. A grant was made for the purchase of two carts of 30 Dell computers to further increase classroom technology integration for all students.	3,000.
<u>Salvation Army</u> , 701 North Broad Street, Philadelphia, PA 19123. A grant was made to support the Children and Youth Services Program at the Red Shield Family Residence, helping program participants to lead healthier, safer and more productive lives.	20,000.
<u>Sebastian Riding Associates</u> , 3589 Water Street Road, Collegeville, PA 19426. A grant was made to assist the continuation of scholarships to riders in financial need.	5,000.
<u>St. Edmond's Home for Children</u> , 320 South Roberts Road, Rosemont, PA 19010. A grant was made for two computers, two adapted mouse devices and several software programs designed to help children who are developmentally delayed and intellectually impaired.	4,100.
<u>Surrey Services for Seniors</u> , 28 Bridge Avenue, Berwyn, PA 19312. A grant was made to support Surrey Cares—a core set of essential services that helps older adults live at home with independence and dignity and to continue as active members of the community.	25,000.
<u>The Seeing Eye</u> , P. O. Box 375, Morristown, NJ 07963. A grant was made to provide services to Pennsylvania graduates and students who are blind, by enhancing their independence through the use of Seeing eye dogs.	10,000.
<u>Variety-The Children's Charity</u> , 1520 Locust Street, Philadelphia, PA 19102. A grant was made to support the summer program for youth with disabilities at the Variety Club Camp and Developmental Center.	10,119.

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<u>Visiting Nurse Association of Greater Philadelphia</u> , 3300 Henry Avenue, Philadelphia, PA 19129. A grant was made to furnish and equip an additional private patient care room in the VNA Hospice Inpatient Unit at its Falls Center location.	15,000.
<u>Wagner Free Institute of Science</u> , 1700 West Montgomery Avenue, Philadelphia, PA 19121 A grant was made to support the Wagner's free science education mission through programs that serve more than 34,000 Philadelphia area children and adults each year.	15,000.
<u>West Chester Area Senior Center</u> , 530 East Union Street, West Chester, PA 19382. A grant was made to be used for Health & Wellness Programs, including daily meals, daily exercise and fitness program and health & wellness instructional workshops.	6,000.
<u>Widener University</u> , One University Place, Chester, PA 19013. A grant was made to support the Project Prepare Book Fund which selects deserving recipients who are actively participating in the Project Prepare program who satisfy certain identified requirements.	10,000.
<u>Williamson Free School of Trade</u> , 106 S. New Middletown Road, Media, PA 19063. A grant was made to directly provide for education costs and living expenses for students in 2011-2012 and, as a result, make a significant difference in the lives of promising young "Williamson men."	<u>15,000.</u>
	<u>\$660,747.</u>