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Form 990-PF

Department of the Treasury
Internal Revenue ServiceReturn of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

OMB No 1545-0052

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

2011

For calendar year 2011 or tax year beginning

, and ending

Name of foundation

HAESELER LOUISE H MEM FD TR

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

Room/suite

Wells Fargo Bank N A - 101N Independence Mall E MACY1372-062

City or town, state, and ZIP code

PA

19106-2112

MAY 9, 2011

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

A Employer identification number

23-6428035

B Telephone number (see instructions)

(888) 730-4933

C If exemption application is pending, check here D 1. Foreign organizations, check here 2. Foreign organizations meeting the 85% test,
check here and attach computation E If private foundation status was terminated
under section 507(b)(1)(A), check here F If the foundation is in a 60-month termination
under section 507(b)(1)(B), check here H Check type of organization Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ► \$ 623,189 (Part I, column (d) must be on cash basis)

J Accounting method. Cash Accrual
 Other (specify) _____

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 ► <input checked="" type="checkbox"/> 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	24,981	24,981		
	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		-814		
	b Gross sales price for all assets on line 6a	41,236			
	7 Capital gain net income (from Part IV, line 2)			0	
	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	24,167	24,981	0	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	8,500	6,375		2,125
	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)	2,000	0	0	2,000
	c Other professional fees (attach schedule)	0	0	0	0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	735	285	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)	122	92	0	31
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	11,357	6,752	0	4,156
	25 Contributions, gifts, grants paid	49,300			49,300
	26 Total expenses and disbursements. Add lines 24 and 25	60,657	6,752	0	53,456
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-36,490			
	b Net investment income (if negative, enter -0-)		18,229		
	c Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

(HTA)

Form 990-PF (2011)

107

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	0	0	0
	2	Savings and temporary cash investments	13,462	21,019	21,019
	3	Accounts receivable ►	0	0	0
		Less allowance for doubtful accounts ►	0	0	0
	4	Pledges receivable ►	0	0	0
		Less allowance for doubtful accounts ►	0	0	0
	5	Grants receivable	0	0	0
	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	0	0
		Less allowance for doubtful accounts ►	0	0	0
	8	Inventories for sale or use	0	0	0
	9	Prepaid expenses and deferred charges	0	0	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
	11	Investments—land, buildings, and equipment basis ►	0	0	0
	Less accumulated depreciation (attach schedule) ►	0	0	0	
12	Investments—mortgage loans	0	0	0	
13	Investments—other (attach schedule)	665,594	623,316	602,170	
14	Land, buildings, and equipment basis ►	0	0	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)	679,056	644,335	623,189	
Liabilities	17	Accounts payable and accrued expenses	0	0	0
	18	Grants payable	0	0	0
	19	Deferred revenue	0	0	0
	20	Loans from officers, directors, trustees, and other disqualified persons	0	0	0
	21	Mortgages and other notes payable (attach schedule)	0	0	0
	22	Other liabilities (describe ►) .	0	0	0
	23	Total liabilities (add lines 17 through 22)	0	0	0
Net Assets or Fund Balances	24	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>	0	0	0
		and complete lines 24 through 26 and lines 30 and 31.			
	25	Unrestricted	0	0	0
	26	Temporarily restricted	0	0	0
		Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>	0	0	0
		and complete lines 27 through 31.			
	27	Permanently restricted	0	0	0
	28	Capital stock, trust principal, or current funds	679,056	644,335	644,335
	29	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	0
	30	Retained earnings, accumulated income, endowment, or other funds	0	0	0
31	Total net assets or fund balances (see instructions)	679,056	644,335	644,335	
	Total liabilities and net assets/fund balances (see instructions)	679,056	644,335	644,335	

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	679,056
2	Enter amount from Part I, line 27a .	2	-36,490
3	Other increases not included in line 2 (itemize) ► See Attached Statement	3	2,717
4	Add lines 1, 2, and 3 .	4	645,283
5	Decreases not included in line 2 (itemize) ► See Attached Statement	5	948
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	644,335

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	0		
b 0	0	0	0		
c 0	0	0	0		
d 0	0	0	0		
e 0	0	0	0		
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
a 0	0	0	0		
b 0	0	0	0		
c 0	0	0	0		
d 0	0	0	0		
e 0	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		-814		
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	59,708	646,891	0.092300
2009	48,784	588,711	0.082866
2008	31,691	700,950	0.045211
2007	31,200	825,357	0.037802
2006	41,438	791,620	0.052346

2 Total of line 1, column (d) 2 0.310525

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 0.062105

4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5 4 661,723

5 Multiply line 4 by line 3 5 41,096

6 Enter 1% of net investment income (1% of Part I, line 27b) 6 182

7 Add lines 5 and 6 7 41,278

8 Enter qualifying distributions from Part XII, line 4 8 53,456

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 ► 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

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-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)

5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-

6 Credits/Payments

a 2011 estimated tax payments and 2010 overpayment credited to 2011

b Exempt foreign organizations—tax withheld at source

c Tax paid with application for extension of time to file (Form 8868)

d Backup withholding erroneously withheld

6a 425

6b

6c 0

6d

7 Total credits and payments Add lines 6a through 6d

8 Enter any penalty for underpayment of estimated tax Check here if Form 2220 is attached

9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed

10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

11 Enter the amount of line 10 to be Credited to 2012 estimated tax ►

182

Refunded ►

11 61

Part VII-A Statements Regarding Activities

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?

Yes X

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?

1b X

If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities

1c X

c Did the foundation file Form 1120-POL for this year?

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 X

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

3 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

4a X

4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

4b N/A

b If "Yes," has it filed a tax return on Form 990-T for this year?

5 X

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

If "Yes," attach the statement required by General Instruction T

6 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?

7 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

8b X

8 a Enter the states to which the foundation reports or with which it is registered (see instructions) ► PA

9 X

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

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

10 X

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

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 ► WELLS FARGO BANK N.A. Located at ► 101N Independence Mall E MACY1372-062 Philadelphia PA	Telephone no ► 888-730-4933	ZIP+4 ► 19106-2112
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 X No

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)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?		
	(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 ►	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?	<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))?
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?
- (3) Provide a grant to an individual for travel, study, or other similar purposes?
- (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)
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)?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***If "Yes," attach the statement required by Regulations section 53 4945–5(d)***5b** **N/A****6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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*

<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
------------------------------	--

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
------------------------------	--

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
------------------------------	--

7b **N/A****Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, foundation managers and their compensation (see 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
Wells Fargo Bank, N A 101N Independence Mall E MACY1372-062 Phi	Trustee	4 00	8,500	0
		00	0	0
		00	0	0
		.00	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
NONE		0
		0
		0
		0
		0
		0
Total number of others receiving over \$50,000 for professional services		►

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		
3		

All other program-related investments. See instructions

3	NONE	
		0

Total. Add lines 1 through 3 ► 0

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	658,405
b	Average of monthly cash balances	1b	13,395
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	671,800
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	671,800
4	Cash deemed held for charitable activities Enter 1 1/4 % of line 3 (for greater amount, see instructions)	4	10,077
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	661,723
6	Minimum investment return. Enter 5% of line 5	6	33,086

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	33,086
2a	Tax on investment income for 2011 from Part VI, line 5	2a	182
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	0
c	Add lines 2a and 2b	2c	182
3	Distributable amount before adjustments Subtract line 2c from line 1	3	32,904
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	32,904
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	32,904

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	53,456
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the	3a	
a	Suitability test (prior IRS approval required)	3b	0
b	Cash distribution test (attach the required schedule)	4	53,456
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	5	182
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)	6	53,274
6	Adjusted qualifying distributions. Subtract line 5 from line 4		

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 Distinbutable amount for 2011 from Part XI, line 7				32,904
2 Undistrbutable income, if any, as of the end of 2011			0	
a Enter amount for 2010 only		0		
b Total for prior years 20 ____, 20 ____, 20 ____				
3 Excess distributions carryover, if any, to 2011				
a From 2006	3,033			
b From 2007	NONE			
c From 2008	NONE			
d From 2009	19,634			
e From 2010	27,699			
f Total of lines 3a through e	50,366			
4 Qualifying distributions for 2011 from Part XII, line 4 ► \$ 53,456			0	
a Applied to 2010, but not more than line 2a				
b Applied to undistrbutable 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				32,904
e Remaining amount distributed out of corpus	20,552			
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:	70,918			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5			0	
b Prior years' undistrbutable income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistrbutable 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 Undistrbutable income for 2010 Subtract line 4a from line 2a Taxable amount—see instructions				0
f Undistrbutable 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)	3,033			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	67,885			
10 Analysis of line 9				
a Excess from 2007	0			
b Excess from 2008	0			
c Excess from 2009	19,634			
d Excess from 2010	27,699			
e Excess from 2011	20,552			

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				<input type="checkbox"/> 4942(j)(3) or	<input type="checkbox"/> 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				0	
c	Qualifying distributions from Part XII, line 4 for each year listed				0	
d	Amounts included in line 2c not used directly for active conduct of exempt activities				0	
e	Qualifying distributions made directly for active conduct of exempt activities				0	
	Subtract line 2d from line 2c				0	
3	Complete 3a, b, or c for the alternative test relied upon				0	
a	"Assets" alternative test—enter				0	
(1)	Value of all assets				0	
(2)	Value of assets qualifying under section 4942(j)(3)(B)(i)				0	
b	"Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				0	
c	"Support" alternative test—enter				0	
(1)	Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				0	
(2)	Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				0	
(3)	Largest amount of support from an exempt organization				0	
(4)	Gross investment income				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

WELLS FARGO BANK, N.A. 101 N INDEPENDENCE MALL E MACY 1372-062 PHILADELPHIA PA 19106

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

APPLICATION FORM WITH INCOME/EXPENSE INFORMATION

c Any submission deadlines.

NONE

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

Present and former full-time employees of the Philadelphia Public School district who need financial assistance

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)				
<i>a Paid during the year</i> See Attached Statement				
Total			► 3a	49,300
<i>b Approved for future payment</i> NONE				
Total			► 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

	Unrelated business income		Excluded by section 512, 513, or 514	(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount		
1 Program service revenue				
a		0		0
b		0		0
c		0		0
d		0		0
e		0		0
f		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	24,981
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	-814
9 Net income or (loss) from special events				
10 Gross profit or (loss) from sales of inventory				
11 Other revenue a		0		0
b		0		0
c		0		0
d		0		0
e		0		0
12 Subtotal Add columns (b), (d), and (e)		0		24,167
13 Total. Add line 12, columns (b), (d), and (e) (See worksheet in line 13 instructions to verify calculations)			13	24,167

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

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

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of:	1a(1)	X
(1)	Cash	1a(2)	X
(2)	Other assets		
b	Other transactions	1b(1)	X
(1)	Sales of assets to a noncharitable exempt organization	1b(2)	X
(2)	Purchases of assets from a noncharitable exempt organization	1b(3)	X
(3)	Rental of facilities, equipment, or other assets	1b(4)	X
(4)	Reimbursement arrangements	1b(5)	X
(5)	Loans or loan guarantees	1b(6)	X
(6)	Performance of services or membership or fundraising solicitations	1c	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees		
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? . . .

Yes No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here	<p>Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge</p> <div style="border: 1px solid black; padding: 5px; display: inline-block;"> <p>May the IRS discuss this return with the preparer shown below (see instructions)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p> </div>		
 John N. Salante		<u>4/27/2012</u>	<u>VP AND TAX DIRECTOR</u>
Signature of officer or trustee		Date	Title

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input checked="" type="checkbox"/> if self-employed	PTIN
	JOSEPH J CASTRIANO		4/27/2012		P01251603
	Firm's name ► PricewaterhouseCoopers, LLP		Firm's EIN ►	13-4008324	
Firm's address ► 600 GRANT STREET, PITTSBURGH, PA 15219-2777		Phone no	412-355-6000		

HAESELER LOUISE H MEM FD TR

23-6428035 Page 1 of 1

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

Recipient(s) paid during the year

Name

SEE ATTACHMENT

Street

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship NONE	Foundation Status FORMER PHILADELPHIA PUBLIC SCHOOL EMPLOYEES
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 49,300
--	------------------

Name

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
--------------	-------------------

Purpose of grant/contribution	Amount 0
-------------------------------	-------------

Name

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
--------------	-------------------

Purpose of grant/contribution	Amount 0
-------------------------------	-------------

Name

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
--------------	-------------------

Purpose of grant/contribution	Amount 0
-------------------------------	-------------

Name

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
--------------	-------------------

Purpose of grant/contribution	Amount 0
-------------------------------	-------------

Name

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
--------------	-------------------

Purpose of grant/contribution	Amount 0
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Continuation of Part XV, Line 3a

Disbursements for Charitable Purposes

Frances Carter 7900

Frances Hauser 8400

Steven Johnson 8400

Linda Mora 8400

Lillian
Smallwood 1000

Louise
Goldstein 7200

Olthelia D.
Johns 8000

Total **49300**

Line 16b (990-PF) - Accounting Fees

	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	2,000			2,000
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 18 (90-PF) - Taxes

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	PY FED EXCISE TAX	450			
2	ESTIMATED EXCISE TAX PAID				
3	FOREIGN TAX WITHHELD	285	285		
4					
5					
6					
7					
8					
9					
10					

Line 23 (990-PF) - Other Expenses

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	TRUSTEE FEES				
2	ADR FEES				
3	STATE AG FEES				
4	CHARITABLE EXPENSES	122	92		31
5					
6					
7					
8					
9					

Part III (990-PF) - Changes in Net Assets or Fund Balances**Line 3 - Other increases not included in Part III, Line 2**

1 COST BASIS ADJUSTMENTS	1	10
2 MUTUAL FUND & CTF INCOME ADDITIONS	2	2,707
3 Total	3	2,717

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

1 MUTUAL FUND & CTF INCOME SUBTRACTIONS	1	721
2 PY RETURN OF CAPITAL ADJUSTMENTS	2	227
3 Total	3	948

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

	Long Term CG Distributions Kind(s) of Property Sold	Short Term CG Distributions CUSIP #	Amount 314 0	Totals How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Losses Over Adjusted Basis or Losses
1	ING INTERNATIONAL REAL EST-1 #2664144980Q518			8/19/2008	2/18/2011		2,000		0	2,118	-118		-118
2	ING INTERNATIONAL REAL EST-1 #2664144980Q518			8/19/2008	8/2/2011		3,000		0	3,227	-227		0
3	JPMORGAN INTREPID VAL-SEL FD #413481242306			7/12/2007	8/2/2011		2,000		0	2,647	-647		0
4	JPMORGAN INTREPID VAL-SEL FD #413481242306			7/12/2007	11/2/2011		1,000		0	1,368	-368		0
5	T ROWE PRICE EQUITY INCOME #71	779547108		8/26/2005	5/4/2011		1,000		0	1,051	-51		0
6	T ROWE PRICE EQUITY INCOME #71	779547108		8/26/2005	8/2/2011		2,000		0	2,295	-295		0
7	T ROWE PRICE EQUITY INCOME #71	779547108		8/26/2005	11/2/2011		1,000		0	1,173	-173		0
8	T ROWE PRICE BLUE CHIP GROWTH #93177954Q106			7/12/2007	5/4/2011		3,000		0	2,981	19		0
9	T ROWE PRICE BLUE CHIP GRWTH #93177954Q106			7/12/2007	8/2/2011		2,000		0	2,051	-51		0
10	T ROWE PRICE BLUE CHIP GRWTH #93177954Q106			7/12/2007	11/2/2011		2,000		0	2,054	-54		0
11	SPDR DOW JONES REIT ETF	78464A607		8/19/2008	2/18/2011		4,009		0	4,156	-147		0
12	SPDR DOW JONES REIT ETF	78464A607		8/19/2008	8/2/2011		4,913		0	5,027	-114		0
13	WELLS FARGO ADV SM C/P VI FD-ADM	94984B397		11/25/2003	11/2/2011		3,500		0	3,839	-339		0
14	WFM ADV TRAD SIC GRWTH FD INST #4	94985D244		11/25/2003	5/4/2011		4,000		0	3,428	572		0
15	WFM ADV TRAD SIC GRWTH FD INST #4	94985D244		11/25/2003	11/2/2011		1,500		0	1,492	8		0
16	WELLS FARGO ADV LG C/P GR FD-INS #94985D277			2/25/2002	5/4/2011		1,000		0	757	243		0
17	WELLS FARGO ADV LG C/P GR FD-INS #94985D277			2/25/2002	8/2/2011		2,000		0	1,594	406		0
18	WELLS FARGO ADV LG C/P GR FD-INS #94985D277			2/25/2002	11/2/2011		1,000		0	792	208		0
19							0		0	0	0		0
20							0		0	0	0		0
21							0		0	0	0		0

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

<u>Part</u>	0	0	0
	Benefits	Expense Account	Explanation
1			
2			
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	425
2 First quarter estimated tax payment	2	
3 Second quarter estimated tax payment	3	
4 Third quarter estimated tax payment	4	
5 Fourth quarter estimated tax payment	5	
6 Other payments	6	0
7 Total	7	425

**LOUISE H. HAESELER
MEMORIAL FUND**

B Y - L A W S

ARTICLE I

OFFICES

Section 1.1. The registered office shall be located at c/o The Philadelphia High School for Girls, Broad Street and Olney Avenue, Philadelphia, Pennsylvania 19141.

Section 1.2. The corporation may also have offices at such other places as the Board of Trustees may from time to time determine.

ARTICLE II

PURPOSE OF FUND

Section 2.1. The fund is established to perpetuate the memory of a great teacher, Louise H. Haeseler, and to meet a need which was near her heart, and which she strove to alleviate.

Section 2.2. The fund is to be a permanent fund for the relief of present and former permanently appointed, full-time employees of the Philadelphia Public School District, who are in need of financial help. It is especially to provide: (1) for those retired employees whose salaries were very low; and (2) for those employees who became incapacitated before they completed sufficient years of service to be eligible for an adequate pension. When the needs of these two classes of employees have been cared for, the needs of other employees may be met at the discretion of the Trustees.

Section 2.3. The collection of the fund:

(a) The following means for collecting the fund shall be employed:

(1) Gifts from alumnae of the Philadelphia High School for Girls, and from other friends of Louise H. Haeseler.

(2) Annual contributions from the teachers in the public schools of Philadelphia, to be made until the fund shall have become large enough to provide an income adequate to meet the need.

(b) A committee of three members of the Board of Trustees, one of whom shall be the treasurer of the corporation, shall receive applications for financial assistance, and shall have charge of giving this help, making regular reports of its activities to the Board of Trustees.

(c) Contributions, with all bequests and gifts, unless otherwise specified by the donors, shall be added each year to the permanent fund, which shall be put into the hands of a trust company for investment.

The chairman, treasurer, and secretary of the Board of Trustees shall constitute a committee to conduct all negotiations and agreements with the custodian of the Fund, First Union National Bank, NC0302, 401 S. Tryon Street, Th-4, Charlotte, North Carolina, 28288-0302

(d) The income of the permanent fund is to be distributed each year; and, in addition, any necessary principal, to comply with federal tax laws and/or Article II, Section 2.2.

HAESELER LOUISE H MEM FD TR
 23-6428035
 12/31/2011

Security Description	Security Category	Account #	CUSIP	Asset Name	FMV	Fed Cost
Outside checking		1519601573		Outside Checking Account	10,161	10,161
Demand Note	Savings & Temp Inv	1519601573	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	2,383	2,383
Demand Note	Savings & Temp Inv	1519601573	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	8,475	8,475
Mutual Fund	Invest - Other	1519601573	246248306	DELAWARE POOLED TR INTL EQUITY #31	28,104	61,000
Mutual Fund	Invest - Other	1519601573	693390700	PIMCO TOTAL RET FD-INST #35	63,195	62,207
Mutual Fund	Invest - Other	1519601573	693390841	PIMCO HIGH YIELD FD-INST #108	19,168	20,000
Mutual Fund	Invest - Other	1519601573	77954Q106	T ROWE PRICE BLUE CHIP GRWTH #93	26,398	27,559
Mutual Fund	Invest - Other	1519601573	779547108	T ROWE PRICE EQUITY INCOME #71	25,997	29,755
Mutual Fund	Invest - Other	1519601573	44980Q518	ING INTERNATIONAL REAL EST-1 #2664	22,841	22,381
Mutual Fund	Invest - Other	1519601573	464287499	ISHARES TR RUSSELL MIDCAP INDEX FD	37,006	35,088
Mutual Fund	Invest - Other	1519601573	693391559	PIMCO EMERG MKTS BD-INST #137	24,052	21,773
Mutual Fund	Invest - Other	1519601573	464287234	ISHARES TR MSCI EMERGING MARKETS	26,368	27,314
Mutual Fund	Invest - Other	1519601573	94984B348	WELLS FARGO ADV INTL EQ FD INS #4117	38,153	37,701
Mutual Fund	Invest - Other	1519601573	94985D277	WELLS FARGO ADV LG CP GR FD-INS #440	26,676	19,191
Mutual Fund	Invest - Other	1519601573	94985D582	WELLS FARGO ADV INTL BOND-IS #4705	30,064	28,872
Mutual Fund	Invest - Other	1519601573	94984B397	WELLS FARGO ADV SM CP VL FD-ADM #737	16,717	17,879
Mutual Fund	Invest - Other	1519601573	464287226	ISHARES BARCLAYS AGGREGATE BOND FUND	63,504	57,888
Mutual Fund	Invest - Other	1519601573	94985D244	WF ADV TRAD S/C GRWTH FD INST #4132	16,095	15,964
Mutual Fund	Invest - Other	1519601573	464287176	ISHARES BARCLAYS TIPS BOND FUND	24,155	21,965
Mutual Fund	Invest - Other	1519601573	722005667	PIMCO COMMODITY REAL RET STRAT-I#45	20,505	33,000
Mutual Fund	Invest - Other	1519601573	78464A607	SPDR DOW JONES REIT ETF	48,042	28,550
Mutual Fund	Invest - Other	1519601573	76628T645	RIDGEWORTH SEIX HY BDI #5855	18,953	20,000
Mutual Fund	Invest - Other	1519601573	4812A2306	JPMORGAN INTREPID VAL-SEL FD #1136	26,177	35,230
Cash		1519601573				
					<u>623,189</u>	<u>644,335</u>
				Total		
				Cash		
				Invest - Other	602,170	623,316
				Savings & Temp Inv	21,019	21,019