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

OMB No 1545-0052

2011

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

, 20

Name of foundation

HEAD FAMILY CHARITABLE FOUNDATION 5507-19-4/4

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

C/O GLENMEDE TRUST CO., N.A., 1650 MARKET ST.

City or town, state, and ZIP code

PHILADELPHIA, PA 19103-7391

A Employer identification number

38-6949833

B Telephone number (see instructions)

(215) 419-6000

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 ☐

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name change

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) ▶ \$ 29,307,189.

J Accounting method: ☒ Cash ☐ Accrual☐ Other (specify) _____

(Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses (The
total of amounts in columns (b), (c), and (d)
may not necessarily equal the amounts in
column (a) (see 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 (attach schedule) .

14,000,000.

2 Check ☐ if the foundation is not required to
attach Sch. B

3 Interest on savings and temporary cash investments

353.

256.

N/A

4 Dividends and interest from securities

292,909.

296,279.

5a Gross rents

b Net rental income or (loss)

6a Net gain or (loss) from sale of assets not on line 10

-30,844.

b Gross sales price for all
assets on line 6a

1,512,026.

7 Capital gain net income (from Part IV, line 2)

8 Net short-term capital gain

9 Income modifications

10a Gross sales less returns
and allowances

b Less: Cost of goods sold

c Gross profit or (loss) (attach schedule)

11 Other income (attach schedule)

-5,015.

12 Total. Add lines 1 through 11

14,257,403.

291,520.

13 Compensation of officers, directors, trustees, etc.

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees (attach schedule)

27,593.

NONE

NONE

27,593.

b Accounting fees (attach schedule)

3,500.

NONE

NONE

3,500.

c Other professional fees (attach schedule)

37,939.

28,454.

9,485.

17 Interest

18 Taxes (attach schedule) (see instructions)

3,947.

19 Depreciation (attach schedule) and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses (attach schedule) STMT. 2

545.

545.

24 Total operating and administrative expenses.

Add lines 13 through 23

73,524.

28,454.

NONE

41,123.

25 Contributions, gifts, grants paid

475,000.

475,000.

26 Total expenses and disbursements. Add lines 24 and 25

548,524.

28,454.

NONE

516,123.

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

13,708,879.

b Net investment income (if negative, enter -0-)

263,066.

c Adjusted net income (if negative, enter -0-)

N/A

For Paperwork Reduction Act Notice, see Instructions.

JSA

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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			74,627.	74,627.
	2	Savings and temporary cash investments		16,000,000.	11,820,855.	11,820,855.
	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 schedule) ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10 a	Investments - U.S. and state government obligations (attach schedule)				
	b	Investments - corporate stock (attach schedule)				
	c	Investments - corporate bonds (attach schedule)				
	11	Investments - land, buildings, and equipment: basis				
	Less: accumulated depreciation ▶ (attach schedule)					
12	Investments - mortgage loans					
13	Investments - other (attach schedule)			17,813,407.	17,411,707.	
14	Land, buildings, and equipment: basis					
	Less: accumulated depreciation ▶ (attach schedule)					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)			16,000,000.	29,708,889.	29,307,189.
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)					
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>					
	27	Capital stock, trust principal, or current funds			16,000,000.	29,708,889.
	28	Paid-in or capital surplus, or land, bldg., and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	Total net assets or fund balances (see instructions)			16,000,000.	29,708,889.
	31	Total liabilities and net assets/fund balances (see instructions)			16,000,000.	29,708,889.

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	16,000,000.
2	Enter amount from Part I, line 27a	2	13,708,879.
3	Other increases not included in line 2 (itemize) ▶ ROUNDING	3	10.
4	Add lines 1, 2, and 3	4	29,708,889.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	29,708,889.

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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 PUBLICLY TRADED SECURITIES			P	VARIOUS	VARIOUS
b CAPITAL GAIN DIVIDENDS			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 1,399,393.		1,542,870.	-143,477.
b 112,633.		-0-	112,633.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			-143,477.
b			112,633.
c			
d			
e			

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	-30,844.
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	

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	NONE	15,760,000.	NONE
2009			
2008			
2007			
2006			

2 Total of line 1, column (d)	2	NONE
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	NONE
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	28,600,252.
5 Multiply line 4 by line 3	5	NONE
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,631.
7 Add lines 5 and 6	7	2,631.
8 Enter qualifying distributions from Part XII, line 4. If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	516,123.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1.			
Date of ruling or determination letter: _____ (attach copy of letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b.		1	2,631.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3 Add lines 1 and 2.		3	2,631.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	2,631.
6 Credits/Payments:			
a 2011 estimated tax payments and 2010 overpayment credited to 2011.	6a	3,945.	
b Exempt foreign organizations - tax withheld at source.	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868).	6c	NONE	
d Backup withholding erroneously withheld.	6d		
7 Total credits and payments. Add lines 6a through 6d.	7	3,945.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached.	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed.	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.	10	1,314.	
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax <input checked="" type="checkbox"/> 1,314. Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

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

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see 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 SEE STATEMENT 3 Telephone no. ZIP + 4 Located at ZIP + 4			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year. 15			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country 16	Yes	No	X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <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)? <input type="checkbox"/> 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? <input type="checkbox"/>	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 2a		
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.) <input type="checkbox"/>	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. 2c		
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.) <input type="checkbox"/>	3b	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/>	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? <input type="checkbox"/>	4b	X

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

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5b N/A

Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

N/A

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

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

6b

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

7b

N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (see 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		NONE	NONE	NONE

Total number of other employees paid over \$50,000 ☐ NONE

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		NONE
Total number of others receiving over \$50,000 for professional services		NONE

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

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

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

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

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see 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	12,442,371.
b	Average of monthly cash balances	1b	16,593,418.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	29,035,789.
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	NONE
3	Subtract line 2 from line 1d	3	29,035,789.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	435,537.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	28,600,252.
6	Minimum investment return. Enter 5% of line 5	6	1,430,013.

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	1,430,013.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	2,631.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,631.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,427,382.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	1,427,382.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,427,382.

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	516,123.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	516,123.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	2,631.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	513,492.

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				1,427,382.
2 Undistributed income, if any, as of the end of 2011:				
a Enter amount for 2010 only			6,475.	
b Total for prior years: 20____, 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2011:				
a From 2006	NONE			
b From 2007	NONE			
c From 2008	NONE			
d From 2009	NONE			
e From 2010	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2011 from Part XII, line 4: ► \$ 516,123.				
a Applied to 2010, but not more than line 2a			6,475.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2011 distributable amount				509,648.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2011 . (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instructions			NONE	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				917,734.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9:				
a Excess from 2007	NONE			
b Excess from 2008	NONE			
c Excess from 2009	NONE			
d Excess from 2010	NONE			
e Excess from 2011	NONE			

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)**NOT APPLICABLE****1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 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)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year

Prior 3 years

(e) Total

(a) 2011

(b) 2010

(c) 2009

(d) 2008

b 85% of line 2a**c** Qualifying distributions from Part XII, line 4 for each year listed**d** Amounts included in line 2c not used directly for active conduct of exempt activities**e** Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c**3** Complete 3a, b, or c for the alternative test relied upon**a** "Assets" alternative test - enter:

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i).

b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed**c** "Support" alternative test - enter:

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).

(3) Largest amount of support from an exempt organization

(4) Gross investment income

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:

N/A

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

N/A

c Any submission deadlines:

N/A

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

N/A

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SEE STATEMENT 5				475,000.
Total			▶ 3a	475,000.
b Approved for future payment				
SEE STATEMENT 5				125,000.
Total			▶ 3b	125,000.

Form **990-PF** (2011)

<p>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?</p> <p>a Transfers from the reporting foundation to a noncharitable exempt organization of:</p> <p>(1) Cash</p> <p>(2) Other assets</p> <p>b Other transactions:</p> <p>(1) Sales of assets to a noncharitable exempt organization</p> <p>(2) Purchases of assets from a noncharitable exempt organization</p> <p>(3) Rental of facilities, equipment, or other assets</p> <p>(4) Reimbursement arrangements</p> <p>(5) Loans or loan guarantees</p> <p>(6) Performance of services or membership or fundraising solicitations</p> <p>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> <p>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.</p>		Yes	No
1a(1)			X
1a(2)			X
1b(1)			X
1b(2)			X
1b(3)			X
1b(4)			X
1b(5)			X
1b(6)			X
1c			X

Form **990-PF** (2011)

Schedule of Contributors

OMB No. 1545-0047

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

2011

Name of the organization

Employer identification number

HEAD FAMILY CHARITABLE FOUNDATION 5507-19-4/4

38-6949833

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

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

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

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

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

☐ 501(c)(3) taxable private foundation

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

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

General Rule

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

Special Rules

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

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

Name of organization

HEAD FAMILY CHARITABLE FOUNDATION 5507-19-4/4

Employer identification number

38-6949833

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	SEE SCHEDULE ATTACHED	\$ 14,000,000.	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

HEAD FAMILY CHARITABLE FOUNDATION
ACCOUNT #5507-19-4/4
EIN: 38-6949833
TAX YEAR ENDING 12/31/11

ATTACHMENTS PAGE 1 FORM 990-PF AND SCHEDULE B
PART I ANALYSIS OF REVENUE AND EXPENSES

REVENUE:	COLUMN A	COLUMN B	COLUMN D
LINE 1 CONTRIBUTIONS - RECEIVED FROM THE FOLLOWING:	14,000,000.00		

1. FROM GLENN O. HEAD
C/O THE GLENMEDE TRUST COMPANY, N.A.
1650 MARKET STREET, SUITE 1200
PHILADELPHIA, PA 19103-7391

COMPOSED OF:

COST BASIS	MEAN VALUE
14,000,000.00	14,000,000.00
14,000,000.00	14,000,000.00

CASH 01/21/2011

TOTAL 2011 CONTRIBUTIONS RECEIVED

LINE 3 INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS - MONEY MARKET INTEREST	353	256	
LINE 4 DIVIDENDS AND INTEREST FROM SECURITIES - DIVIDENDS	292,909	296,279	
LINE 11 OTHER INCOME - PARTNERSHIP INCOME PER K-1	-5,015	-5,015	

EXPENSES:

HEAD FAMILY CHARITABLE FOUNDATION
ACCOUNT #5507-19-4/4
EIN: 38-6949833
TAX YEAR ENDING 12/31/11

ATTACHMENTS PAGE 1 FORM 990-PF AND SCHEDULE B
PART I ANALYSIS OF REVENUE AND EXPENSES

LINE 16a	LEGAL FEES - K&L GATES LLP	27,593	0	27,593
LINE 16b	ACCOUNTING FEES - THE GLENMEDE TRUST COMPANY TAX PREPARATION FEE	3,500	0	3,500
LINE 16c	OTHER PROFESSIONAL FEES - THE GLENMEDE TRUST COMPANY INVESTMENT MANAGEMENT FEE	37,939	28,454	9,485
LINE 18	TAXES - EXCISE TAX PAYMENTS	3,947	0	0
LINE 23	OTHER EXPENSES - COUNCIL ON FOUNDATION 2011 FAMILY PHILANTHROPY CONFERENCE - NEW JERSEY DIVISION OF CONSUMER AFFAIRS FILING FEE	515 30 545	0 0 0	515 30 545

COMBINED STATEMENT OF ASSETS
HEAD FAMILY CHARITABLE FOUNDATION IM
12/31/11
5507-19-4/4

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Cash & Reserves									
11820855	GLENMEDE FUND INC-GOVT CASH PORTFOLIO (GOVTCASH)		1.00	11,820,855	1.00	11,820,855		16	0.00 *
74627+	Cash		1.00	74,627	1.00	74,627		0	0.00
Cash & Reserves Total									
				11,895,482		11,895,482		16	0.00
Fixed Income									
Other Taxable Bond Mutual Funds									
180094+	GLENMEDE FUND INC-CORE FIXED INCOME PORTFOLIO (GTCGX)		11.30	2,035,398	11.50	2,071,076	35,677	71,317	3.44 #
55115+	TEMPLETON GLOBAL BOND FD-AD (TGBAX)		13.01	716,776	12.37	681,767	35,009-	34,943	5.13 #
64743+	LEGG MASON BW GLOBAL OP BD-IS (GOBSX)		10.66	690,067	10.85	702,459	12,391	20,292	2.89 #
60060+	TTAA CREF HIGH YIELD FUND - IN DTD 1/1/2011 (TIHYX)		9.99	600,000	9.71	583,183	16,817-	40,049	6.87
Total				4,042,241		4,038,485	3,757-	166,601	4.13
Fixed Income Total									
				4,042,241		4,038,485	3,757-	166,601	4.13
Equities									
Basic Industries									

COMBINED STATEMENT OF ASSETS
HEAD FAMILY CHARITABLE FOUNDATION IM
12/31/11
5507-19-4/4

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
150	3M CO (MMM)		77.52	11,628	81.73	12,260	632	330	2.69
380	AIR PRODUCTS & CHEMICALS INC. (APD)		90.73	34,478	85.19	32,372	2,105-	882	2.72
570	E I DU PONT DE NEMOURS & CO. (DD)		46.83	26,695	45.78	26,095	600-	935	3.58
750	EMERSON ELECTRIC CO. (EMR)		60.24	45,181	46.59	34,943	10,238-	1,200	3.43
150	GENERAL DYNAMICS CORP. (GD)		61.40	9,210	66.41	9,962	752	282	2.83
930	HONEYWELL INTERNATIONAL INC (HON)		55.21	51,343	54.35	50,546	797-	1,386	2.74
770	J. B. HUNT (JBHT)		43.48	33,482	45.07	34,704	1,222	400	1.15
385	JACOBS ENGINEERING GROUP INC (JEC)		37.11	14,287	40.58	15,623	1,336	0	0.00 #
150	L-3 COMMUNICATIONS HLDGS INC (LLL)		67.65	10,147	66.68	10,002	145-	270	2.70
165	NUCOR CORP. (NUE)		34.92	5,762	39.57	6,529	767	241	3.69
440	PARKER-HANNIFIN CORP. (PH)		87.17	38,356	76.25	33,550	4,806-	651	1.94 #
240	PRECISION CASTPARTS CORP (PCP)		141.54	33,970	164.79	39,550	5,580	29	0.07
450	ROCKWELL COLLINS (COL)		64.79	29,156	55.37	24,917	4,239-	432	1.73
320	SIGMA-ALDRICH CORP. (SIAL)		62.94	20,142	62.46	19,987	155-	230	1.15 #
Total				363,837		351,040	12,798-	7,268	2.07
Consumer Discretionary									
615	COACH INC (COH)		55.86	34,353	61.04	37,540	3,186	554	1.47 #
900	DARDEN RESTAURANTS INC. (DRI)		46.86	42,171	45.58	41,022	1,149-	1,548	3.77 #
175	WALT DISNEY CO. (DIS)		37.04	6,482	37.50	6,563	81	105	1.60
410	DOLLAR TREE INC (DLTR)		51.93	21,291	83.11	34,075	12,784	0	0.00
1170	HOME DEPOT INC. (HD)		32.09	37,550	42.04	49,187	11,637	1,357	2.76 #
420	ITT EDUCATIONAL SERVICES INC (ESI)		71.18	29,894	56.89	23,894	6,001-	0	0.00
350	KOHL'S (KSS)		50.58	17,703	49.35	17,273	431-	350	2.03
270	LOWES COS INC (LOW)		20.51	5,538	25.38	6,853	1,315	151	2.21 #
940	OMNICOM GROUP (OMC)		48.76	45,837	44.58	41,905	3,932-	940	2.24 #

COMBINED STATEMENT OF ASSETS
HEAD FAMILY CHARITABLE FOUNDATION IM
12/31/11
5507-19-4/4

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
650	STAPLES INC. (SPLS)		14.89	9,679	13.89	9,029	650-	260	2.88
355	TIME WARNER INC (TWX)		34.69	12,314	36.14	12,830	515	334	2.60
830	YUM BRANDS INC (YUM)		52.14	43,280	59.01	48,978	5,698	946	1.93
<hr/>									
Total				306,092		329,149	23,055	6,545	1.99
<hr/>									
Consumer Staples									
600	ARCHER DANIELS MIDLAND CO. (ADM)		26.85	16,110	28.60	17,160	1,050	420	2.45
95	COCA COLA CO. (KO)		66.74	6,340	69.97	6,647	307	179	2.69
450	COLGATE PALMOLIVE CO. (CL)		78.59	35,366	92.39	41,576	6,210	1,044	2.51
350	CVS CORP (CVS)		34.58	12,103	40.78	14,273	2,170	228	1.59
270	KROGER CO. (KR)		23.70	6,399	24.22	6,539	141	124	1.90
860	PHILIP MORRIS INTERNATIONAL (PM)		64.21	55,221	78.48	67,493	12,272	2,649	3.92
796	PROCTER & GAMBLE CO. (PG)		64.71	51,509	66.71	53,101	1,592	1,672	3.15
345	WAL MART STORES INC. (WMT)		55.00	18,975	59.76	20,617	1,642	504	2.44
992	WALGREEN CO. (WAG)		40.95	40,619	33.06	32,796	7,823-	893	2.72
<hr/>									
Total				242,642		260,202	17,561	7,713	2.96
<hr/>									
Energy									
250	BAKER HUGHES INC. (BHI)		52.59	13,148	48.64	12,160	988-	150	1.23
590	CHEVRON CORP (CVX)		102.41	60,422	106.40	62,776	2,354	1,912	3.05
480	ENSCO INTERNATIONAL PLC ADR (ESV)		54.32	26,075	46.92	22,522	3,554-	672	2.98
310	EXXON MOBIL CORPORATION (XOM)		77.76	24,106	84.76	26,276	2,170	583	2.22
630	HALLIBURTON CO. (HAL)		45.50	28,664	34.51	21,741	6,923-	227	1.04
200	MURPHY OIL CORP. (MUR)		49.41	9,882	55.74	11,148	1,266	220	1.97
350	NATIONAL OILWELL VARCO INC (NOV)		65.63	22,969	67.99	23,797	828	168	0.71
360	OCCIDENTAL PETROLEUM CORP. (OXY)		101.86	36,670	93.70	33,732	2,938-	662	1.96

COMBINED STATEMENT OF ASSETS
HEAD FAMILY CHARITABLE FOUNDATION IM
12/31/11
5507-19-4/4

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
790	SCHLUMBERGER LTD. (SLB)		88.65	70,031	68.31	53,965	16,066-	790	1.46
675	VALERO ENERGY CORP (VLO)		22.13	14,938	21.05	14,209	729-	405	2.85
	Total			306,905		282,326	24,579-	5,789	2.05
	Financials								
360	ACE LTD (ACE)		69.25	24,930	70.12	25,243	313	677	2.68
815	AMERICAN EXPRESS CO. (AXP)		45.07	36,734	47.17	38,444	1,710	587	1.53
285	AMERIPRISE FINANCIAL INC (AMP)		44.64	12,723	49.64	14,147	1,425	319	2.26
100	BLACKROCK INC (BLK)		152.70	15,270	178.24	17,824	2,554	550	3.09
335	CAPITAL ONE FINL CORP. (COF)		42.11	14,106	42.29	14,167	61	67	0.47
1851	CHARLES SCHWAB CORP. (SCHW)		18.36	33,976	11.26	20,842	13,134-	444	2.13
115	CHUBB CORP. (CB)		62.81	7,223	69.22	7,960	737	179	2.25
223	FRANKLIN RESOURCES INC. (BEN)		124.02	27,656	96.06	21,421	6,235-	241	1.12
755	LINCOLN NATIONAL CORP IND (LNC)		16.85	12,725	19.42	14,662	1,937	242	1.65
245	PNC FINANCIAL SERVICES GROUP (PNC)		50.32	12,328	57.67	14,129	1,801	343	2.43
550	PRINCIPAL FINANCIAL GROUP (PFG)		24.16	13,288	24.60	13,530	242	385	2.85
2020	PROGRESSIVE CORP OHIO (PGR)		21.17	42,763	19.51	39,410	3,353-	806	2.05
703	STATE STREET CORP (STT)		41.33	29,054	40.31	28,338	716-	506	1.79
400	THE TRAVELERS COMPANIES INC (TRV)		50.21	20,084	59.17	23,668	3,584	656	2.77
450	TORCHMARK CORP (TMK)		37.12	16,703	43.39	19,526	2,822	216	1.11
295	UNUMPROVIDENT CORP (UNM)		23.65	6,976	21.07	6,216	761-	124	1.99
1610	US BANCORP (USB)		27.06	43,569	27.05	43,551	18-	805	1.85
1834	WELLS FARGO CO (WFC)		26.99	49,506	27.56	50,545	1,039	880	1.74

COMBINED STATEMENT OF ASSETS
HEAD FAMILY CHARITABLE FOUNDATION IM
12/31/11
5507-19-4/4

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
<hr/>									
	Total			419,614		413,623	5,991-	8,027	1.94
<hr/>									
Health Care									
820	BAXTER INTL. INC. (BAX)		53.12	43,562	49.48	40,574	2,988-	1,099	2.71
875	EXPRESS SCRIPTS (302182100)		49.03	42,898	44.69	39,104	3,794-	0	0.00 #
450	LABORATORY CORP OF AMERICA HOLDINGS (LH)		91.84	41,328	85.97	38,687	2,642-	0	0.00
300	STRYKER CORP. (SYK)		49.53	14,860	49.71	14,913	53	255	1.71 #
1140	UNITEDHEALTH GROUP INC (UNH)		45.41	51,771	50.68	57,775	6,005	741	1.28 #
820	VARIAN MEDICAL SYSTEMS INC (VAR)		65.34	53,580	67.13	55,047	1,467	0	0.00 #
570	WATERS CORP (WAT)		86.75	49,447	74.05	42,209	7,238-	0	0.00 #
350	WELLPOINT INC. (WLP)		66.66	23,331	66.25	23,188	143-	350	1.51 #
200	ZIMMER HOLDINGS INC (ZMH)		52.88	10,576	53.42	10,684	108	144	1.35
<hr/>									
	Total			331,353		322,181	9,173-	2,589	0.80
<hr/>									
Technology									
670	ACCENTURE PLC (ACN)		51.87	34,753	53.23	35,664	911	905	2.54 #
230	ADOBE SYS INCORP (ADBE)		25.84	5,944	28.27	6,502	558	0	0.00
360	AGILENT TECHNOLOGIES INC (A)		37.98	13,673	34.93	12,575	1,099-	0	0.00 #
700	AMPHENOL CORP-CL A (APH)		57.47	40,227	45.39	31,773	8,454-	42	0.13
250	APPLE INC. (AAPL)		352.43	88,108	405.00	101,250	13,143	0	0.00 #
720	AVAGO TECHNOLOGIES LTD (AVGO)		31.32	22,552	28.86	20,779	1,773-	346	1.66
300	COGNIZANT TECH SOLUTIONS CRP (CTSH)		68.17	20,451	64.31	19,293	1,158-	0	0.00
895	CORNING INC. (GLW)		13.51	12,095	12.98	11,617	478-	269	2.31 #
850	DELL INC (DELL)		16.26	13,821	14.63	12,436	1,386-	0	0.00 #

COMBINED STATEMENT OF ASSETS
HEAD FAMILY CHARITABLE FOUNDATION IM
12/31/11
5507-19-4/4

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
800	MICROCHIP TECHNOLOGY INC. (MCHP)		35.13	28,100	36.63	29,304	1,204	1,114	3.80 #
2700	MICROSOFT CORP. (MSFT)		26.13	70,543	25.96	70,092	450-	2,160	3.08 #
1870	ORACLE CORP (ORCL)		32.89	61,503	25.65	47,966	13,537-	449	0.94
1050	QUALCOMM CORP. (QCOM)		55.92	58,716	54.70	57,435	1,281-	903	1.57 #
370	WESTERN DIGITAL CORP. (WDC)		28.05	10,379	30.95	11,452	1,072	0	0.00 #
700	WESTERN UNION COMPANY (WU)		16.55	11,585	18.26	12,782	1,197	224	1.75
<hr/>									
Total				492,450		480,920	11,531-	6,412	1.33
<hr/>									
Utilities									
310	AMERICAN ELECTRIC POWER CO. INC. (AEP)		38.65	11,981	41.31	12,806	825	583	4.55 #
155	ENTERGY CORP. NEW (ETR)		66.89	10,368	73.05	11,323	955	515	4.54 #
200	PG&E CORP (PGI)		41.64	8,328	41.22	8,244	84-	364	4.42 #
390	PPL CORPORATION (PPL)		29.81	11,626	29.42	11,474	153-	546	4.76 #
250	SEMPRA ENERGY (SRE)		51.64	12,910	55.00	13,750	840	480	3.49 #
<hr/>									
Total				55,213		57,597	2,384	2,488	4.32
<hr/>									
Other Assets									
690	COOPER INDUSTRIES PLC CL A (CBE)		60.89	42,013	54.15	37,364	4,649-	800	2.14 #
100	EVEREST REINSURANCE GROUP LTD (RE)		78.79	7,879	84.09	8,409	530	192	2.28 #
460	NABORS INDUSTRIES LTD (NBR)		14.21	6,536	17.34	7,976	1,440	0	0.00 #
150	PARTNERRE HOLDINGS LTD (PRE)		52.04	7,806	64.21	9,632	1,826	360	3.74 #
<hr/>									
Total				64,234		63,381	853-	1,352	2.13

COMBINED STATEMENT OF ASSETS
HEAD FAMILY CHARITABLE FOUNDATION IM
12/31/11
5507-19-4/4

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
U S Mutual Funds									
19701+	GLENMEDE FUND INC - ADVISOR SMALL CAP EQUITY PORTFOLIO (GTCSX)		15.23	300,000	16.28	320,726	20,726	296	0.09 #
94475+	GLENMEDE FUND INC SECURED OPTIONS (GTSOX)		12.06	1,139,038	12.20	1,152,591	13,553	0	0.00 *#
30334+	GMO QUALITY FUND IV (GQEFX)		19.78	600,000	22.06	669,161	69,161	12,801	1.91
17113+	ROYCE SPECIAL EQUITY FUND -IN (RSEIX)		18.55	317,466	19.63	335,922	18,456	2,019	0.60 #
Total									
				2,356,504		2,478,400	121,896	15,116	0.61
International Mutual Funds									
17908+	MATTHEWS PACIFIC TIGER FD - IS (MIPTX)		22.66	405,828	20.32	363,896	41,932-	2,722	0.75 #
35977+	OAKMARK INTERNATIONAL FD I (OAKIX)		19.46	700,000	16.55	595,422	104,578-	4,533	0.76 #
12968+	T ROWE PRICE INST EMERGING STOCK FD (IEMFX)		30.84	400,000	26.02	337,434	62,566-	0	0.00 #
24074+	THORNBURG INTL VALUE FD-I (TGVIX)		29.08	700,000	24.58	591,737	108,263-	9,244	1.56 #
Total									
				2,205,828		1,888,489	317,340-	16,499	0.87
Equities Total									
				7,144,672		6,927,308	217,369-	79,798	1.15
Other									
Alternative Assets									

COMBINED STATEMENT OF ASSETS
HEAD FAMILY CHARITABLE FOUNDATION IM
12/31/11
5507-19-4/4

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
780000	GLENMEDE CLIENT OPPORTUNITIES PFIC POOL (GCOPFIC)		1.00	780,000	1.22	948,480	168,480	0	0.00 #
20000	LIBERTY SPECIAL STRATEGIES OFFSHORE FD (LOFF550719)		100.00	2,000,000	94.92	1,898,477	101,523-	0	0.00
135501+	PIMCO ALL ASSETS AUTH -IS (PAUIX)		11.07	1,500,000	10.03	1,359,079	140,921-	115,989	8.53
18000	PRISMA SPECTRUM FUND LTD (PSFOFF550719)		100.00	1,800,000	97.75	1,759,411	40,589-	0	0.00
4263	UNITED STATES COMMODITY INDEX (USCI)		70.37	299,968	58.37	248,831	51,137-	0	0.00 #
5217+	VAN ECK GLOBAL HARD ASSETS -I (GHAIX)		57.79	301,503	44.40	231,636	69,867-	0	0.00 #
<hr/>									
Total				6,681,471		6,445,914	235,557-	115,989	1.80
<hr/>									
Other Total				6,681,471		6,445,914	235,557-	115,989	1.80
<hr/>									
Grand Total				29,763,866		29,307,189	456,683-	362,404	1.24

* AS A RESULT OF CAPITAL GAIN DISTRIBUTIONS, THE TAX COST COLUMN DOES NOT REFLECT ADJUSTED INVESTMENT.

INDICATES MULTIPLE TAX LOTS

+ FRACTIONAL SHARE EXISTS

**COMBINED STATEMENT OF ASSETS
HEAD FAMILY CHARITABLE FOUNDATION**

12/31/11
5507-19-4/4

Shares/Par	Description of Assets	Bond Rtg	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income
	Grand Total From Page 8		29,763,866		29,307,189	(456,677)	362,404
	ADJUSTMENTS:						
	Other						
	Alternative Assets Adjustments to page 8						
	UNITED STATES COMMODITY INDEX ADJUSTMENT TO BASIS PER K-1		(54,977)	-	-	54,977	
	Total		(54,977)		-	54,977	-
	Other Total		(54,977)		-	54,977	-
	Adjusted Grand Total		29,708,889		29,307,189	-401,700	362,404

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
14,872.00		TOTAL SHORT-TERM CAPITAL GAIN DIVIDENDS					14,872.	
97,761.00		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					97,761.	
		105. ADOBE SYS INCORP					10/13/2011	10/14/2011
		PROPERTY TYPE: SECURITIES						
2,853.00		2,714.00					139.00	
		180. ADOBE SYS INCORP					10/13/2011	10/14/2011
		PROPERTY TYPE: SECURITIES						
4,782.00		4,652.00					130.00	
		185. ADOBE SYS INCORP					10/13/2011	12/07/2011
		PROPERTY TYPE: SECURITIES						
5,107.00		4,781.00					326.00	
		185. ALCOA INC					10/13/2011	10/31/2011
		PROPERTY TYPE: SECURITIES						
2,030.00		1,841.00					189.00	
		103. ALCOA INC					10/13/2011	11/15/2011
		PROPERTY TYPE: SECURITIES						
1,056.00		1,025.00					31.00	
		150. ALCOA INC					10/13/2011	11/15/2011
		PROPERTY TYPE: SECURITIES						
1,543.00		1,493.00					50.00	
		155. ALCOA INC					10/13/2011	11/15/2011
		PROPERTY TYPE: SECURITIES						
1,598.00		1,542.00					56.00	
		157. ALCOA INC					10/13/2011	11/15/2011
		PROPERTY TYPE: SECURITIES						
1,618.00		1,562.00					56.00	
		189. ALLSTATE CORP.					10/13/2011	10/18/2011
		PROPERTY TYPE: SECURITIES						
4,721.00		4,657.00					64.00	
		161. ALLSTATE CORP.					10/13/2011	10/18/2011
		PROPERTY TYPE: SECURITIES						
4,033.00		3,967.00					66.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
8,080.00		165. AMERICAN EXPRESS CO. PROPERTY TYPE: SECURITIES 7,437.00					03/09/2011 643.00	06/07/2011
2,515.00		112. BB&T CORP PROPERTY TYPE: SECURITIES 2,484.00					10/13/2011 31.00	10/18/2011
3,103.00		138. BB&T CORP PROPERTY TYPE: SECURITIES 3,061.00					10/13/2011 42.00	10/18/2011
6,607.00		170. BMC SOFTWARE PROPERTY TYPE: SECURITIES 8,492.00					03/09/2011 -1,885.00	10/07/2011
7,353.00		190. BMC SOFTWARE PROPERTY TYPE: SECURITIES 9,491.00					03/09/2011 -2,138.00	10/07/2011
3,815.00		100. BMC SOFTWARE PROPERTY TYPE: SECURITIES 4,995.00					03/09/2011 -1,180.00	10/07/2011
22,827.00		220. BHP LIMITED - SPONS ADR PROPERTY TYPE: SECURITIES 20,277.00					03/09/2011 2,550.00	04/11/2011
5,378.00		115. CAPITAL ONE FINL CORP. PROPERTY TYPE: SECURITIES 4,843.00					10/13/2011 535.00	10/28/2011
2,090.00		40. COACH INC PROPERTY TYPE: SECURITIES 2,234.00					03/09/2011 -144.00	03/25/2011
5,234.00		95. COACH INC PROPERTY TYPE: SECURITIES 5,307.00					03/09/2011 -73.00	04/19/2011
8,658.00		110. COLGATE PALMOLIVE CO. PROPERTY TYPE: SECURITIES 8,645.00					03/09/2011 13.00	03/22/2011

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
3,054.00		122. COMERICA INC. PROPERTY TYPE: SECURITIES 3,078.00					10/13/2011 -24.00	10/24/2011
1,616.00		65. COMERICA INC. PROPERTY TYPE: SECURITIES 1,640.00					10/13/2011 -24.00	10/24/2011
1,561.00		63. COMERICA INC. PROPERTY TYPE: SECURITIES 1,589.00					10/13/2011 -28.00	10/24/2011
6,569.00		100. DOLLAR TREE INC PROPERTY TYPE: SECURITIES 5,193.00					03/09/2011 1,376.00	06/24/2011
9,606.00		140. DOLLAR TREE INC PROPERTY TYPE: SECURITIES 7,270.00					03/09/2011 2,336.00	08/16/2011
6,398.00		80. DOLLAR TREE INC PROPERTY TYPE: SECURITIES 4,154.00					03/09/2011 2,244.00	10/11/2011
38,311.00		350. EOG RESOURCES INC PROPERTY TYPE: SECURITIES 37,191.00					03/09/2011 1,120.00	04/19/2011
6,385.00		80. ENERGIZER HOLDINGS INC -W/I PROPERTY TYPE: SECURITIES 5,468.00					03/09/2011 917.00	07/21/2011
4,473.00		60. ENERGIZER HOLDINGS INC -W/I PROPERTY TYPE: SECURITIES 4,101.00					03/09/2011 372.00	08/26/2011
5,996.00		80. ENERGIZER HOLDINGS INC -W/I PROPERTY TYPE: SECURITIES 5,468.00					03/09/2011 528.00	08/26/2011
2,897.00		40. ENERGIZER HOLDINGS INC -W/I PROPERTY TYPE: SECURITIES 2,734.00					03/09/2011 163.00	09/07/2011

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
2,778.00		40. ENERGIZER HOLDINGS INC -W/I PROPERTY TYPE: SECURITIES 2,734.00					03/09/2011 44.00	09/09/2011
965.00		14. ENERGIZER HOLDINGS INC -W/I PROPERTY TYPE: SECURITIES 957.00					03/09/2011 8.00	09/09/2011
10,047.00		146. ENERGIZER HOLDINGS INC -W/I PROPERTY TYPE: SECURITIES 9,980.00					03/09/2011 67.00	09/09/2011
8,913.00		130. ENERGIZER HOLDINGS INC -W/I PROPERTY TYPE: SECURITIES 8,886.00					03/09/2011 27.00	09/09/2011
15,847.00		157. FRANKLIN RESOURCES INC. PROPERTY TYPE: SECURITIES 19,471.00					03/09/2011 -3,624.00	12/07/2011
709,078.00		63996.209 LEGG MASON BRANDYWINE GLOBAL O PROPERTY TYPE: SECURITIES 719,044.00					VAR -9,966.00	10/24/2011
33,653.00		370. GOLDMAN SACHS GROUP INC PROPERTY TYPE: SECURITIES 58,497.00					VAR -24,844.00	12/20/2011
4,574.00		90. HALLIBURTON CO. PROPERTY TYPE: SECURITIES 4,095.00					03/09/2011 479.00	08/04/2011
6,844.00		180. HALLIBURTON CO. PROPERTY TYPE: SECURITIES 8,190.00					03/09/2011 -1,346.00	08/19/2011
6,837.00		936. HEALTH MANAGEMENT CLASS A PROPERTY TYPE: SECURITIES 9,677.00					VAR -2,840.00	08/18/2011
6,819.00		936. HEALTH MANAGEMENT CLASS A PROPERTY TYPE: SECURITIES 9,487.00					VAR -2,668.00	08/18/2011

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
5,620.00		773. HEALTH MANAGEMENT CLASS A PROPERTY TYPE: SECURITIES 7,452.00					VAR -1,832.00	08/18/2011
681.00		9. ITT EDUCATIONAL SERVICES INC PROPERTY TYPE: SECURITIES 641.00					03/09/2011 40.00	04/05/2011
5,373.00		71. ITT EDUCATIONAL SERVICES INC PROPERTY TYPE: SECURITIES 5,054.00					03/09/2011 319.00	04/05/2011
44,015.00		780. ILLINOIS TOOL WORKS PROPERTY TYPE: SECURITIES 43,518.00					03/09/2011 497.00	07/20/2011
41,886.00		1240. JP MORGAN CHASE & CO PROPERTY TYPE: SECURITIES 58,044.00					03/09/2011 -16,158.00	12/07/2011
6,478.00		165. JACOBS ENGINEERING GROUP INC PROPERTY TYPE: SECURITIES 6,123.00					10/13/2011 355.00	11/08/2011
40,685.00		830. KELLOGG CO. PROPERTY TYPE: SECURITIES 45,514.00					03/09/2011 -4,829.00	12/01/2011
2,382.00		100. LOWES COS INC PROPERTY TYPE: SECURITIES 2,051.00					10/13/2011 331.00	11/16/2011
3,101.00		130. LOWES COS INC PROPERTY TYPE: SECURITIES 2,666.00					10/13/2011 435.00	11/16/2011
2,739.00		260. MCDERMOTT INTERNATIONAL INC. PROPERTY TYPE: SECURITIES 6,583.00					03/09/2011 -3,844.00	11/28/2011
9,445.00		896. MCDERMOTT INTERNATIONAL INC. PROPERTY TYPE: SECURITIES 22,687.00					03/09/2011 -13,242.00	11/28/2011

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
8,037.00		774. MCDERMOTT INTERNATIONAL INC. PROPERTY TYPE: SECURITIES 16,597.00					VAR -8,560.00	11/28/2011
2,655.00		70. MCGRAW HILL INC. PROPERTY TYPE: SECURITIES 2,784.00					06/24/2011 -129.00	08/18/2011
531.00		14. MCGRAW HILL INC. PROPERTY TYPE: SECURITIES 534.00					03/09/2011 -3.00	08/18/2011
2,262.00		60. MCGRAW HILL INC. PROPERTY TYPE: SECURITIES 2,287.00					03/09/2011 -25.00	08/18/2011
20,951.00		557. MCGRAW HILL INC. PROPERTY TYPE: SECURITIES 21,235.00					03/09/2011 -284.00	08/18/2011
10,407.00		279. MCGRAW HILL INC. PROPERTY TYPE: SECURITIES 10,637.00					03/09/2011 -230.00	08/18/2011
1,373.00		57. MICROSOFT CORP. PROPERTY TYPE: SECURITIES 1,472.00					03/09/2011 -99.00	06/17/2011
770.00		32. MICROSOFT CORP. PROPERTY TYPE: SECURITIES 826.00					03/09/2011 -56.00	06/17/2011
6,976.00		291. MICROSOFT CORP. PROPERTY TYPE: SECURITIES 7,515.00					03/09/2011 -539.00	06/17/2011
3,147.00		130. MICROSOFT CORP. PROPERTY TYPE: SECURITIES 3,357.00					03/09/2011 -210.00	06/24/2011
1,580.00		105. MORGAN STANLEY PROPERTY TYPE: SECURITIES 1,592.00					10/13/2011 -12.00	10/17/2011

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
2,120.00		140. MORGAN STANLEY PROPERTY TYPE: SECURITIES 2,122.00					10/13/2011 -2.00	10/17/2011
3,828.00		221. MORGAN STANLEY PROPERTY TYPE: SECURITIES 3,350.00					10/13/2011 478.00	10/24/2011
1,578.00		92. MORGAN STANLEY PROPERTY TYPE: SECURITIES 1,395.00					10/13/2011 183.00	10/24/2011
1,576.00		92. MORGAN STANLEY PROPERTY TYPE: SECURITIES 1,395.00					10/13/2011 181.00	10/24/2011
17,933.00		530. NUCOR CORP. PROPERTY TYPE: SECURITIES 24,438.00					03/09/2011 -6,505.00	08/17/2011
3,241.00		85. NUCOR CORP. PROPERTY TYPE: SECURITIES 2,968.00					10/13/2011 273.00	10/31/2011
6,626.00		150. OMNICOM GROUP PROPERTY TYPE: SECURITIES 6,131.00					10/13/2011 495.00	12/06/2011
5,484.00		105. PNC FINANCIAL SERVICES GROUP INC PROPERTY TYPE: SECURITIES 5,284.00					10/13/2011 200.00	11/04/2011
9,794.00		140. PHILIP MORRIS INTERNATIONAL PROPERTY TYPE: SECURITIES 8,989.00					03/09/2011 805.00	08/30/2011
38,101.00		380. PRAXAIR INC. PROPERTY TYPE: SECURITIES 37,035.00					03/09/2011 1,066.00	06/07/2011
10,930.00		481. SEI INVESTMENTS CO PROPERTY TYPE: SECURITIES 10,964.00					03/09/2011 -34.00	04/20/2011

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
17,222.00		759. SEI INVESTMENTS CO PROPERTY TYPE: SECURITIES 17,300.00					03/09/2011 -78.00	04/20/2011
12,320.00		1009. CHARLES SCHWAB CORP. PROPERTY TYPE: SECURITIES 19,080.00					03/09/2011 -6,760.00	12/07/2011
8,186.00		130. SIGMA-ALDRICH CORP. PROPERTY TYPE: SECURITIES 8,183.00					03/09/2011 3.00	08/17/2011
		. UNITED STATES COMMODITY PROPERTY TYPE: SECURITIES 49,962.00						12/31/2011 -49,962.00
605.00		25. VALERO ENERGY CORP PROPERTY TYPE: SECURITIES 553.00					10/13/2011 52.00	11/01/2011
2,434.00		100. VALERO ENERGY CORP PROPERTY TYPE: SECURITIES 2,213.00					10/13/2011 221.00	11/01/2011
4,117.00		60. VARIAN MEDICAL SYSTEMS INC PROPERTY TYPE: SECURITIES 4,102.00					03/09/2011 15.00	04/07/2011
6,129.00		105. WAL MART STORES INC. PROPERTY TYPE: SECURITIES 5,775.00					10/13/2011 354.00	12/08/2011
11,237.00		343. WALGREEN CO. PROPERTY TYPE: SECURITIES 14,681.00					VAR -3,444.00	12/20/2011
5,919.00		110. ACCENTURE PLC PROPERTY TYPE: SECURITIES 5,706.00					03/09/2011 213.00	06/17/2011
479.00		25. NABORS INDUSTRIES LTD PROPERTY TYPE: SECURITIES 355.00					10/13/2011 124.00	10/31/2011

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
3,319.00		175. NABORS INDUSTRIES LTD PROPERTY TYPE: SECURITIES 2,486.00					10/13/2011 833.00	10/31/2011
3,430.00		170. NABORS INDUSTRIES LTD PROPERTY TYPE: SECURITIES 2,415.00					10/13/2011 1,015.00	11/08/2011
3,469.00		170. NABORS INDUSTRIES LTD PROPERTY TYPE: SECURITIES 2,415.00					10/13/2011 1,054.00	11/08/2011
TOTAL GAIN (LOSS)							----- -30,844. =====	
 <u>SUMMARY OF GAIN/LOSS</u> 								
1,512,026.00 =====		1,542,870.00 =====	-0- =====	-0- =====	-0- =====		-30,844. =====	

FORM 990PF, PART VII-A, LINE 14 - BOOKS ARE IN THE CARE OF
=====

NAME: THE GLENMEDE TRUST COMPANY, N.A.,

ADDRESS: 1650 MARKET STREET, SUITE 1200
PHILADELPHIA, PA 19103-7391

TELEPHONE NUMBER: (215)419-6000

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

=====

OFFICER NAME:

CAROL A. HEAD

ADDRESS:

1650 MARKET STREET, SUITE 1200

PHILADELPHIA, PA 19103-7391

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

HEAD FAMILY CHARITABLE FOUNDATION
ACCOUNT #5507-19-4/4
EIN: 38-6949833
TAX YEAR ENDING 12/31/11

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PART XV CHARITABLE GIFTS 3a - PAID DURING THE YEAR

No.	Grantee Organization & Project Description	Grant Amount	Payment Date
1	American Repertory Theatre Cambridge, MA Restricted to support the education and outreach activities supporting Porgy & Bess and throughout the season	10,000.00	9/7/2011
2	Art Start Incorporated New York, NY General Charitable Purposes	10,000.00	9/7/2011
3	Buckingham Browne and Nichols School Cambridge, MA Restricted for Financial Aid	10,000.00	9/7/2011
4	Great Swamp Watershed Association Morristown, NJ General Charitable Purposes	2,500.00	9/7/2011
5	Humane Society Veterinary Medical Association-Field Services Program Washington, DC For the general charitable purposes of the Humane Society Veterinary Medical Association-Field Services Program.	5,000.00	9/7/2011
6	Madison Montessori School, Inc. Madison, NJ To support the Madison Montessori School Scholarship Fund	10,000.00	9/7/2011
7	New School of Music Inc. Cambridge, MA General Charitable Purposes	7,500.00	9/7/2011
8	Overlook Foundation Summit, NJ General Charitable Purposes of the Andy Bovin Memorial Fund	10,000.00	9/7/2011

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PART XV CHARITABLE GIFTS 3a - PAID DURING THE YEAR

No.	Grantee Organization & Project Description	Grant Amount	Payment Date
9	Riverside Community Care Inc. Dedham, MA Restricted for the Riverside Trauma Center	10,000.00	9/7/2011
10	The Wyoming Presbyterian Church USA Millburn, NJ Restricted to the Elizabeth Coalition to house the homeless	10,000.00	9/7/2011
11	The Wyoming Presbyterian Church USA Millburn, NJ Restricted to support the Interfaith Hospitality Network of Essex County, Inc. to provide shelter, professional support services & housing assistance	10,000.00	9/7/2011
12	The Wyoming Presbyterian Church USA Millburn, NJ Restricted to support the Camp Johnsonburg Campership Program to provide camperships to inner city kids in Newark & surrounding towns	7,500.00	9/7/2011
13	The Wyoming Presbyterian Church USA Millburn, NJ Restricted to support Living Waters for the World - To provide safe filtered drinking water to villages in Honduras	10,000.00	9/7/2011
14	Planned Parenthood of Greater Northern New Jersey Morristown, NJ General Charitable Purposes	5,000.00	10/4/2011
15	Reeves-Reed Arboretum Summit, NJ General Charitable Purposes	5,000.00	10/4/2011
16	Summit Educational Foundation Summit, NJ Restricted for the Endowment Fund	5,000.00	10/4/2011

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PART XV CHARITABLE GIFTS 3a - PAID DURING THE YEAR

Grantee Organization & Project		Grant Amount	Payment Date
No.	Description		
27	Somerville-Cambridge Elder Services, Inc. Somerville, MA General Charitable Purposes	25,000.00	11/16/2011
28	St. Hubert's Animal Welfare Center Madison, NJ Capital Phase 1	100,000.00	11/16/2011
29	St. Hubert's Animal Welfare Center Madison, NJ Capital Phase 1	25,000.00	11/16/2011
Grand Totals		<u>475,000.00</u>	

HEAD FAMILY CHARITABLE FOUNDATION
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PART XV CHARITABLE GIFTS 3b
APPROVED IN CURRENT YEAR NOT PAID AS OF 12/31/2011

NO.	UNPAID AS OF 12/31/2011	AMOUNT
1	St. Hubert's Animal Welfare Center Madison, NJ Capital Phase 1	100,000.00
2	St. Hubert's Animal Welfare Center Madison, NJ Capital Phase 1	25,000.00
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TOTAL 2011 UNPAID GRANT AS OF 12/31/2011		<u><u>125,000.00</u></u>