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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2011

For calendar year 2011, or tax year beginning 06-01-2011 , and ending 05-31-2012

G Check all that apply

☐ Initial return

☐ Initial return of a former public charity

☐ Final return

☐ Amended return

☐ Address change

☐ Name change

Name of foundation
ETHEL S C SMITH NO 5 CHARITABLE TW

A Employer identification number
23-6648857

Number and street (or P O box number if mail is not delivered to street address)
1525 W WT HARRIS BLVD D1114-044

Room/suite

B Telephone number (see page 10 of the instructions)
(336) 747-8186

City or town, state, and ZIP code
CHARLOTTE, NC 28288

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 ☐

H Check type of organization ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

I Fair market value of all assets at end of year (from Part II, col. (c), line 16)
\$ 12,496,936

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 page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities.	449,234	449,004		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	2,536,450			
	b Gross sales price for all assets on line 6a _____ 7,649,894				
	7 Capital gain net income (from Part IV, line 2)		2,536,450		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
Operating and Administrative Expenses	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	 10,000			
	12 Total. Add lines 1 through 11	2,995,684	2,985,454		
	13 Compensation of officers, directors, trustees, etc	93,827	70,370		23,457
	14 Other employee salaries and wages		0	0	0
	15 Pension plans, employee benefits		0	0	
	16a Legal fees (attach schedule).	 7,017	5,264	0	1,752
	b Accounting fees (attach schedule).	 8,010	0	0	8,010
	c Other professional fees (attach schedule)				0
	17 Interest				0
	18 Taxes (attach schedule) (see page 14 of the instructions)	 25,046	4,319		0
	19 Depreciation (attach schedule) and depletion	0	0		
	20 Occupancy				
	21 Travel, conferences, and meetings		0	0	
	22 Printing and publications		0	0	
	23 Other expenses (attach schedule).	 13,089			13,089
	24 Total operating and administrative expenses. Add lines 13 through 23	146,989	79,953	0	46,308
	25 Contributions, gifts, grants paid	609,500			609,500
	26 Total expenses and disbursements. Add lines 24 and 25	756,489	79,953	0	655,808
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	2,239,195			
	b Net investment income (if negative, enter -0-)		2,905,501		
	c Adjusted net income (if negative, enter -0-)			0	

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.

Cat No 11289X

Form **990-PF** (2011)

Part II

Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing		
	2	Savings and temporary cash investments	285,563	219,266
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____		0
	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 page 15 of the instructions)		
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____ 0		
	8	Inventories for sale or use		
	9	Prepaid expenses and deferred charges		
	10a	Investments—U S and state government obligations (attach schedule)	6,187 	273,600
	b	Investments—corporate stock (attach schedule)	2,906,246 	7,915,719
	c	Investments—corporate bonds (attach schedule).	 206,000	209,700
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____		
	12	Investments—mortgage loans		
	13	Investments—other (attach schedule)	6,640,929 	3,452,209
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____		
Liabilities	15	Other assets (describe ▶ _____)		
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	9,838,925	12,066,794
	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)		
Net Assets or Fund Balances	22	Other liabilities (describe ▶ _____)		
	23	Total liabilities (add lines 17 through 22)		0
		Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.		
	24	Unrestricted		
	25	Temporarily restricted		
	26	Permanently restricted		
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.		
	27	Capital stock, trust principal, or current funds	9,838,925	12,066,794
	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 page 17 of the instructions)	9,838,925	12,066,794
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	9,838,925	12,066,794

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	9,838,925
2	Enter amount from Part I, line 27a	2	2,239,195
3	Other increases not included in line 2 (itemize) ▶ _____ 	3	7,113
4	Add lines 1, 2, and 3	4	12,085,233
5	Decreases not included in line 2 (itemize) ▶ _____ 	5	18,439
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	12,066,794

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 Additional Data Table			
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	See Additional Data Table		
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) 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	See Additional Data Table		
b			
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	2,536,450
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 pages 13 and 17 of the 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 page 18 of 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	659,104	12,739,346	0 051738
2009	722,688	12,063,779	0 059906
2008	807,477	11,596,530	0 069631
2007	800,146	16,134,251	0 049593
2006	608,000	15,607,608	0 038955

2	Total of line 1, column (d).	2	0 269823
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 053965
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4	12,595,482
5	Multiply line 4 by line 3.	5	679,715
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	29,055
7	Add lines 5 and 6.	7	708,770
8	Enter qualifying distributions from Part XII, line 4.	8	655,808

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 on page 18

Part VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a		Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1			
		Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	58,110
c		All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2		Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0
3		Add lines 1 and 2.		3	58,110
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0
5		Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	58,110
6		Credits/Payments			
a		2011 estimated tax payments and 2010 overpayment credited to 2011	6a	12,824	
b		Exempt foreign organizations—tax withheld at source	6b		
c		Tax paid with application for extension of time to file (Form 8868)	6c	0	
d		Backup withholding erroneously withheld	6d		
7		Total credits and payments Add lines 6a through 6d.		7	12,824
8		Enter any penalty for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	0
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	45,286
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	
11		Enter the amount of line 10 to be Credited to 2012 estimated tax ☐	Refunded ☐	11	0

Part VII-AStatements Regarding Activities

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?		Yes	No
		1a		No
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)?			No
	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.			
c	Did the foundation file Form 1120-POL for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☐ \$ _____ (2) On foundation managers ☐ \$ _____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		No
	If "Yes," attach a detailed description of the activities.			
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	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		No
	If "Yes," attach the statement required by General Instruction T.			
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?	6	Yes	
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	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ☐ PA _____			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	8b	Yes	
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 on page 27)? If "Yes," complete Part XIV	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

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 page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address				
14	The books are in care of	WELLS FARGO BANK NA		
	Telephone no	(336) 747-8186		
	Located at	1 W 4TH ST - 6TH FL WINSTON SALEM NC		
	ZIP +4	271013818		
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		
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?	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?		Yes	No
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?		Yes	No
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?		Yes	No
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?		Yes	No
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?		Yes	No
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).		Yes	No
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	1b		No
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		No
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? 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 page 20 of the instructions).	2b		No
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?			
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		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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 page 22 of the 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 page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	☒	5b	
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? <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>	☐ Yes ☐ No		
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? <i>If "Yes" to 6b, file Form 8870.</i>		6b	No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		7b	

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 page 22 of the 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 NA 1525 W WT Harris Blvd D1114-044 Charlotte, NC 282881161	TRUSTEE 40	93,827		
2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the 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 page 23 of the instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		0

Part IX-A

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3.	

Part X

Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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	12,499,784
b	Average of monthly cash balances.	1b	287,507
c	Fair market value of all other assets (see page 24 of the instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	12,787,291
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	12,787,291
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	191,809
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	12,595,482
6	Minimum investment return. Enter 5% of line 5.	6	629,774

Part XI

Distributable Amount (see page 25 of the 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	629,774
2a	Tax on investment income for 2011 from Part VI, line 5.	2a	58,110
b	Income tax for 2011 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	58,110
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	571,664
4	Recoveries of amounts treated as qualifying distributions.	4	10,000
5	Add lines 3 and 4.	5	581,664
6	Deduction from distributable amount (see page 25 of the instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	581,664

Part XII

Qualifying Distributions (see page 25 of the 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	655,808
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	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	655,808
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 page 26 of the instructions).	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	655,808
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 page 26 of the instructions)

		(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1	Distributable amount for 2011 from Part XI, line 7				581,664
2	Undistributed income, if any, as of the end of 2011				
a	Enter amount for 2010 only.			0	
b	Total for prior years 2009 , 20__ , 20__		0		
3	Excess distributions carryover, if any, to 2011				
a	From 2006.				0
b	From 2007.				0
c	From 2008.				0
d	From 2009.				28,212
e	From 2010.				34,961
f	Total of lines 3a through e.	63,173			
4	Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 655,808				
a	Applied to 2010, but not more than line 2a			0	
b	Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c	Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .	0			
d	Applied to 2011 distributable amount.				581,664
e	Remaining amount distributed out of corpus	74,144			
5	Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6	Enter the net total of each column as indicated below:				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	137,317			
b	Prior years' undistributed income Subtract line 4b from line 2b.		0		
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d	Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . .		0		
e	Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f	Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				0
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions).	0			
8	Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions).	0			
9	Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	137,317			
10	Analysis of line 9				
a	Excess from 2007. . . .				0
b	Excess from 2008. . . .				0
c	Excess from 2009. . . .				28,212
d	Excess from 2010. . . .				34,961
e	Excess from 2011. . . .				74,144

Part XIV

Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

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 organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

☐ 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 organization had \$5,000 or more in assets at any time during the year—see page 27 of the 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))

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

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 page 28 of the 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
One West 4th Street
Winston Salem, NC 27101
(888) 234-1999

b

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

www.wellsfargo.com/privatefoundationgrants/smith

c

Any submission deadlines

March 1 and Sept 1

d

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

Grants are for SE Pennsylvania charities with an emphasis on those serving community needs in Delaware County for capital projects, operating expenses, & special programs

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 Additional Data Table				
Total			3a	609,500
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
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	449,234	
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	2,536,450	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a RECOVERY _____			1	10,000	
b _____					
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e). .				2,995,684	
13 Total. Add line 12, columns (b), (d), and (e).			13		2,995,684

[illegible]

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			
(1) Cash.			No
(2) Other assets.			No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.			No
(2) Purchases of assets from a noncharitable exempt organization.			No
(3) Rental of facilities, equipment, or other assets.			No
(4) Reimbursement arrangements.			No
(5) Loans or loan guarantees.			No
(6) Performance of services or membership or fundraising solicitations.			No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.		1c	No
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

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

May the IRS discuss this return with the preparer shown above? See instructions ☐ Yes ☒ No

Additional Data

Software ID:
Software Version:
EIN: 23-6648857
Name: ETHEL S C SMITH NO 5 CHARITABLE TW

Form 990PF - Special Condition Description:

Special Condition Description

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
1535 AMERICAN EXPRESS CO COM		2010-11-03	2011-10-17
275 APPLE COMPUTER INC COM		2011-09-19	2011-11-07
1500 BAKER HUGHES INC COM		2011-09-19	2011-11-07
3850 BRISTOL-MYERS SQUIBB CO COM		2010-11-03	2011-11-07
2000 CAPITAL ONE FINL CORP COM RTS EXP 11/29/2005		2011-07-26	2011-10-17
2685 CARDINAL HLTH INC COM		2011-02-14	2011-10-17
700 CHEVRONTEXACO CORP COM		2010-08-06	2011-10-17
885 CHEVRONTEXACO CORP COM		2010-08-06	2011-11-07
2500 CHUBB CORP COM		2009-05-20	2011-07-26
1950 CISCO SYS INC COM W/RIGHTS ATTACHED EXPIRING 6/10/2008		1997-02-12	2011-10-17
7050 CISCO SYS INC COM W/RIGHTS ATTACHED EXPIRING 6/10/2008		1997-02-12	2011-11-07
1125 COLGATE-PALMOLIVE CO COM		1994-11-01	2011-07-26
1875 COLGATE-PALMOLIVE CO COM		1994-11-01	2011-11-07
4885 COMCAST CORP NEW CL A		2011-06-06	2011-10-17
2450 CONOCOPHILLIPS COM		2003-10-24	2011-11-07
29695 62 DODGE & COX INCOME FD COM		2009-10-13	2011-07-26
4350 E M C CORP MASS COM		2011-06-06	2011-10-17
2275 EXXON MOBIL CORP COM		1980-07-10	2011-07-26
1200 EXXON MOBIL CORP COM		1979-08-09	2011-09-19
1525 EXXON MOBIL CORP COM		1979-08-09	2011-11-07
960 FRONTIER COMMUNICATIONS CORPORATION		1984-02-18	2011-06-06
515 69 GOVERNMENT NATL MTG ASSN GTD PASS THRU CTF POOL #434539 DTD		1999-08-16	2011-06-15
157 05 GOVERNMENT NATL MTG ASSN GTD PASS THRU CTF POOL #434539 DTD		1999-08-16	2011-07-15
156 73 GOVERNMENT NATL MTG ASSN GTD PASS THRU CTF POOL #434539 DTD		1999-08-16	2011-08-15
165 48 GOVERNMENT NATL MTG ASSN GTD PASS THRU CTF POOL #434539 DTD		1999-08-16	2011-09-15
170 17 GOVERNMENT NATL MTG ASSN GTD PASS THRU CTF POOL #434539 DTD		1999-08-16	2011-10-15
170 15 GOVERNMENT NATL MTG ASSN GTD PASS THRU CTF POOL #434539 DTD		1999-08-16	2011-11-15
458 93 GOVERNMENT NATL MTG ASSN GTD PASS THRU CTF POOL #434539 DTD		1999-08-16	2011-12-15
142 58 GOVERNMENT NATL MTG ASSN GTD PASS THRU CTF POOL #434539 DTD		1999-08-16	2012-01-15
143 7 GOVERNMENT NATL MTG ASSN GTD PASS THRU CTF POOL #434539 DTD		1999-08-16	2012-02-15

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
144 6 GOVERNMENT NATL MTG ASSN GTD PASS THRU CTF POOL #434539 DTD		1999-08-16	2012-03-15
145 59 GOVERNMENT NATL MTG ASSN GTD PASS THRU CTF POOL #434539 DTD		1999-08-16	2012-04-15
146 72 GOVERNMENT NATL MTG ASSN GTD PASS THRU CTF POOL #434539 DTD		1999-08-16	2012-05-15
6 26 GOVERNMENT NATL MTG ASSN PL 063754X 11 5% 04/15/2013		1983-03-04	2011-06-15
6 32 GOVERNMENT NATL MTG ASSN PL 063754X 11 5% 04/15/2013		1983-03-04	2011-07-15
6 38 GOVERNMENT NATL MTG ASSN PL 063754X 11 5% 04/15/2013		1983-03-04	2011-08-15
6 45 GOVERNMENT NATL MTG ASSN PL 063754X 11 5% 04/15/2013		1983-03-04	2011-09-15
6 51 GOVERNMENT NATL MTG ASSN PL 063754X 11 5% 04/15/2013		1983-03-04	2011-10-15
6 58 GOVERNMENT NATL MTG ASSN PL 063754X 11 5% 04/15/2013		1983-03-04	2011-11-15
6 64 GOVERNMENT NATL MTG ASSN PL 063754X 11 5% 04/15/2013		1983-03-04	2011-12-15
6 71 GOVERNMENT NATL MTG ASSN PL 063754X 11 5% 04/15/2013		1983-03-04	2012-01-15
6 78 GOVERNMENT NATL MTG ASSN PL 063754X 11 5% 04/15/2013		1983-03-04	2012-02-15
6 85 GOVERNMENT NATL MTG ASSN PL 063754X 11 5% 04/15/2013		1983-03-04	2012-03-15
6 91 GOVERNMENT NATL MTG ASSN PL 063754X 11 5% 04/15/2013		1983-03-04	2012-04-15
6 98 GOVERNMENT NATL MTG ASSN PL 063754X 11 5% 04/15/2013		1983-03-04	2012-05-15
9500 GENERAL ELEC CO COM		1979-08-09	2011-11-07
575 GOLDMAN SACHS GRP INC COM		2008-04-25	2011-06-06
2300 HEWLETT-PACKARD CO COM		2004-04-19	2011-10-17
3750 HOME DEPOT INC COM		2010-01-25	2011-10-17
2743 902 ING REAL ESTATE FUND CL-I #2190		2008-04-29	2011-07-26
5500 ILLINOIS TOOL WORKS INC COM		1993-06-30	2011-07-26
2500 INTEL CORP COM		2011-09-19	2011-11-07
1925 INTL BUSINESS MACHINES CORP COM		1998-05-27	2011-07-26
525 INTL BUSINESS MACHINES CORP COM		1998-05-27	2011-09-19
1045 INTL BUSINESS MACHINES CORP COM		1998-05-27	2011-11-07
5000 JP MORGAN CHASE & CO COM		2000-08-03	2011-10-17
3347 28 PERKINS MID CAP VALUE F/C I #1167		2008-04-29	2011-07-26
350 JOHNSON & JOHNSON COM		2005-11-10	2011-10-17
1120 JOHNSON & JOHNSON COM		2003-10-24	2011-11-07
2850 MCDONALDS CORP COM		2009-05-20	2011-11-07

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
1450 MCKESSON HBOC INC COM		2011-06-06	2011-10-17
1800 MEDCO HEALTH SOLUTIONS INC		2011-02-14	2011-10-17
2015 MICROSOFT CORP COM		2004-12-23	2011-10-17
1275 NEXTERA ENERGY INC		2003-10-24	2011-11-07
3400 NIKE INC CL B COM		2005-11-10	2011-06-06
4100 ORACLE CORP COM		2004-04-19	2011-11-07
37914 692 PIMCO FDS PAC INVT MGMT SER TOTAL RETURN FD II INSTL CL		2009-07-22	2011-07-26
2000 PNC FINL SVCS GROUP INC COM W/RIGHTS ATTACHED EXP 5/25/2010		2010-08-06	2011-10-17
900 PEPSICO INC COM		2001-05-04	2011-10-17
850 PEPSICO INC COM		2001-05-04	2011-11-07
6000 PFIZER INC COM W/RTS ATTACHED EXP 10/15/2007		1991-03-18	2011-06-06
1550 PRAXAIR INC COM		2005-11-10	2011-07-26
675 PRAXAIR INC COM		2005-11-10	2011-09-19
775 PRAXAIR INC COM		2005-11-10	2011-11-07
1770 PROCTER & GAMBLE CO COM		2005-11-10	2011-10-17
800 PUBLIC SVC ENTERPRISE GRP INC COM		2011-09-19	2011-11-07
648 SPDR DOW JONES REIT ETF		2009-03-20	2011-07-26
1350 3M CO COM		2010-01-25	2011-10-17
1700 UNITED TECHNOLOGIES CORP COM		2003-10-24	2011-11-07
1875 UNITEDHEALTH GRP INC COM		2011-07-26	2011-10-17
3000 UNUMPROVIDENT CORP COM		2011-09-19	2011-11-07
4000 VERIZON COMMUNICATIONS COM		1984-02-18	2011-11-07
1200 VISA INC-CLASS A SHRS		2010-01-25	2011-09-19
850 WYNN RESORTS LTD		2011-06-06	2011-10-17
1375 ACCENTURE PLC		2010-01-25	2011-10-17
1125 ACCENTURE PLC		2010-01-25	2011-11-07
1600 ACE LIMITED		2009-10-20	2011-10-17
1750 TYCO INTERNATIONAL LTD NEW		2011-07-26	2011-10-17

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
69,530		64,163	5,367
109,808		112,896	-3,088
84,676		86,444	-1,768
120,624		102,564	18,060
80,672		97,880	-17,208
111,076		112,521	-1,445
69,027		55,023	14,004
94,913		69,565	25,348
160,272		96,450	63,822
33,218		13,379	19,839
126,263		48,371	77,892
98,025		17,143	80,882
165,231		28,572	136,659
113,868		118,363	-4,495
174,765		70,149	104,616
400,000		383,370	16,630
98,048		120,278	-22,230
193,144		8,527	184,617
88,042		4,028	84,014
120,627		5,118	115,509
8,064		1,448	6,616
516		514	2
157		157	
157		156	1
165		165	
170		170	
170		170	
459		457	2
143		142	1
144		143	1

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
145		144	1
146		145	1
147		146	1
6		6	
6		6	
6		6	
6		6	
7		6	1
7		6	1
7		7	
7		7	
7		7	
7		7	
7		7	
7		7	
155,140		10,526	144,614
77,124		109,867	-32,743
56,972		50,002	6,970
129,979		103,571	26,408
45,000		43,868	1,132
285,970		51,645	234,325
60,281		54,823	5,458
353,157		116,821	236,336
90,048		31,860	58,188
195,973		63,417	132,556
156,101		258,425	-102,324
80,000		72,138	7,862
22,354		18,224	4,130
71,365		55,843	15,522
268,152		160,322	107,830

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
105,980		122,616	-16,636
87,632		111,819	-24,187
54,304		51,489	2,815
71,503		40,527	30,976
272,789		149,951	122,838
133,944		50,266	83,678
400,000		387,266	12,734
98,926		119,661	-20,735
55,776		39,870	15,906
52,843		37,655	15,188
124,378		26,718	97,660
162,022		74,999	87,023
66,790		32,661	34,129
78,180		37,500	40,680
113,848		99,514	14,334
27,280		27,393	-113
45,132		16,202	28,930
102,686		111,335	-8,649
132,423		70,083	62,340
87,891		96,638	-8,747
65,669		66,779	-1,110
149,038		25,973	123,065
107,917		98,424	9,493
114,646		122,681	-8,035
79,015		57,530	21,485
65,366		47,070	18,296
99,108		88,224	10,884
76,316		82,409	-6,093

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			5,367
			-3,088
			-1,768
			18,060
			-17,208
			-1,445
			14,004
			25,348
			63,822
			19,839
			77,892
			80,882
			136,659
			-4,495
			104,616
			16,630
			-22,230
			184,617
			84,014
			115,509
			6,616
			2
			1
			2
			1
			1

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			1
			1
			1
			1
			1
			144,614
			-32,743
			6,970
			26,408
			1,132
			234,325
			5,458
			236,336
			58,188
			132,556
			-102,324
			7,862
			4,130
			15,522
			107,830

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-16,636
			-24,187
			2,815
			30,976
			122,838
			83,678
			12,734
			-20,735
			15,906
			15,188
			97,660
			87,023
			34,129
			40,680
			14,334
			-113
			28,930
			-8,649
			62,340
			-8,747
			-1,110
			123,065
			9,493
			-8,035
			21,485
			18,296
			10,884
			-6,093

Form 990PF Part XV Line 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				
CHRIST LUTHERAN COMMUNITY OUTREACH DBA UPPER DARBY OUTREACH74240 WALMURT STREET UPPER DARBY,PA 19082	NONE	EXEMPT	GENERAL PURPOSE	5,000
LEARNING ALLY INC20 ROSZEL ROAD PRINCETON,NJ 08540	NONE	PUBLIC CHARITY	GENERAL PURPOSE	3,000
MEDIA ARTS COUNCIL301 N JACKSON STREET MEDIA,PA 19063	NONE	PUBLIC CHARITY	GENERAL PURPOSE	2,000
DELAWARE COUNTY VETERANS MEMORIAL ASSOCIATIONPO BOX 183 NEWTON SQUARE,PA 19073	NONE	PUBLIC CHARITY	GENERAL PURPOSE	8,500
DREXEL NEUMANN ACADEMY1901 POTTER STREET CHESTER,PA 19013	NONE	PUBLIC CHARITY	GENERAL PURPOSE	30,000
MAKE A WISH FOUNDATION OF PHILADELPHIA512 TOWNSHIP LINE ROAD BLUE BELL,PA 19422	NONE	PUBLIC CHARITY	GENERAL PURPOSE	2,000
FAMILY & COMMUNITY SERVICE OF DELAWARE COUNTY600 N OLIVE STREET MEDIA,PA 19063	NONE	PUBLIC CHARITY	GENERAL PURPOSE	5,000
ACADEMY OF NATURAL SCIENCE 1900 BENJAMIN FRANKLIN PARKWAY PHILADELPHIA,PA 19103	EXEMPT	PUBLIC CHARITY	GENERAL PURPOSE	1,500
ACADEMY OF VOCAL ARTS1920 SPRUCE ST PHILADELPHIA,PA 191036685	NONE	PUBLIC CHARITY	GENERAL PURPOSE	12,000
BRYN MAWR REHAB HOSPITAL414 PAOLI PIKE MALVERN,PA 19355	NONE	PUBLIC CHARITY	GENERAL PURPOSE	7,000
LINCOLN UNIVERSITY1570 OLD BALTIMORE PIKE BOX 179 LINCOLN UNIVERSITY,PA 193520999	NONE	PUBLIC CHARITY	GENERAL PURPOSE	16,000
WILLIAMSON FREE SCHOOL OF MECHANICAL TRADES160 S NEW MIDDLETOWN ROAD MEDIA,PA 19063	NONE	PUBLIC CHARITY	GENERAL PURPOSE	10,000
ST EDMOND'S HOME FOR CHILDREN320 SOUTH ROBERTS ROAD ROSEMONT,PA 19010	NONE	PUBLIC CHARITY	GENERAL PURPOSE	8,500
ROYER-GREAVES SCHOOL FOR THE BLIND118 SOUTH VALLEY ROAD PAOLL,PA 19301	NONE	PUBLIC CHARITY	GENERAL PURPOSE	3,000
CHILDREN AND ADULT DISABILITY AND EDUCATIONAL SERVICES 401 RUTGERS AVENUE SWARTHMORE,PA 190812499	NONE	EXEMPT	GENERAL PURPOSE	30,000
MENTAL HEALTH ASSOCIATION OF SE PENNSYLVANIA1211 CHESTNUT STREET PHILADELPHIA,PA 19107	NONE	PUBLIC CHARITY	GENERAL PURPOSE	15,000
MANN CENTER FOR THE PERFORMING ARTS123 SOUTH BROAD STREET PHILADELPHIA,PA 19109	NONE	PUBLIC CHARITY	GENERAL PURPOSE	2,000
BOYS AND GIRLS CLUB OF CHESTER201 EAST 7TH STREET CHESTER,PA 19013	NONE	PUBLIC CHARITY	GENERAL PURPOSE	8,500
PENNSYLVANIA BALLETT1819 JFK BLVD SUITE 210 PHILADELPHIA,PA 19103	NONE	PUBLIC CHARITY	GENERAL PURPOSE	7,000
CROZER-CHESTER FOUNDATION ONE MEDICAL CENTER UPLAND,PA 19013	NONE	PUBLIC CHARITY	GENERAL PURPOSE	16,000
CONSUMER CREDIT COUNSELING SERVICES OF DELAWARE VALLEY1608 WALNUT STREET 10TH FLOOR PHILADELPHIA,PA 19103	NONE	PUBLIC CHARITY	GENERAL PURPOSE	5,000
WIDENER UNIVERSITYONE UNIVERSITY PLACE CHESTER,PA 19013	NONE	PUBLIC CHARITY	GENERAL PURPOSE	50,000
CHESTER YOUTHBUILDONE EAST NINTH STREET CHESTER,PA 19013	NONE	PUBLIC CHARITY	GENERAL PURPOSE	10,000
HEDGEROW THEATRE INC146 WEST ROSE VALLEY ROAD ROSE VALLEY,PA 19063	NONE	PUBLIC CHARITY	GENERAL PURPOSE	20,000
CASAYOUTH ADVOCATES INCPO BOX 407 MEDIA,PA 19063	NONE	PUBLIC CHARITY	GENERAL PURPOSE	8,500
WOMEN'S RESOURCE CENTERPO BOX 596 WAYNE,PA 19087	NONE	PUBLIC CHARITY	GENERAL PURPOSE	7,000
DARLINGTON ARTS CENTER977 SHAVERTOWN ROAD GARNET VALLEY,PA 19061	NONE	PUBLIC CHARITY	GENERAL PURPOSE	5,000
CONTACT GREATER PHILADELPHIAPO BOX 167 RICHBORO,PA 18954	NONE	PUBLIC CHARITY	GENERAL PURPOSE	7,000
MATERNITY CARE COALITION 2000 HAMILTON STREET SUITE 205 PHILADELPHIA,PA 19107	NONE	PUBLIC CHARITY	GENERAL PURPOSE	10,000
CENTER FOR RESOLUTIONS26 EAST FOURTH STREET MEDIA,PA 19063	NONE	EXEMPT	GENERAL PURPOSE	10,000

Form 990PF Part XV Line 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				
FAIR HOUSING COUNCIL OF SUBURBAN PHILADELPHIA225 SOUTH CHESTER ROAD SUITE 1 SWARTHMORE,PA 19081	NONE	PUBLIC CHARITY	GENERAL PURPOSE	2,000
ARDEN THEATRE COMPANY40 NORTH SECOND STREET PHILADELPHIA,PA 19106	NONE	PUBLIC CHARITY	GENERAL PURPOSE	3,000
STAGES OF IMAGINATION648 NORTH LEMON STREET MEDIA,PA 19063	NONE	PUBLIC CHARITY	GENERAL PURPOSE	5,000
FAMILY SUPPORT LINE OF DELAWARE COUNTY INC100 WEST SIXTH STREET MEDIA,PA 19063	NONE	PUBLIC CHARITY	GENERAL PURPOSE	5,000
PLANNED LIFETIME ASSISTANCE NETWORK OF PAPO BOX 154 WAYNE,PA 19087	NONE	PUBLIC CHARITY	GENERAL PURPOSE	3,000
SURREY SERVICES FOR SENIORS 28 BRIDGE AVENUE BERWYN,PA 19312	NONE	PUBLIC CHARITY	GENERAL PURPOSE	5,000
PHILADELPHIA SHAKESPEARE FESTIVAL2111 SANSOM STREET PHILADELPHIA,PA 19103	NONE	PUBLIC CHARITY	GENERAL PURPOSE	2,000
MOTHER'S HOME INC52 NORTH MACDALE BLVD DARBY,PA 19023	NONE	PUBLIC CHARITY	GENERAL PURPOSE	8,500
DELCO TENNIS ASSOCIATION INC122 MARLE CIRCLE ASTON,PA 19063	NONE	PUBLIC CHARITY	GENERAL PURPOSE	25,000
BE PROUD FOUNDATION600 N JACKSON STREET MEDIA,PA 19063	NONE	PUBLIC CHARITY	GENERAL PURPOSE	12,500
JENKINS ARBORETUM631 BERWYN BAPTIST ROAD DEVON,PA 19333	NONE	PUBLIC CHARITY	GENERAL PURPOSE	2,000
ST JAMES ALUMNI ASSOCIATION 1499 E 9TH STREET EDDYSTONE,PA 190221431	NONE	PUBLIC CHARITY	GENERAL PURPOSE	8,500
DELAWARE COUNTY COOPERATIVE EXTENSION ASSOC INCSMEDLEY PARK 20 PAPER MILL ROAD SPRINGFIELD,PA 19064	NONE	PUBLIC CHARITY	GENERAL PURPOSE	5,000
NATIONAL LIBERTY MUSEUM321 CHESTNUT STREET PHILADELPHIA,PA 19106	NONE	PUBLIC CHARITY	GENERAL PURPOSE	8,000
ART-REACH INC1819 JFK BLVD SUITE 200 PHILADELPHIA,PA 19103	NONE	EXEMPT	GENERAL PURPOSE	3,000
HOPE SPRINGS EQUESTRIAN THERAPYPO BOX 156 CHESTER SPRINGS,PA 19425	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000
WINGS FOR SUCCESSPO BOX 1184 FRAZER,PA 19355	NONE	PUBLIC CHARITY	GENERAL PURPOSE	5,000
GIRARD COLLEGE DEVELOPMANT FUND2101 SOUTH COLLEGE PHILADELPHIA,PA 19121	NONE	PUBLIC CHARITY	GENERAL PURPOSE	10,000
NORTHWESTERN HUMAN SERVICES620 GERMANTOWN PIKE LAFAYETTE HI,PA 194441810	NONE	PUBLIC CHARITY	GENERAL PURPOSE	12,000
DELAWARE COUNTY INTERFAITH HOSPITALITY NETWORKPO BOX 2384 ASTON,PA 190142384	NONE	PUBLIC CHARITY	GENERAL PURPOSE	8,500
TRI COUNTY CONCERTS ASSOC PO BOX 222 WAYBE,PA 19087	NONE	PUBLIC CHARITY	GENERAL PURPOSE	3,000
LANSDOWNE SYMPHOMY ORCHESTRA ASSOCIATION28 NORTH LANSDOWNE AVE LANSDOWNE,PA 19050	NONE	PUBLIC CHARITY	GENERAL PURPOSE	5,000
CHEYNEY UNIVERSITY OF PENNSYLVANIA1837 UNIVERSITY CIRCLE CHEYNEY,PA 193190200	NONE	PUBLIC CHARITY	GENERAL PURPOSE	20,000
PENNSYLVANIA ENVIROMENTAL COUNCIL SE PA REGION1315 WALNUT STREET PHILADELPHIA,PA 19104	NONE	PUBLIC CHARITY	GENERAL PURPOSE	5,000
PEOPLE'S LIGHT & THEATRE COMPANY39 CONESTOGA ROAD MALVERN,PA 193551798	NONE	PUBLIC CHARITY	GENERAL PURPOSE	3,000
DELAWARE COUNTY YOUTH ORCHESTRAPO BOX 143 MEDIA,PA 19063	NONE	PUBLIC CHARITY	GENERAL PURPOSE	5,000
MUSICOPIA INC2001 MARKET STREET SUITE 3100 PHILADELPHIA,PA 191037044	NONE	PUBLIC CHARITY	GENERAL PURPOSE	8,500
DEAF HEARING COMMUNICATION CENTRE630 FAIRVIEW ROAD SUITE 100 SWARTHMORE,PA 190812335	NONE	PUBLIC CHARITY	GENERAL PURPOSE	5,000
THE WILMA THEATER265 SOUTH BROAD STREET PHILADELPHIA,PA 191075659	NONE	PUBLIC CHARITY	GENERAL PURPOSE	5,000
MUSIC WORKS2050 WEST CHESTER PIKE SUITE 115 HAVERTOWN,PA 190832742	NONE	PUBLIC CHARITY	GENERAL PURPOSE	3,000

Form 990PF Part XV Line 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				
VETERAN'S NATIONAL EDUCATION PROGRAMPO BOX 354 NEWTON SQUARE,PA 190730354	NONE	PUBLIC CHARITY	GENERAL PURPOSE	20,000
THE LIBRARY FOUNDATION OF DELAWARE COUNTY340 NORTH MIDDLETOWN ROAD MEDIA,PA 19063	NONE	PUBLIC CHARITY	GENERAL PURPOSE	5,000
AMERICAN RED CROSS SE PA CHAPTER2221 CHESTNUT STREET PHILADELPHIA,PA 19103	NONE	PUBLIC CHARITY	GENERAL PURPOSE	12,500
BERNARDINE CENTER2625 WEST NINTH STREET CHESTER,PA 19013	NONE	PUBLIC CHARITY	GENERAL PURPOSE	6,000
TIKVAH RESIDENCE INCPO BOX 551 NEWTOWN SQUARE,PA 19073	NONE	PUBLIC CHARITY	GENERAL PURPOSE	15,000
PENNSYLVANIA VETERANS MUSEUM12 EAST STATE STREET PO BOX 73 MEDIA,PA 19063	NONE	PUBLIC CHARITY	GENERAL PURPOSE	25,000
THE MASON SHAFFER FOUNDATIONPO BOX 960 LANDOWNE,PA 19050	NONE	PUBLIC CHARITY	GENERAL PURPOSE	5,000
Total  3a				609,500

TY 2011 Accounting Fees Schedule

Name: ETHEL S C SMITH NO 5 CHARITABLE TW

EIN: 23-6648857

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION FEE (NON-ALLOC	8,010			8,010

**TY 2011 Investments Corporate
Bonds Schedule**

Name: ETHEL S C SMITH NO 5 CHARITABLE TW
EIN: 23-6648857

Name of Bond	End of Year Book Value	End of Year Fair Market Value
94985D582 WELLS FARGO ADV INTL	206,000	209,700

TY 2011 Investments Corporate
Stock Schedule

Name: ETHEL S C SMITH NO 5 CHARITABLE TW
EIN: 23-6648857

Name of Stock	End of Year Book Value	End of Year Fair Market Value
437076102 HOME DEPOT INC		
580135101 MCDONALDS CORP		
654106103 NIKE INC CL B		
194162103 COLGATE PALMOLIVE		
713448108 PEPSICO INC		
742718109 PROCTER & GAMBLE		
166764100 CHEVRON CORP		
20825C104 CONCOPHILLIPS		
30231G102 EXXON MOBIL CORP		
025816109 AMERICAN EXPRESS CO		
171232101 CHUBB CORP		
38141G104 GOLDMAN SACHS GROUP		
46625H100 JP MORGAN CHASE		
693475105 PNC FINANCIAL SER.		
110122108 BRISTOL MYERS SQUIBB		
478160104 JOHNSON & JOHNSON		
717081103 PFIZER INC		
369604103 GENERAL ELECTRIC		
452308109 ILLINOIS TOOL WORKS		
913017109 UNITED TECHNOLOGIES		
88579Y101 3M CO		
42836103 HEWLETT PACKARD CO		
17275R102 CISCO SYSTEMS		
459200101 INTERNATIONAL BUS.		
594918104 MICROSOFT CORP		
68389X105 ORACLE CORP		
92826C839 VISA INC-CLASS		
74005P104 PRAXAIR INC COM		
35906A108 FRONTIER COMM.		
92343V104 VERIZON COMM		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
65339F101 NEXTERA ENERGY INC		
14149Y108 CARDINAL HEALTH INC		
58405U102 MEDCO HEALTH SOLUTIO		
25264S833 DIAMOND HILL LONG-SH	286,000	291,501
277923728 EATON VANCE GLOBAL M	340,000	328,124
314172560 FEDERATED STRAT VAL	1,560,000	1,600,258
411511504 HARBOR CAPITAL APRCT	1,550,000	1,638,868
448108100 HUSSMAN STRATEGIC GR	386,000	361,477
44980Q518 ING INTERNATIONAL RE	300,018	214,624
44981V706 ING REAL ESTATE FUND	113,084	117,133
464287234 ISHARES TR MSCI EMER	776,667	641,202
464287465 ISHARES MSCI EAFE	785,601	1,018,912
464287655 ISHARES RUSSELL 2000	347,509	655,916
47103C241 PERKINS MID CAP VALU	302,862	286,261
722005667 PIMCO COMMODITY REAL	800,000	470,239
78464A607 SPDR DOW JONES REIT	52,280	145,596
949915367 WELLS FARGO ADV ENTE	315,698	333,197

**TY 2011 Investments Government
Obligations Schedule****Name:** ETHEL S C SMITH NO 5 CHARITABLE TW**EIN:** 23-6648857**US Government Securities - End of
Year Book Value:**

273,600

**US Government Securities - End of
Year Fair Market Value:**

274,335

**State & Local Government
Securities - End of Year Book
Value:****State & Local Government
Securities - End of Year Fair
Market Value:**

TY 2011 Investments - Other Schedule**Name:** ETHEL S C SMITH NO 5 CHARITABLE TW**EIN:** 23-6648857

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
44980Q518 ING INTERNATIONAL RE			
44981V706 ING REAL ESTATE			
722005667 PIMCO COMMODITY REAL			
78464A607 SPDR DOW JONES REIT			
256210105 DODGE & COX INCOME F	AT COST	566,630	627,717
4812C0803 JPMORGAN HIGH YIELD	AT COST	321,018	318,169
693390551 PIMCO TOTAL RETN FD	AT COST	982,734	1,087,123
72369B406 PIONEER HIGH YIELD F	AT COST	296,827	298,051
922031737 VANGUARD INFLAT-PROT	AT COST	425,000	494,775
94985D582 WELLS FARGO ADV. INT			
693390882 PIMCO FOREIGN BD FD	AT COST	210,000	224,220
464287655 ISHARES RUSSELL 2000			
47103C241 PERKINS MID CAP VALU			
949915367 WELLS FARGO ADV. EN			
464287465 ISHARES MSCI EAFE			
G1151C101 ACCENTURE PLC			
H0023R105 ACE LIMITED			
693391559 PIMCO EMERG MKTS BD-	AT COST	410,000	414,500
94985D418 WELLS FARGO ADV AST	AT COST	240,000	225,772

TY 2011 Legal Fees Schedule

Name: ETHEL S C SMITH NO 5 CHARITABLE TW

EIN: 23-6648857

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	7,017	5,264		1,752

TY 2011 Other Decreases Schedule**Name:** ETHEL S C SMITH NO 5 CHARITABLE TW**EIN:** 23-6648857

Description	Amount
MUTUAL FUND POSTING DATE AFTER TYE	18,184
ROC BASIS ADJUSTMENT	254
ROUNDING	1

TY 2011 Other Expenses Schedule

Name: ETHEL S C SMITH NO 5 CHARITABLE TW

EIN: 23-6648857

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
DELAWARE COUNTY STANDARD FILIN	9,089	0		9,089
ADVISORY COMMITTEE FEE	4,000	0		4,000

TY 2011 Other Income Schedule

Name: ETHEL S C SMITH NO 5 CHARITABLE TW

EIN: 23-6648857

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
RECOVERY	10,000	0	

TY 2011 Other Increases Schedule

Name: ETHEL S C SMITH NO 5 CHARITABLE TW

EIN: 23-6648857

Description	Amount
MUTUAL FUND TAX EFFECTIVE DATE BEFORE TYE	7,113

TY 2011 Taxes Schedule**Name:** ETHEL S C SMITH NO 5 CHARITABLE TW**EIN:** 23-6648857

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	338	338		0
FEDERAL TAX PAYMENT - PRIOR YE	7,903	0		0
FEDERAL ESTIMATES - PRINCIPAL	12,824	0		0
FOREIGN TAXES ON QUALIFIED FOR	3,747	3,747		0
FOREIGN TAXES ON NONQUALIFIED	234	234		0