Form **990**

Department of the Treasury
Internal Revenue Service

Return of Organization Exempt From Income Tax

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

► The organization may have to use a copy of this return to satisfy state reporting requirements

OMB No 1545-0047

2011

Open to Public Inspection

A For the 2011 calendar year, or tax year beginning Jul 1, 2011, and ending Jun 30, 2012

B Check if applicable
- [ ] Address change
- [ ] Name change
- [ ] Initial return
- [ ] Terminated
- [ ] Amended return
- [ ] Application pending

C Name of organization GESU SCHOOL INC
Doing Business As
Number and street (or P O box if mail is not delivered to street addr) 1700 W. THOMPSON ST. Room/suite
City, town or country PHILADELPHIA State PA ZIP code + 4 19121

D Employer Identification Number 23-2728931

E Telephone number (215) 763-3660

G Gross receipts $ 8,350,084.

F Name and address of principal officer Bryan H. Carter 1700 W. Thompson St Philadelphia PA 19121

H(a) Is this a group return for affiliates? [ ] Yes [X] No
H(b) Are all affiliates included? [ ] Yes [ ] No
If 'No,' attach a list (see instructions)

I Tax-exempt status [X] 501(c)(3) [ ] 501(c) ( )◄ (insert no) [ ] 4947(a)(1) or [ ] 527

J Website: ► www.gesuschool.org

H(c) Group exemption number ►

K Form of organization [X] Corporation [ ] Trust [ ] Association [ ] Other ► **L** Year of Formation 1993 **M** State of legal domicile PA

Part I Summary

Activities & Governance

1 Briefly describe the organization's mission or most significant activities For approximately 450 children, Gesu School is an independent Catholic School (pre-K to 8th grade) in the Jesuit and IHM traditions providing academic, spiritual and social development to children who reside primarily in North Philadelphia.

2 Check this box ► [ ] if the organization discontinued its operations or disposed of more than 25% of its net assets

3	Number of voting members of the governing body (Part VI, line 1a)	3	55
4	Number of independent voting members of the governing body (Part VI, line 1b)	4	54
5	Total number of individuals employed in calendar year 2011 (Part V, line 2a)	5	112
6	Total number of volunteers (estimate if necessary)	6	50
7a	Total unrelated business revenue from Part VIII, column (C), line 12	7a	0.
b	Net unrelated business taxable income from Form 990-T, line 34	7b	

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			Prior Year	Current Year
Revenue	8	Contributions and grants (Part VIII, line 1h)	5,487,992.	3,888,542.
	9	Program service revenue (Part VIII, line 2g)	482,341.	409,833.
	10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)	2,652,121.	475,467.
	11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	-23,240.	-31,320.
	12	Total revenue – add lines 8 through 11 (must equal Part VIII, column (A), line 12)	8,599,214.	4,742,522.
Expenses	13	Grants and similar amounts paid (Part IX, column (A), lines 1-3)		
	14	Benefits paid to or for members (Part IX, column (A), line 4)		
	15	Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	3,264,151.	3,465,701.
	16a	Professional fundraising fees (Part IX, column (A), line 11e)		
	b	Total fundraising expenses (Part IX, column (D), line 25) ► 504,800.		
	17	Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	2,181,478.	1,930,600.
	18	Total expenses Add lines 13-17 (must equal Part IX, column (A), line 25)	5,445,629.	5,396,301.
	19	Revenue less expenses Subtract line 18 from line 12	3,153,585.	-653,779.

			Beginning of Current Year	End of Year
Net Assets or Fund Balances	20	Total assets (Part X, line 16)	23,276,340.	21,784,058.
	21	Total liabilities (Part X, line 26)	642,408.	559,237.
	22	Net assets or fund balances Subtract line 21 from line 20	22,633,932.	21,224,821.

SCANNED JUN 06 2013

Part II Signature Block

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge

Sign Here

► Bryan H. Carter 5/10/2013
Signature of officer Date

► BRYAN H CARTER PRESIDENT
Type or print name and title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check [ ] if self-employed	PTIN
	SELF PREPARED			

Firm's name ►
Firm's address ►
Firm's EIN ►
Phone no

May the IRS discuss this return with the preparer shown above? (see instructions) [ ] Yes [X] No

Part III Statement of Program Service Accomplishments

Check if Schedule O contains a response to any question in this Part III ☐

1 Briefly describe the organization's mission

Gesu School is an independent Catholic School (pre-K to 8th grade) in the Jesuit and IHM traditions providing academic, spiritual and social

See Form 990, Page 2, Part III, Line 1 (continued)

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? ☐ Yes ☒ No

If 'Yes,' describe these new services on Schedule O.

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? ☐ Yes ☒ No

If 'Yes,' describe these changes on Schedule O

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses Section 501(c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported

4a (Code ________) (Expenses $ 4,230,633. including grants of $ 0.) (Revenue $ 409,833.)

Elementary & pre-K education on a non-selective basis for 450 inner-city children, housed in a facility donated by St. Joseph's Prep (FMV of lease @ $920,500.) The educational benefits of the Gesu School are evidenced by historical high school graduation rates for its students of 90% versus the average rate in Philadelphia of 60%.

4b (Code ________) (Expenses $ ________ including grants of $ ________) (Revenue $ ________)

4c (Code ________) (Expenses $ ________ including grants of $ ________) (Revenue $ ________)

4d Other program services (Describe in Schedule O.)

(Expenses $ including grants of $) (Revenue $)

4e Total program service expenses ► 4,230,633.

Part IV Checklist of Required Schedules

			Yes	No
1	Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? *If 'Yes,' complete Schedule A*	1	X	
2	Is the organization required to complete *Schedule B, Schedule of Contributors* (see instructions)?	2	X	
3	Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? *If 'Yes,' complete Schedule C, Part I*	3		X
4	**Section 501(c)(3) organizations** Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? *If 'Yes,' complete Schedule C, Part II*	4		X
5	Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? *If 'Yes,' complete Schedule C, Part III*	5		X
6	Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? *If 'Yes,' complete Schedule D, Part I*	6		X
7	Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas or historic structures? *If 'Yes,' complete Schedule D, Part II*	7		X
8	Did the organization maintain collections of works of art, historical treasures, or other similar assets? *If 'Yes,' complete Schedule D, Part III*	8		X
9	Did the organization report an amount in Part X, line 21, serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management, credit repair, or debt negotiation services? *If 'Yes,' complete Schedule D, Part IV*	9		X
10	Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? *If 'Yes,' complete Schedule D, Part V*	10	X	
11	If the organization's answer to any of the following questions is 'Yes', then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable.			
	a Did the organization report an amount for land, buildings and equipment in Part X, line 10? *If 'Yes,' complete Schedule D, Part VI*	11a	X	
	b Did the organization report an amount for investments— other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? *If 'Yes,' complete Schedule D, Part VII*	11b		X
	c Did the organization report an amount for investments— program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? *If 'Yes,' complete Schedule D, Part VIII*	11c		X
	d Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? *If 'Yes,' complete Schedule D, Part IX*	11d		X
	e Did the organization report an amount for other liabilities in Part X, line 25? *If 'Yes,' complete Schedule D, Part X*	11e		X
	f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? *If 'Yes,' complete Schedule D, Part X*	11f	X	
12a	Did the organization obtain separate, independent audited financial statements for the tax year? *If 'Yes,' complete Schedule D, Parts XI, XII, and XIII*	12a		X
	b Was the organization included in consolidated, independent audited financial statements for the tax year? *If 'Yes,' and if the organization answered 'No' to line 12a, then completing Schedule D, Parts XI, XII, and XIII is optional*	12b	X	
13	Is the organization a school described in section 170(b)(1)(A)(ii)? *If 'Yes,' complete Schedule E*	13	X	
14a	Did the organization maintain an office, employees, or agents outside of the United States?	14a		X
	b Did the organization have aggregate revenues or expenses of more than $10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at $100,000 or more? *If 'Yes,' complete Schedule F, Parts I and IV*	14b		X
15	Did the organization report on Part IX, column (A), line 3, more than $5,000 of grants or assistance to any organization or entity located outside the United States? *If 'Yes,' complete Schedule F, Parts II and IV*	15		X
16	Did the organization report on Part IX, column (A), line 3, more than $5,000 of aggregate grants or assistance to individuals located outside the United States? *If 'Yes,' complete Schedule F, Parts III and IV*	16		X
17	Did the organization report a total of more than $15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? *If 'Yes,' complete Schedule G, Part I (see instructions)*	17		X
18	Did the organization report more than $15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? *If 'Yes,' complete Schedule G, Part II*	18	X	
19	Did the organization report more than $15,000 of gross income from gaming activities on Part VIII, line 9a? *If 'Yes,' complete Schedule G, Part III*	19		X
20 a	Did the organization operate one or more hospital facilities? *If 'Yes,' complete Schedule H*	20		X
	b If 'Yes' to line 20a, did the organization attach a copy of its audited financial statements to this return?	20b		

Part IV Checklist of Required Schedules *(continued)*

			Yes	No
21	Did the organization report more than $5,000 of grants and other assistance to governments and organizations in the United States on Part IX, column (A), line 1? *If 'Yes,' complete Schedule I, Parts I and II*	21		X
22	Did the organization report more than $5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 2? *If 'Yes,' complete Schedule I, Parts I and III*	22		X
23	Did the organization answer 'Yes' to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? *If 'Yes,' complete Schedule J*	23	X	
24a	Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than $100,000 as of the last day of the year, and that was issued after December 31, 2002? *If 'Yes,' answer lines 24b through 24d and complete Schedule K If 'No,' go to line 25*	24a		X
b	Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?	24b		
c	Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?	24c		
d	Did the organization act as an 'on behalf of' issuer for bonds outstanding at any time during the year?	24d		
25a	**Section 501(c)(3) and 501(c)(4) organizations.** Did the organization engage in an excess benefit transaction with a disqualified person during the year? *If 'Yes,' complete Schedule L, Part I*	25a		X
b	Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? *If 'Yes,' complete Schedule L, Part I*	25b		X
26	Was a loan to or by a current or former officer, director, trustee, key employee, highly compensated employee, or disqualified person outstanding as of the end of the organization's tax year? *If 'Yes,' complete Schedule L, Part II*	26		X
27	Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? *If 'Yes,' complete Schedule L, Part III*	27		X
28	Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions)			
a	A current or former officer, director, trustee, or key employee? *If 'Yes,' complete Schedule L, Part IV*	28a		X
b	A family member of a current or former officer, director, trustee, or key employee? *If 'Yes,' complete Schedule L, Part IV*	28b		X
c	An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? *If 'Yes,' complete Schedule L, Part IV*	28c		X
29	Did the organization receive more than $25,000 in non-cash contributions? *If 'Yes,' complete Schedule M*	29	X	
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? *If 'Yes,' complete Schedule M*	30		X
31	Did the organization liquidate, terminate, or dissolve and cease operations? *If 'Yes,' complete Schedule N, Part I*	31		X
32	Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? *If 'Yes,' complete Schedule N, Part II*	32		X
33	Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301 7701-2 and 301 7701-3? *If 'Yes,' complete Schedule R, Part I*	33		X
34	Was the organization related to any tax-exempt or taxable entity? *If 'Yes,' complete Schedule R, Parts II, III, IV, and V, line 1*	34		X
35a	Did the organization have a controlled entity within the meaning of section 512(b)(13)?	35a		X
b	Did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? *If 'Yes,' complete Schedule R, Part V, line 2*	35b		X
36	**Section 501(c)(3) organizations.** Did the organization make any transfers to an exempt non-charitable related organization? *If 'Yes,' complete Schedule R, Part V, line 2*	36		X
37	Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? *If 'Yes,' complete Schedule R, Part VI*	37		X
38	Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11 and 19? **Note.** All Form 990 filers are required to complete Schedule O	38	X	

Part V Statements Regarding Other IRS Filings and Tax Compliance

Check if Schedule O contains a response to any question in this Part V [X]

				Yes	No
1a Enter the number reported in Box 3 of Form 1096 Enter -0- if not applicable	1a	9			
b Enter the number of Forms W-2G included in line 1a Enter -0- if not applicable	1b	0			
c Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?			1c	X	
2a Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return	2a	112			
b If at least one is reported on line 2a, did the organization file all required federal employment tax returns?			2b	X	
Note. If the sum of lines 1a and 2a is greater than 250, you may be required to *e-file* (see instructions)					
3a Did the organization have unrelated business gross income of $1,000 or more during the year?			3a		X
b If 'Yes' has it filed a Form 990-T for this year? *If 'No,' provide an explanation in Schedule O*			3b		
4a At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?			4a		X
b If 'Yes,' enter the name of the foreign country ►					
See instructions for filing requirements for Form TD F 90-22 1, Report of Foreign Bank and Financial Accounts					
5a Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?			5a		X
b Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?			5b		X
c If 'Yes,' to line 5a or 5b, did the organization file Form 8886-T?			5c		
6a Does the organization have annual gross receipts that are normally greater than $100,000, and did the organization solicit any contributions that were not tax deductible?			6a		X
b If 'Yes,' did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?			6b		
7 **Organizations that may receive deductible contributions under section 170(c).**					
a Did the organization receive a payment in excess of $75 made partly as a contribution and partly for goods and services provided to the payor?			7a	X	
b If 'Yes,' did the organization notify the donor of the value of the goods or services provided?			7b	X	
c Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?			7c		X
d If 'Yes,' indicate the number of Forms 8282 filed during the year	7d				
e Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?			7e		X
f Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			7f		X
g If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?			7g	X	
h If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?			7h	X	
8 **Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations.** Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?			8		
9 **Sponsoring organizations maintaining donor advised funds.**					
a Did the organization make any taxable distributions under section 4966?			9a		
b Did the organization make a distribution to a donor, donor advisor, or related person?			9b		
10 **Section 501(c)(7) organizations.** Enter					
a Initiation fees and capital contributions included on Part VIII, line 12	10a				
b Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities	10b				
11 **Section 501(c)(12) organizations.** Enter					
a Gross income from members or shareholders	11a				
b Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them)	11b				
12a **Section 4947(a)(1) non-exempt charitable trusts.** Is the organization filing Form 990 in lieu of Form 1041?			12a		
b If 'Yes,' enter the amount of tax-exempt interest received or accrued during the year	12b				
13 **Section 501(c)(29) qualified nonprofit health insurance issuers.**					
a Is the organization licensed to issue qualified health plans in more than one state?			13a		
Note. See the instructions for additional information the organization must report on Schedule O.					
b Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans	13b				
c Enter the amount of reserves on hand	13c				
14a Did the organization receive any payments for indoor tanning services during the tax year?			14a		X
b If 'Yes,' has it filed a Form 720 to report these payments? *If 'No,' provide an explanation in Schedule O*			14b		

Part VI **Governance, Management and Disclosure** *For each 'Yes' response to lines 2 through 7b below, and for a 'No' response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.*

Check if Schedule O contains a response to any question in this Part VI [X]

Section A. Governing Body and Management

			Yes	No
1a Enter the number of voting members of the governing body at the end of the tax year. If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O.	1a 55			
b Enter the number of voting members included in line 1a, above, who are independent	1b 54			
2 Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee or key employee?		2		X
3 Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person?		3		X
4 Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?		4		X
5 Did the organization become aware during the year of a significant diversion of the organization's assets?		5		X
6 Did the organization have members or stockholders?		6		X
7a Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?		7a		X
b Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or other persons other than the governing body?		7b		X
8 Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following				
a The governing body?		8a	X	
b Each committee with authority to act on behalf of the governing body?		8b	X	
9 Is there any officer, director or trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? *If 'Yes,' provide the names and addresses in Schedule O*		9		X

Section B. Policies *(This Section B requests information about policies not required by the Internal Revenue Code.)*

		Yes	No
10a Did the organization have local chapters, branches, or affiliates?	10a		X
b If 'Yes,' did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?	10b		
11a Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	11a	X	
b Describe in Schedule O the process, if any, used by the organization to review this Form 990.			
12a Did the organization have a written conflict of interest policy? *If 'No,' go to line 13*	12a	X	
b Were officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	12b	X	
c Did the organization regularly and consistently monitor and enforce compliance with the policy? *If 'Yes,' describe in Schedule O how this is done*	12c	X	
13 Did the organization have a written whistleblower policy?	13	X	
14 Did the organization have a written document retention and destruction policy?	14	X	
15 Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?			
a The organization's CEO, Executive Director, or top management official	15a	X	
b Other officers of key employees of the organization	15b	X	
If 'Yes' to line 15a or 15b, describe the process in Schedule O. (See instructions)			
16a Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?	16a		X
b If 'Yes,' did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and taken steps to safeguard the organization's exempt status with respect to such arrangements?	16b		

Section C. Disclosure

17 List the states with which a copy of this Form 990 is required to be filed ► Pennsylvania

18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (501(c)(3)s only) available for public inspection. Indicate how you make these available Check all that apply

[X] Own website [X] Another's website [X] Upon request

19 Describe in Schedule O whether (and if so, how) the organization makes its governing documents, conflict of interest policy, and financial statements available to the public during the tax year

20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization

► Robert Gagliardi 1700 W. Thompson St Philadelphia PA 19121 (215) 763-3660

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

Check if Schedule O contains a response to any question in this Part VII ☐

Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

1 a Complete this table for all persons required to be listed Report compensation for the calendar year ending with or within the organization's tax year

• List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid

• List all of the organization's **current** key employees, if any See instructions for definition of 'key employee '

• List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than $100,000 from the organization and any related organizations

• List all of the organization's **former** officers, key employees, and highest compensated employees who received more than $100,000 of reportable compensation from the organization and any related organizations

• List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than $10,000 of reportable compensation from the organization and any related organizations

List persons in the following order individual trustees or directors, institutional trustees; officers, key employees, highest compensated employees, and former such persons

☐ Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee

(A) Name and title	(B) Average hours per week (describe hours for related organizations in Schedule O)	(C) Position: Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former	(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
(1) Christine Beck President Emeritus	55.00						X	69,286.	0.	0.
(2) Bryan Carter President	55.00	X		X				58,289.	0.	0.
(3) Sean LaVelle Vice President	42.00			X				92,816.	0.	0.
(4) Robert Gagliardi Finance Director	50.00			X				90,734.	0.	0.
(5) J. Gordon Cooney, Jr., Esq Chairman	2.00	X						0.	0.	0.
(6) Robert McAlaine Vice Chairman	2.00	X						0.	0.	0.
(7) Keith Pension Secretary	1.00	X						0.	0.	0.
(8) Barbara Renninger Treasurer	1.00	X						0.	0.	0.
(9) John Backe Trustee	0.50	X						0.	0.	0.
(10) Scott Beaumont Trustee	0.50	X						0.	0.	0.
(11) Edward Beckett Trustee	1.00	X						0.	0.	0.
(12) Rev. George Bur, SJ Trustee	1.00	X						0.	0.	0.
(13) Rev. William Byron, SJ Trustee	1.00	X						0.	0.	0.
(14) Roger Carolin Trustee	1.00	X						0.	0.	0.

Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees *(cont)*

(A) Name and title	(B) Average hours per week (describe hours for related organizations in Sch O)	(C) Position: Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former	(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099 MISC)	(F) Estimated amount of other compensation from the organization and related organizations
(15) Joseph Cathcart Trustee	1.00	X						0.	0.	0.
(16) Ellen Churchill Trustee	1.00	X						0.	0.	0.
(17) Winston Churchill Trustee	1.00	X						0.	0.	0.
(18) Terrence Connors Trustee	1.00	X						0.	0.	0.
(19) James Crawford, Jr. Trustee	0.50	X						0.	0.	0.
(20) John Curry Trustee	1.00	X						0.	0.	0.
(21) Rard Davies Trustee	1.00	X						0.	0.	0.
(22) Thomas Decker, Esq. Trustee	1.00	X						0.	0.	0.
(23) Dr. John DiIulio Trustee	1.00	X						0.	0.	0.
(24) Sr. John Evelyn DiTrolio, IHM Trustee	1.00	X						0.	0.	0.
(25) Vivienne Ehret Trustee	22.00	X						0.	0.	0.
1 b Sub-total ►								311,125.	0.	0.
c Total from continuation sheets to Part VII, Section A ►								0.	0.	0.
d Total (add lines 1b and 1c) ►								311,125.	0.	0.

2 Total number of individuals (including but not limited to those listed above) who received more than $100,000 of reportable compensation from the organization ► 0

		Yes	No
3 Did the organization list any **former** officer, director or trustee, key employee, or highest compensated employee on line 1a? *If 'Yes,' complete Schedule J for such individual*	3	X	
4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than $150,000? *If 'Yes' complete Schedule J for such individual*	4		X
5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? *If 'Yes,' complete Schedule J for such person*	5		X

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than $100,000 of compensation from the organization Report compensation for the calendar year ending with or within the organization's tax year

(A) Name and business address	(B) Description of services	(C) Compensation

2 Total number of independent contractors (including but not limited to those listed above) who received more than $100,000 in compensation from the organization ► 0

Part VIII Statement of Revenue

			(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514
CONTRIBUTIONS, GIFTS, GRANTS AND OTHER SIMILAR AMOUNTS						
1a Federated campaigns	1a					
b Membership dues	1b					
c Fundraising events	1c	173,980.				
d Related organizations	1d					
e Government grants (contributions)	1e					
f All other contributions, gifts, grants, and similar amounts not included above	1f	3,714,562.				
g Noncash contributions included in lns 1a-1f	$	920,500.				
h **Total.** Add lines 1a-1f		►	3,888,542.			
PROGRAM SERVICE REVENUE		Business Code				
2a Tuition & Fees		61110	409,833.	409,833.	0.	0.
b						
c						
d						
e						
f All other program service revenue						
g **Total.** Add lines 2a-2f		►	409,833.			
OTHER REVENUE						
3 Investment income (including dividends, interest and other similar amounts)		►	546,928.	0.	0.	546,928.
4 Income from investment of tax-exempt bond proceeds		►				
5 Royalties		►				
	(i) Real	(ii) Personal				
6a Gross rents						
b Less rental expenses						
c Rental income or (loss)						
d Net rental income or (loss)		►				
	(i) Securities	(ii) Other				
7a Gross amount from sales of assets other than inventory	3,477,381.					
b Less cost or other basis and sales expenses	3,548,842.					
c Gain or (loss)	-71,461.					
d Net gain or (loss)		►	-71,461.	0.	0.	-71,461.
8a Gross income from fundraising events (not including $ 173,980. of contributions reported on line 1c) See Part IV, line 18	a	27,400.				
b Less direct expenses	b	58,720.				
c Net income or (loss) from fundraising events		►	-31,320.		0.	-31,320.
9a Gross income from gaming activities See Part IV, line 19	a					
b Less direct expenses	b					
c Net income or (loss) from gaming activities		►				
10a Gross sales of inventory, less returns and allowances	a					
b Less cost of goods sold	b					
c Net income or (loss) from sales of inventory		►				
Miscellaneous Revenue		Business Code				
11a						
b						
c						
d All other revenue						
e **Total.** Add lines 11a-11d		►				
12 **Total revenue.** See instructions		►	4,742,522.	409,833.	0.	444,147.

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns
All other organizations must complete column (A) but are not required to complete columns (B), (C), and (D)

Check if Schedule O contains a response to any question in this Part IX ☐

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the United States See Part IV, line 21				
2 Grants and other assistance to individuals in the United States See Part IV, line 22				
3 Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	315,488.	0.	205,488.	110,000.
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages	2,555,556.	2,002,164.	375,150.	178,242.
8 Pension plan accruals and contributions (include section 401(k) and section 403(b) employer contributions)	10,810.	10,810.	0.	0.
9 Other employee benefits	377,550.	349,297.	6,100.	22,153.
10 Payroll taxes	206,297.	144,721.	40,137.	21,439.
11 Fees for services (non-employees)				
a Management	0.	0.	0.	0.
b Legal				
c Accounting	21,336.	0.	21,336.	0.
d Lobbying				
e Professional fundraising services See Part IV, line 17				
f Investment management fees				
g Other				
12 Advertising and promotion	37,695.	2,600.	6,230.	28,865.
13 Office expenses	216,573.	198,108.	2,827.	15,638.
14 Information technology	50,725.	47,125.	3,600.	0.
15 Royalties				
16 Occupancy	1,103,333.	1,102,723.	0.	610.
17 Travel	23,238.	22,406.	0.	832.
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	4,568.	4,433.	0.	135.
20 Interest	1,855.	1,855.	0.	0.
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	220,524.	220,524.	0.	0.
23 Insurance	70,057.	70,057.	0.	0.
24 Other expenses Itemize expenses not covered above (List miscellaneous expenses in line 24e If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O)				
a Symposium & Special Events	10,824.	0.	0.	10,824.
b Bad Debt	67,000.	12,000.	0.	55,000.
c Student Activities	9,692.	9,692.	0.	0.
d Misc School Exp	37,171.	32,118.	0.	5,053.
e All other expenses	56,009.	0.	0.	56,009.
25 Total functional expenses Add lines 1 through 24e	5,396,301.	4,230,633.	660,868.	504,800.
26 **Joint costs.** Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation Check here ► ☐ if following SOP 98-2 (ASC 958-720)				

Part X Balance Sheet

					(A) Beginning of year		(B) End of year
ASSETS	1	Cash – non-interest-bearing			278,388.	1	118,795.
	2	Savings and temporary cash investments			1,867,437.	2	299,247.
	3	Pledges and grants receivable, net			1,681,858.	3	1,626,157.
	4	Accounts receivable, net			151,700.	4	80,132.
	5	Receivables from current and former officers, directors, trustees, key employees, and highest compensated employees Complete Part II of Schedule L				5	
	6	Receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions)				6	
	7	Notes and loans receivable, net				7	
	8	Inventories for sale or use				8	
	9	Prepaid expenses and deferred charges			11,163.	9	10,760.
	10a	Land, buildings, and equipment cost or other basis Complete Part VI of Schedule D	10a	8,570,107.			
	b	Less accumulated depreciation	10b	3,262,221.	5,503,777.	10c	5,307,886.
	11	Investments – publicly traded securities			13,568,973.	11	14,147,092.
	12	Investments – other securities See Part IV, line 11			213,044.	12	193,989.
	13	Investments – program-related See Part IV, line 11				13	
	14	Intangible assets				14	
	15	Other assets. See Part IV, line 11				15	
	16	**Total assets.** Add lines 1 through 15 (must equal line 34)			23,276,340.	16	21,784,058.
LIABILITIES	17	Accounts payable and accrued expenses			318,335.	17	333,217.
	18	Grants payable				18	
	19	Deferred revenue			24,073.	19	51,020.
	20	Tax-exempt bond liabilities				20	
	21	Escrow or custodial account liability. Complete Part IV of Schedule D				21	
	22	Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons Complete Part II of Schedule L				22	
	23	Secured mortgages and notes payable to unrelated third parties			300,000.	23	175,000.
	24	Unsecured notes and loans payable to unrelated third parties				24	
	25	Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24) Complete Part X of Schedule D				25	
	26	**Total liabilities.** Add lines 17 through 25			642,408.	26	559,237.
NET ASSETS OR FUND BALANCES		**Organizations that follow SFAS 117, check here ► [X] and complete lines 27 through 29 and lines 33 and 34.**					
	27	Unrestricted net assets			17,165,517.	27	15,598,993.
	28	Temporarily restricted net assets			1,488,694.	28	1,515,757.
	29	Permanently restricted net assets			3,979,721.	29	4,110,071.
		Organizations that do not follow SFAS 117, check here ► [ ] and complete lines 30 through 34.					
	30	Capital stock or trust principal, or current funds				30	
	31	Paid-in or capital surplus, or land, building, or equipment fund				31	
	32	Retained earnings, endowment, accumulated income, or other funds				32	
	33	Total net assets or fund balances			22,633,932.	33	21,224,821.
	34	Total liabilities and net assets/fund balances			23,276,340.	34	21,784,058.

Part XI Reconciliation of Net Assets

Check if Schedule O contains a response to any question in this Part XI [X]

1	Total revenue (must equal Part VIII, column (A), line 12)	1	4,742,522.
2	Total expenses (must equal Part IX, column (A), line 25)	2	5,396,301.
3	Revenue less expenses Subtract line 2 from line 1	3	-653,779.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	22,633,932.
5	Other changes in net assets or fund balances (explain in Schedule O)	5	-755,332.
6	Net assets or fund balances at end of year Combine lines 3, 4, and 5 (must equal Part X, line 33, column (B))	6	21,224,821.

Part XII Financial Statements and Reporting

Check if Schedule O contains a response to any question in this Part XII [ ]

			Yes	No
1	Accounting method used to prepare the Form 990 [ ] Cash [X] Accrual [ ] Other			
	If the organization changed its method of accounting from a prior year or checked 'Other,' explain in Schedule O			
2a	Were the organization's financial statements compiled or reviewed by an independent accountant?	2a		X
b	Were the organization's financial statements audited by an independent accountant?	2b	X	
c	If 'Yes' to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant?	2c	X	
	If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.			
d	If 'Yes' to line 2a or 2b, check a box below to indicate whether the financial statements for the year were issued on a separate basis, consolidated basis, or both [ ] Separate basis [X] Consolidated basis [ ] Both consolidated and separate basis			
3a	As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?	3a		X
b	If 'Yes,' did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits	3b		

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Public Charity Status and Public Support

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

► **Attach to Form 990 or Form 990-EZ.** ► **See separate instructions.**

OMB No 1545-0047

2011

Open to Public Inspection

Name of the organization
GESU SCHOOL INC

Employer identification number
23-2728931

Part I **Reason for Public Charity Status** (All organizations must complete this part.) See instructions.

The organization is not a private foundation because it is (For lines 1 through 11, check only one box)

1 [ ] A church, convention of churches or association of churches described in **section 170(b)(1)(A)(i).**

2 [X] A school described in **section 170(b)(1)(A)(ii).** (Attach Schedule E)

3 [ ] A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii).**

4 [ ] A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii)** Enter the hospital's name, city, and state

5 [ ] An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv).** (Complete Part II)

6 [ ] A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v).**

7 [ ] An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi).** (Complete Part II)

8 [ ] A community trust described in **section 170(b)(1)(A)(vi).** (Complete Part II)

9 [ ] An organization that normally receives (1) more than 33-1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions – subject to certain exceptions, and (2) no more than 33-1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See **section 509(a)(2).** (Complete Part III)

10 [ ] An organization organized and operated exclusively to test for public safety See **section 509(a)(4).**

11 [ ] An organization organized and operated exclusively for the benefit of, to perform the functions of, or carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2) See **section 509(a)(3).** Check the box that describes the type of supporting organization and complete lines 11e through 11h

a [ ] Type I **b** [ ] Type II **c** [ ] Type III – Functionally integrated **d** [ ] Type III – Other

e [ ] By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2)

f If the organization received a written determination from the IRS that is a Type I, Type II or Type III supporting organization, check this box [ ]

g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?

		Yes	No
(i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization?	**11g (i)**		
(ii) A family member of a person described in (i) above?	**11g (ii)**		
(iii) A 35% controlled entity of a person described in (i) or (ii) above?	**11g (iii)**		

h Provide the following information about the supported organization(s)

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1-9 above or IRC section (see instructions))	(iv) Is the organization in column (i) listed in your governing document? Yes	No	(v) Did you notify the organization in column (i) of your support? Yes	No	(vi) Is the organization in column (i) organized in the U S ? Yes	No	(vii) Amount of support
(A)									
(B)									
(C)									
(D)									
(E)									
Total									

Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)

(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III If the organization fails to qualify under the tests listed below, please complete Part III)

Section A. Public Support

Calendar year (or fiscal year beginning in) ►	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any 'unusual grants')						
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 **Total.** Add lines 1 through 3						
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						
6 **Public support.** Subtract line 5 from line 4						

Section B. Total Support

Calendar year (or fiscal year beginning in) ►	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
7 Amounts from line 4						
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income Do not include gain or loss from the sale of capital assets (Explain in Part IV)						
11 **Total support.** Add lines 7 through 10						

12 Gross receipts from related activities, etc (see instructions) | 12 |

13 **First five years.** If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and **stop here** ► ☐

Section C. Computation of Public Support Percentage

14 Public support percentage for 2011 (line 6, column (f) divided by line 11, column (f)) | 14 | %

15 Public support percentage from 2010 Schedule A, Part II, line 14 | 15 | %

16a **33-1/3% support test – 2011.** If the organization did not check the box on line 13, and the line 14 is 33-1/3% or more, check this box and **stop here.** The organization qualifies as a publicly supported organization ► ☐

b **33-1/3% support test – 2010.** If the organization did not check a box on line 13 or 16a, and line 15 is 33-1/3% or more, check this box and **stop here.** The organization qualifies as a publicly supported organization ► ☐

17a **10%-facts-and-circumstances test – 2011.** If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the 'facts-and-circumstances' test, check this box and **stop here.** Explain in Part IV how the organization meets the 'facts-and-circumstances' test The organization qualifies as a publicly supported organization ► ☐

b **10%-facts-and-circumstances test – 2010.** If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the 'facts-and-circumstances' test, check this box and **stop here.** Explain in Part IV how the organization meets the 'facts-and-circumstances' test The organization qualifies as a publicly supported organization ► ☐

18 **Private foundation.** If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions ► ☐

Part III Support Schedule for Organizations Described in Section 509(a)(2)

(Complete only if you checked the box on line 9 of Part I or if the organization failed to qualify under Part II If the organization fails to qualify under the tests listed below, please complete Part II)

Section A. Public Support

Calendar year (or fiscal yr beginning in) ►	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
1 Gifts, grants, contributions and membership fees received. (Do not include any 'unusual grants ')						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 **Total.** Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of $5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b						
8 **Public support** (Subtract line 7c from line 6)						

Section B. Total Support

Calendar year (or fiscal yr beginning in) ►	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income Do not include gain or loss from the sale of capital assets (Explain in Part IV)						
13 **Total support.** (Add lns 9, 10c, 11, and 12)						

14 **First five years.** If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and **stop here** ► ☐

Section C. Computation of Public Support Percentage

15 Public support percentage for 2011 (line 8, column (f) divided by line 13, column (f))	15	%
16 Public support percentage from 2010 Schedule A, Part III, line 15	16	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for **2011** (line 10c, column (f) divided by line 13, column (f))	17	%
18 Investment income percentage from **2010** Schedule A, Part III, line 17	18	%

19a **33-1/3% support tests – 2011.** If the organization did not check the box on line 14, and line 15 is more than 33-1/3%, and line 17 is not more than 33-1/3%, check this box and **stop here.** The organization qualifies as a publicly supported organization ► ☐

b **33-1/3% support tests – 2010.** If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33-1/3%, and line 18 is not more than 33-1/3%, check this box and **stop here.** The organization qualifies as a publicly supported organization ► ☐

20 **Private foundation.** If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions ► ☐

Part IV **Supplemental Information.** Complete this part to provide the explanations required by Part II, line 10; Part II, line 17a or 17b; and Part III, line 12. Also complete this part for any additional information. (See instructions).

NOTE E - PROMISES TO GIVE

Unconditional promises to give at June 30, 2012 are receivable as follows:

Year ending June 30,	
2013	$ 499,783
2014	496,127
2015	441,000
2016 and beyond	241,800
	1,678,710
Less - discount	(52,553)
Present value of unconditional promises to give	$ 1,626,157

No allowance for uncollectible promises to give has been recorded as of June 30, 2012 and 2011 as uncollectible promises to give are expected by Organization management to be insignificant. Unconditional promises to give that are due beyond one year are discounted to the fair value using a discount rate of 2.25%.

NOTE F - UNRESTRICTED NET ASSETS

The Organization's Board of Trustees has approved that a portion of the unrestricted net assets be directed into a board-designated endowment. Investment earnings from the board-designated endowment are reinvested but are available for distribution at the discretion of the Board of Trustees. Investment earnings from the board-designated endowment are recorded as increases in unrestricted net assets. The board-designated endowment totaled $10,546,797 and $11,697,001 at June 30, 2012 and 2011, respectively, and is included in the unrestricted net assets balance as of June 30, 2012 and 2011.

NOTE G - TEMPORARILY RESTRICTED NET ASSETS

Temporarily restricted net assets are available for the following purposes:

	2012	2011
	$ 15,824	$ 75,574
	153,355	204,604
	6,675	9,175
	40,000	80,000
	20,000	20,000
	7,903	7,903
	4,971	4,971
	385,700	441,500
	411,687	27,687
	469,642	617,280
	$ 1,515,757	$ 1,488,694

(Continued)

SCHEDULE D (Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

► Complete if the organization answered 'Yes,' to Form 990, Part IV, lines 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.
► Attach to Form 990. ► See separate instructions.

OMB No 1545-0047

2011

Open to Public Inspection

Name of the organization

GESU SCHOOL INC

Employer identification number

23-2728931

Part I **Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts.** Complete if the organization answered 'Yes' to Form 990, Part IV, line 6.

		(a) Donor advised funds	(b) Funds and other accounts
1	Total number at end of year		
2	Aggregate contributions to (during year)		
3	Aggregate grants from (during year)		
4	Aggregate value at end of year		

5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control? ☐ Yes ☐ No

6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit? ☐ Yes ☐ No

Part II **Conservation Easements.** Complete if the organization answered 'Yes' to Form 990, Part IV, line 7.

1 Purpose(s) of conservation easements held by the organization (check all that apply)

☐ Preservation of land for public use (e g , recreation or education)
☐ Protection of natural habitat
☐ Preservation of open space
☐ Preservation of an historically important land area
☐ Preservation of a certified historic structure

2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year.

			Held at the End of the Tax Year
a	Total number of conservation easements	2a	
b	Total acreage restricted by conservation easements	2b	
c	Number of conservation easements on a certified historic structure included in (a)	2c	
d	Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register	2d	

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ► ______

4 Number of states where property subject to conservation easement is located ► ______

5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds? ☐ Yes ☐ No

6 Staff and volunteer hours devoted to monitoring, inspecting, and enforcing conservation easements during the year ► ______

7 Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ► $ ______

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)? ☐ Yes ☐ No

9 In Part XIV, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements

Part III **Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets.** Complete if the organization answered 'Yes' to Form 990, Part IV, line 8.

1a If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIV, the text of the footnote to its financial statements that describes these items

b If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items

(i) Revenues included in Form 990, Part VIII, line 1 ► $ ______

(ii) Assets included in Form 990, Part X ► $ ______

2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items

a Revenues included in Form 990, Part VIII, line 1 ► $ ______

b Assets included in Form 990, Part X ► $ ______

Part III **Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets** *(continued)*

3 Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply)

a ☐ Public exhibition
b ☐ Scholarly research
c ☐ Preservation for future generations
d ☐ Loan or exchange programs
e ☐ Other

4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIV

5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? ☐ Yes ☐ No

Part IV **Escrow and Custodial Arrangements.** Complete if the organization answered 'Yes' to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

1a Is the organization an agent, trustee, custodian, or other intermediary for contributions or other assets not included on Form 990, Part X? ☐ Yes ☐ No

b If 'Yes,' explain the arrangement in Part XIV and complete the following table

		Amount
c Beginning balance	1c	
d Additions during the year	1d	
e Distributions during the year	1e	
f Ending balance	1f	

2a Did the organization include an amount on Form 990, Part X, line 21? ☐ Yes ☐ No

b If 'Yes,' explain the arrangement in Part XIV

Part V **Endowment Funds.** Complete if the organization answered 'Yes' to Form 990, Part IV, line 10.

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance	16,294,002.	12,628,399.	11,653,721.	11,766,935.	
b Contributions	105,350.	1,735,115.	41,617.	2,057,855.	
c Net investment earnings, gains, and losses	-279,850.	2,652,141.	1,682,808.	-1,755,723.	
d Grants or scholarships	102,043.	114,200.	236,695.	123,860.	
e Other expenditures for facilities and programs	890,949.	607,453.	513,052.	291,486.	
f Administrative expenses					
g End of year balance	15,126,510.	16,294,002.	12,628,399.	11,653,721.	

2 Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as

a Board designated or quasi-endowment ► 69.70 %

b Permanent endowment ► 27.20 %

c Temporarily restricted endowment ► 3.10 %

The percentages in lines 2a, 2b, and 2c should equal 100%

3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by

		Yes	No
(i) unrelated organizations	3a(i)	X	
(ii) related organizations	3a(ii)		X
b If 'Yes' to 3a(ii), are the related organizations listed as required on Schedule R?	3b		

4 Describe in Part XIV the intended uses of the organization's endowment funds

Part VI **Land, Buildings, and Equipment.** See Form 990, Part X, line 10.

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land				
b Buildings				
c Leasehold improvements		7,733,067.	2,495,973.	5,237,094.
d Equipment		837,040.	766,248.	70,792.
e Other				
Total. Add lines 1a through 1e *(Column (d) must equal Form 990, Part X, column (B), line 10(c).)* ►				5,307,886.

Part VII Investments – Other Securities. See Form 990, Part X, line 12.

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests		
(3) Other		
(A)		
(B)		
(C)		
(D)		
(E)		
(F)		
(G)		
(H)		
(I)		
Total. *(Column (b) must equal Form 990 Part X, column (B) line 12)* ►		

Part VIII Investments – Program Related. See Form 990, Part X, line 13.

(a) Description of investment type	(b) Book value	(c) Method of valuation Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
(10)		
Total. *(Column (b) must equal Form 990, Part X, column (B) line 13)* ►		

Part IX Other Assets. See Form 990, Part X, line 15.

(a) Description	(b) Book value
(1)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
Total. *(Column (b) must equal Form 990, Part X, column (B), line 15)* ►	

Part X Other Liabilities. See Form 990, Part X, line 25.

(a) Description of liability	(b) Book value
(1) Federal income taxes	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
(11)	
Total *(Column (b) must equal Form 990, Part X, column (B) line 25)* ►	

2 FIN 48 (ASC 740) Footnote In Part XIV, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740)

Part XI Reconciliation of Change in Net Assets from Form 990 to Audited Financial Statements

1	Total revenue (Form 990, Part VIII, column (A), line 12)	
2	Total expenses (Form 990, Part IX, column (A), line 25)	
3	Excess or (deficit) for the year Subtract line 2 from line 1	
4	Net unrealized gains (losses) on investments	
5	Donated services and use of facilities	
6	Investment expenses	
7	Prior period adjustments	
8	Other (Describe in Part XIV)	
9	Total adjustments (net) Add lines 4 through 8	
10	Excess or (deficit) for the year per audited financial statements Combine lines 3 and 9	

Part XII Reconciliation of Revenue per Audited Financial Statements With Revenue per Return

1	Total revenue, gains, and other support per audited financial statements			1	
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12				
a	Net unrealized gains on investments	2a			
b	Donated services and use of facilities	2b			
c	Recoveries of prior year grants	2c			
d	Other (Describe in Part XIV)	2d			
e	Add lines **2a** through **2d**			2e	
3	Subtract line **2e** from line **1**			3	
4	Amounts included on Form 990, Part VIII, line 12, but not on line **1**				
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a			
b	Other (Describe in Part XIV)	4b			
c	Add lines **4a** and **4b**			4c	
5	Total revenue Add lines **3** and **4c.** *(This must equal Form 990, Part I, line 12)*			5	

Part XIII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return

1	Total expenses and losses per audited financial statements			1	
2	Amounts included on line 1 but not on Form 990, Part IX, line 25				
a	Donated services and use of facilities	2a			
b	Prior year adjustments	2b			
c	Other losses	2c			
d	Other (Describe in Part XIV)	2d			
e	Add lines **2a** through **2d**			2e	
3	Subtract line **2e** from line **1**			3	
4	Amounts included on Form 990, Part IX, line 25, but not on line **1**:				
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a			
b	Other (Describe in Part XIV)	4b			
c	Add lines **4a** and **4b**			4c	
5	Total expenses Add lines **3** and **4c.** *(This must equal Form 990, Part I, line 18)*			5	

Part XIV Supplemental Information

Complete this part to provide the descriptions required for Part II, lines 3, 5, and 9, Part III, lines 1a and 4, Part IV, lines 1b and 2b, Part V, line 4, Part X, line 2, Part XI, line 8, Part XII, lines 2d and 4b, and Part XIII, lines 2d and 4b Also complete this part to provide any additional information

Pt V Line 4 Endowment funds are used for scholarships and to offset operating costs

Pt X The organization does not believe its consolidated financial stmts include any material uncertain tax positions

Part XIV Supplemental Information *(continued)*

SCHEDULE E
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Schools

► Complete if the organization answered 'Yes' to Form 990, Part IV, line 13, or Form 990-EZ, Part VI, line 48.
► Attach to Form 990 or Form 990-EZ.

OMB No 1545-0047

2011

Open to Public Inspection

Name of the organization: GESU SCHOOL INC

Employer identification number: 23-2728931

Part I

			YES	NO
1	Does the organization have a racially nondiscriminatory policy toward students by statement in its charter, bylaws, other governing instrument, or in a resolution of its governing body?	1	X	
2	Does the organization include a statement of its racially nondiscriminatory policy toward students in all its brochures, catalogues, and other written communications with the public dealing with student admissions, programs, and scholarships?	2	X	
3	Has the organization publicized its racially nondiscriminatory policy through newspaper or broadcast media during the period of solicitation for students, or during the registration period if it had no solicitation program, in a way that makes the policy known to all parts of the general community it serves? If 'Yes,' please describe If 'No', please explain If you need more space, use Part II	3	X	
	Yes, policy is publicized thru the school's mission statement, website and various other forms of communication			
4	Does the organization maintain the following?			
a	Records indicating the racial composition of the student body, faculty, and administrative staff?	4a	X	
b	Records documenting that scholarships and other financial assistance are awarded on a racially nondiscriminatory basis?	4b	X	
c	Copies of all catalogues, brochures, announcements, and other written communications to the public dealing with student admissions, programs, and scholarships?	4c	X	
d	Copies of all material used by the organization or on its behalf to solicit contributions?	4d	X	
	If you answered 'No' to any of the above, please explain If you need more space, use Part II			
5	Does the organization discriminate by race in any way with respect to			
a	Students' rights or privileges?	5a		X
b	Admissions policies?	5b		X
c	Employment of faculty or administrative staff?	5c		X
d	Scholarships or other financial assistance?	5d		X
e	Educational policies?	5e		X
f	Use of facilities?	5f		X
g	Athletic programs?	5g		X
h	Other extracurricular activities?	5h		X
	If you answered 'Yes' to any of the above, please explain If you need more space, use Part II			
6a	Does the organization receive any financial aid or assistance from a governmental agency?	6a		X
b	Has the organization's right to such aid ever been revoked or suspended?	6b		X
	If you answered 'Yes' to either line 6a or line 6b, explain on Part II			
7	Does the organization certify that it has complied with the applicable requirements of sections 4 01 through 4 05 of Rev Proc 75-50, 1975-2 C B 587, covering racial nondiscrimination? If 'No,' explain on Part II	7	X	

SCHEDULE G
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information Regarding Fundraising or Gaming Activities

Complete if the organization answered 'Yes' to Form 990, Part IV, lines 17, 18, or 19, or if the organization entered more than $15,000 on Form 990-EZ, line 6a.
► Attach to Form 990 or Form 990-EZ. ► See separate instructions.

OMB No 1545-0047

2011

Open to Public Inspection

Name of the organization: GESU SCHOOL INC

Employer identification number: 23-2728931

Part I **Fundraising Activities.** Complete if the organization answered 'Yes' to Form 990, Part IV, line 17 Form 990-EZ filers are not required to complete this part

1 Indicate whether the organization raised funds through any of the following activities. Check all that apply

a ☐ Mail solicitations
b ☐ Internet and email solicitations
c ☐ Phone solicitations
d ☐ In-person solicitations
e ☐ Solicitation of non-government grants
f ☐ Solicitation of government grants
g ☐ Special fundraising events

2a Did the organization have a written or oral agreement with any individual (including officers, directors, trustees or key employees listed in Form 990, Part VII) or entity in connection with professional fundraising services? ☐ Yes ☐ No

b If 'Yes,' list the ten highest paid individuals or entities (fundraisers) pursuant to agreements under which the fundraiser is to be compensated at least $5,000 by the organization

	(i) Name and address of individual or entity (fundraiser)	(ii) Activity	(iii) Did fundraiser have custody or control of contributions? Yes	No	(iv) Gross receipts from activity	(v) Amount paid to (or retained by) fundraiser listed in column (i)	(vi) Amount paid to (or retained by) organization
1							
2							
3							
4							
5							
6							
7							
8							
9							
10							
Total ►							

3 List all states in which the organization is registered or licensed to solicit contributions or has been notified it is exempt from registration or licensing

Part II **Fundraising Events.** Complete if the organization answered 'Yes' to Form 990, Part IV, line 18, or reported more than $15,000 of fundraising event contributions and gross income on Form 990-EZ, lines 1 and 6b. List events with gross receipts greater than $5,000.

		(a) Event #1 Gala (event type)	(b) Event #2 (event type)	(c) Other events (total number)	(d) Total events (add column (a) through column (c))
REVENUE	1 Gross receipts	201,380.			201,380.
	2 Less Charitable contributions	173,980.			173,980.
	3 Gross income (line 1 minus line 2)	27,400.			27,400.
DIRECT EXPENSES	4 Cash prizes				
	5 Noncash prizes				
	6 Rent/facility costs	11,868.			11,868.
	7 Food and beverages	30,450.			30,450.
	8 Entertainment	200.			200.
	9 Other direct expenses	16,202.			16,202.
	10 Direct expense summary Add lines 4 through 9 in column (d) ►				58,720.
	11 Net income summary. Combine line 3, column (d), and line 10 ►				-31,320.

Part III **Gaming.** Complete if the organization answered 'Yes' to Form 990, Part IV, line 19, or reported more than $15,000 on Form 990-EZ, line 6a.

		(a) Bingo	(b) Pull tabs/Instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming (add column (a) through column (c))
REVENUE	1 Gross revenue				
DIRECT EXPENSES	2 Cash prizes				
	3 Non-cash prizes				
	4 Rent/facility costs				
	5 Other direct expenses				
	6 Volunteer labor	☐ Yes ____ % ☐ No	☐ Yes ____ % ☐ No	☐ Yes ____ % ☐ No	
	7 Direct expense summary Add lines 2 through 5 in column (d) ►				
	8 Net gaming income summary Combine lines 1, column (d) and line 7 ►				

9 Enter the state(s) in which the organization operates gaming activities ____________

a Is the organization licensed to operate gaming activities in each of these states? ☐ Yes ☐ No

b If 'No,' explain ____________

10a Were any of the organization's gaming licenses revoked, suspended or terminated during the tax year? ☐ Yes ☐ No

b If 'Yes,' explain ____________

11 Does the organization operate gaming activities with nonmembers? ☐ Yes ☐ No

12 Is the organization a grantor, beneficiary or trustee of a trust or a member of a partnership or other entity formed to administer charitable gaming? ☐ Yes ☐ No

13 Indicate the percentage of gaming activity operated in

a The organization's facility	13a	%
b An outside facility	13b	%

14 Enter the name and address of the person who prepares the organization's gaming/special events books and records

Name ►

Address ►

15a Does the organization have a contact with a third party from whom the organization receives gaming revenue? ☐ Yes ☐ No

b If 'Yes,' enter the amount of gaming revenue received by the organization ► $ and the amount of gaming revenue retained by the third party ► $.

c If 'Yes,' enter name and address of the third party

Name ►

Address ►

16 Gaming manager information

Name ►

Gaming manager compensation ► $

Description of services provided ►

☐ Director/officer ☐ Employee ☐ Independent contractor

17 Mandatory distributions

a Is the organization required under state law to make charitable distributions from the gaming proceeds to retain the state gaming license? ☐ Yes ☐ No

b Enter the amount of distributions required under state law to be distributed to other exempt organizations or spent in the organization's own exempt activities during the tax year ► $

Part IV **Supplemental Information.** Complete this part to provide the explanations required by Part I, line 2b, columns (iii) and (v), and Part III, lines 9, 9b, 10b, 15b, 15c, 16, and 17b, as applicable. Also complete this part to provide any additional information (see instructions).

SCHEDULE J (Form 990)

Department of the Treasury
Internal Revenue Service

Compensation Information

For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

► Complete if the organization answered 'Yes' to Form 990, Part IV, line 23.
► Attach to Form 990. ► See separate instructions.

OMB No 1545-0047
2011
Open to Public Inspection

Name of the organization: GESU SCHOOL INC

Employer identification number: 23-2728931

Part I Questions Regarding Compensation

			Yes	No
1 a Check the appropriate box(es) if the organization provided any of the following to or for a person listed in Form 990, Part VII, Section A, line 1a Complete Part III to provide any relevant information regarding these items ☐ First-class or charter travel ☐ Travel for companions ☐ Tax indemnification and gross-up payments ☐ Discretionary spending account ☐ Housing allowance or residence for personal use ☐ Payments for business use of personal residence ☐ Health or social club dues or initiation fees ☐ Personal services (e g , maid, chauffeur, chef)				
b If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If 'No,' complete Part III to explain		1b		
2 Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all officers, directors, trustees, and the CEO/Executive Director, regarding the items checked in line 1a?		2		
3 Indicate which, if any, of the following the filing organization used to establish the compensation of the organization's CEO/Executive Director Check all that apply Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director Explain in Part III ☒ Compensation committee ☐ Independent compensation consultant ☐ Form 990 of other organizations ☒ Written employment contract ☐ Compensation survey or study ☒ Approval by the board or compensation committee				
4 During the year, did any person listed in Form 990, Part VII, Section A, line 1a with respect to the filing organization or a related organization				
a Receive a severance payment or change-of-control payment?		4a		X
b Participate in, or receive payment from, a supplemental nonqualified retirement plan?		4b		X
c Participate in, or receive payment from, an equity-based compensation arrangement?		4c		X
If 'Yes' to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III				
Only section 501(c)(3) and 501(c)(4) organizations must complete lines 5-9.				
5 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of				
a The organization?		5a		X
b Any related organization?		5b		X
If 'Yes' to line 5a or 5b, describe in Part III				
6 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of				
a The organization?		6a		X
b Any related organization?		6b		X
If 'Yes' to line 6a or 6b, describe in Part III				
7 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization provide any non-fixed payments not described in lines 5 and 6? If 'Yes,' describe in Part III		7		X
8 Were any amounts reported in Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53 4958-4(a)(3)? If 'Yes,' describe in Part III		8		X
9 If 'Yes' to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53 4958-6(c)?		9		

Part II Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees. Use duplicate copies if additional space is needed.

For each individual whose compensation must be reported in Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions on row (ii) Do not list any individuals that are not listed on Form 990, Part VII

Note. The sum of columns (B)(i)-(iii) for each listed individual must equal the total amount of Form 990, Part VII, Section A, line 1a, applicable columns (D) and (E) amounts for that individual

(A) Name		(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation reported as deferred in prior Form 990
		(i) Base compensation	(ii) Bonus and incentive compensation	(iii) Other reportable compensation				
1 Christine Beck	(i)	69,286.	0.	0.	0.	0.	69,286.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
2	(i)							
	(ii)							
3	(i)							
	(ii)							
4	(i)							
	(ii)							
5	(i)							
	(ii)							
6	(i)							
	(ii)							
7	(i)							
	(ii)							
8	(i)							
	(ii)							
9	(i)							
	(ii)							
10	(i)							
	(ii)							
11	(i)							
	(ii)							
12	(i)							
	(ii)							
13	(i)							
	(ii)							
14	(i)							
	(ii)							
15	(i)							
	(ii)							
16	(i)							
	(ii)							

Part III Supplemental Information

Complete this part to provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 3, 4a, 4b, 4c, 5a, 5b, 6a, 6b, 7, and 8, for Part II. Also complete this part for any additional information.

Pt I Line 1a No special allowance, compensation or priviledges were provided to the former president or any other employees of Gesu School

SCHEDULE M (Form 990)

Department of the Treasury
Internal Revenue Service

Noncash Contributions

► Complete if the organizations answered 'Yes' on Form 990, Part IV, lines 29 or 30.
► Attach to Form 990.

OMB No 1545-0047

2011

Open To Public Inspection

Name of the organization: GESU SCHOOL INC

Employer identification number: 23-2728931

Part I Types of Property

	(a) Check if applicable	(b) Number of contributions or items contributed	(c) Noncash contribution amounts reported on Form 990, Part VIII, line 1g	(d) Method of determining noncash contribution amounts
1 Art – Works of art				
2 Art – Historical treasures				
3 Art – Fractional interests				
4 Books and publications				
5 Clothing and household goods				
6 Cars and other vehicles				
7 Boats and planes				
8 Intellectual property				
9 Securities – Publicly traded				
10 Securities – Closely held stock				
11 Securities – Partnership, LLC, or trust interests				
12 Securities – Miscellaneous				
13 Qualified conservation contribution – Historic structures				
14 Qualified conservation contribution – Other				
15 Real estate – Residential				
16 Real estate – Commercial	X	1	920,500.	FMV
17 Real estate – Other				
18 Collectibles				
19 Food inventory				
20 Drugs and medical supplies				
21 Taxidermy				
22 Historical artifacts				
23 Scientific specimens				
24 Archeological artifacts				
25 Other ► (________________)				
26 Other ► (________________)				
27 Other ► (________________)				
28 Other ► ( )				

29 Number of Forms 8283 received by the organization during the tax year for contributions for which the organization completed Form 8283, Part IV, Donee Acknowledgement | 29 |

		Yes	No
30a During the year, did the organization receive by contribution any property reported in Part I, lines 1-28 that it must hold for at least three years from the date of the initial contribution, and which is not required to be used for exempt purposes for the entire holding period?	30a		X
b If 'Yes,' describe the arrangement in Part II			
31 Does the organization have a gift acceptance policy that requires the review of any non-standard contributions?	31		X
32a Does the organization hire or use third parties or related organizations to solicit, process, or sell noncash contributions?	32a		X
b If 'Yes,' describe in Part II			
33 If the organization did not report an amount in column (c) for a type of property for which column (a) is checked, describe in Part II			

Part II **Supplemental Information.** Complete this part to provide the information required by Part I, lines 30b, 32b, and 33, and whether the organization is reporting in Part I, column (b), the number of contributions, the number of items received, or a combination of both. Also complete this part for any additional information.

SCHEDULE O
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

Complete to provide information for responses to specific questions on Form 990 or 990-EZ or to provide any additional information.
► Attach to Form 990 or 990-EZ.

OMB No 1545 0047

2011

Open to Public Inspection

Name of the organization	Employer identification number
GESU SCHOOL INC	23-2728931

Pt V, Line 14b — Organization does not provide in-door tanning services.

Pt VI, Line 11a — An electronic copy of the 990 is sent to all Board members for comment & review before filing

Pt VI, Line 12c — Officers, directors & key employees required to disclose to Finance Committee any potential conflicts of interest

Pt VI, Line 15 — The president's salary is reviewed by the Executive Committee; the president & FC review other officers & key Employees

In each circumstance, relevant comparative data is used to evaluate the compensation package offered.

Pt XI — Other Change in Net Asset due to unrealized losses on investments carried at market value

Represents Net Unrealized losses on investments stated at fair market value

Schedule O (Form 990), Supplemental Information to Form 990
Form 990, Page 2, Part III, Line 1 (continued)

Briefly describe the organization's mission:

development to children who reside in North Philadelphia and endure some of the most difficult economic and family circumstances.

Supporting Statement of:

Form 990 p 2/Line 4a Expenses

Description	Amount
Total Program Exp from Part IX B Line 25	4,230,633.
Total	4,230,633.

Supporting Statement of:

Form 990 p 9/Line 3 Column D

Description	Amount
Div & Int	546,943.
Less: Gesu Inst Int	-15.
Total	546,928.

Supporting Statement of:

Form 990 p 9/Sales of Securities

Description	Amount
MIM	3,439,581.
CMS	12,101.
Goldman Priot to MIM Trf	26,791.
Philly Brokerage	-1,092.
Total	3,477,381.

Supporting Statement of:

Form 990 p 10/Line 24 col (D)-1

Description	Amount
QB Symp & Events	69,544.
Less: Direct Gala Exp (Part VIII Ln 8b)	-58,720.
Total	10,824.

Supporting Statement of:

Form 990 p 10/Line 24 col (B)-4

Description	Amount
Leases	6,196.
Exchange	404.
Misc	25,518.
Total	32,118.

Supporting Statement of:

Sch. G, page 2/Event 1 rent/fac. costs

Description	Amount
Hyatt Deposit	3,000.
Hyatt Net bill	39,855.
Parking Refund	-537.
F&B total	-30,450.
Total	11,868.

Supporting Statement of:

Sch. G, page 2/Event 1 Other Direct Exp.

Description	Amount
Total Gala Cost	58,720.
Less:	
Facility/food	-42,318.
Entertianment	-200.
Total	16,202.

Form 990

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Form 990

OMB No 1545-0047

2011

Name of the Organization: GESU SCHOOL INC

Employer Identification number: 23-2728931

Part VII Continuation: Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

(A) Name and Title	(B) Average hours per week	(C) Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former	(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
26 Leon Ellerson Trustee	0.50	X						0.	0.	0.
27 Rosemary Espanol, CFM Trustee	1.00	X						0.	0.	0.
28 Sr. Patricia Fadden, IHM, Ed.D. Trustee	0.50	X						0.	0.	0.
29 Christopher Fallon, Jr. Esq. Trustee	0.50	X						0.	0.	0.
30 Peter Gould Trustee	1.00	X						0.	0.	0.
31 Sr. Margaret Gradl Trustee	0.50	X						0.	0.	0.
32 D. Daniele Hager Trustee	0.50	X						0.	0.	0.
33 James F. Higgins Trustee	0.50	X						0.	0.	0.
34 Phillip J. Kendall Trustee	0.50	X						0.	0.	0.
35 Leonard M. Klehr Trustee	0.50	X						0.	0.	0.
36 Lisa Korn-Blank Trustee	0.50	X						0.	0.	0.
37 John Krzeminski Trustee	1.00	X						0.	0.	0.
38 Nyree S Lyons, RN Trustee	0.50	X						0.	0.	0.
39 Byron McCook Trustee	0.50	X						0.	0.	0.
40 Peter S. Miller Trustee	0.50	X						0.	0.	0.
41 Peter Morse Trustee	0.50	X						0.	0.	0.
42 Michael A. Nutter Trustee	0.50	X						0.	0.	0.
43 Kay O'Grady Trustee	0.50	X						0.	0.	0.
44 Kenneth Phelan Trustee	0.50	X						0.	0.	0.
45 Stephen Phillips Trustee	0.50	X						0.	0.	0.
46 Louis R. Pichini Trustee	1.00	X						0.	0.	0.

Form 990

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Form 990

OMB No 1545 0047

2011

Name of the Organization: GESU SCHOOL INC

Employer Identification number: 23-2728931

Part VII Continuation: Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

(A) Name and Title	(B) Average hours per week	(C) Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former	(D) Reportable compensation from the organization (W 2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
47 Steven S. Piltch Trustee	1.00	X						0.	0.	0.
48 Julia Rafferty,Esq. Trustee	0.50	X						0.	0.	0.
49 Eilise Rouse Trustee	0.50	X						0.	0.	0.
50 Rev. Daniel Ruff, SJ Trustee	0.50	X						0.	0.	0.
51 Susan Shea Trustee	1.00	X						0.	0.	0.
52 Daryl J. Shore Trustee	0.50	X						0.	0.	0.
53 Boreta Singleton Trustee	0.50	X						0.	0.	0.
54 Babette Snyder Trustee	0.50	X						0.	0.	0.
55 Mark I. Solomon Trustee	0.50	X						0.	0.	0.
56 Rev. Stephen D. Thorne Trustee	0.50	X						0.	0.	0.
57 Paul M. Welsh, CFA Trustee	1.00	X						0.	0.	0.
58 Randi Zemski Trustee	0.50	X						0.	0.	0.

Consolidated Financial Statements and Report of Independent Certified Public Accountants

The Gesu School, Inc. and Affiliate

June 30, 2012 and 2011

Contents

Grant Thornton

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Report of Independent Certified Public Accountants

Board of Trustees
The Gesu School, Inc. and Affiliate

We have audited the accompanying consolidated statements of financial position of The Gesu School, Inc. and Affiliate (the Organization) as of June 30, 2012 and 2011, and the related consolidated statements of activities and cash flows for the years then ended. These consolidated financial statements are the responsibility of the Organization's management. Our responsibility is to express an opinion on these consolidated financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States of America established by the American Institute of Certified Public Accountants. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the consolidated financial statements are free of material misstatement. An audit includes consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Organization's internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the consolidated financial statements, assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall consolidated financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position of The Gesu School, Inc. and Affiliate as of June 30, 2012 and 2011, and the results of their activities and their cash flows for the years then ended, in conformity with accounting principles generally accepted in the United States of America.

Grant Thornton LLP

Philadelphia, Pennsylvania

December 6, 2012

The Gesu School, Inc. and Affiliate

CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

June 30,

ASSETS	2012	2011
Cash and cash equivalents	$ 421,409	$ 665,406
Investments		
Marketable securities	14,147,092	15,052,745
Other	193,989	213,044
Tuition receivable, net of allowance for doubtful accounts of $130,000 and $118,000 in 2012 and 2011, respectively	80,132	151,700
Unconditional promises to give, net	1,626,157	1,681,857
Prepaid expenses and other	10,760	11,163
Property and equipment, net	5,307,886	5,503,777
Total assets	$ 21,787,425	$ 23,279,692
LIABILITIES AND NET ASSETS		
LIABILITIES		
Accounts payable and accrued expenses	$ 333,217	$ 318,335
Line of credit	175,000	300,000
Deferred revenues	51,020	24,074
Total liabilities	559,237	642,409
NET ASSETS		
Unrestricted	15,602,360	17,168,868
Temporarily restricted	1,515,757	1,488,694
Permanently restricted	4,110,071	3,979,721
Total net assets	21,228,188	22,637,283
Total liabilities and net assets	$ 21,787,425	$ 23,279,692

The accompanying notes are an integral part of these consolidated financial statements.

The Gesu School, Inc and Affiliate

CONSOLIDATED STATEMENT OF ACTIVITIES

Year ended June 30, 2012

	Unrestricted	Temporarily restricted	Permanently restricted	Total
PUBLIC SUPPORT AND REVENUES				
Contributions	$ 2,027,837	$ 1,735,278	$ 105,350	$ 3,868,465
Tuition and registration fees	409,833	-	-	409,833
Interest and dividend income	423,165	123,778	-	546,943
Endowment return used for operations	890,949	102,043	-	992,992
Other	47,477	-	-	47,477
Net assets released from restrictions - satisfaction of restrictions	1,662,620	(1,662,620)	-	-
Total public support and revenues	5,461,881	298,479	105,350	5,865,710
EXPENSES				
School and related programs	4,236,732	-	-	4,236,732
Management and general	654,769	-	-	654,769
Fundraising	563,519	-	-	563,519
Total expenses	5,455,020	-	-	5,455,020
Change in net assets	6,861	298,479	105,350	410,690
Unrealized and realized losses on investments, net of endowment earnings used for operations	(1,530,631)	(289,154)	-	(1,819,785)
Transfer of net assets	(42,738)	17,738	25,000	-
CHANGE IN NET ASSETS	(1,566,508)	27,063	130,350	(1,409,095)
NET ASSETS, BEGINNING OF YEAR	17,168,868	1,488,694	3,979,721	22,637,283
NET ASSETS, END OF YEAR	$ 15,602,360	$ 1,515,757	$ 4,110,071	$ 21,228,188

The accompanying notes are an integral part of this consolidated financial statement

The Gesu School, Inc and Affiliate

CONSOLIDATED STATEMENT OF ACTIVITIES

Year ended June 30, 2011

	Unrestricted	Temporarily restricted	Permanently restricted	Total
PUBLIC SUPPORT AND REVENUES				
Contributions	$ 1,839,392	$ 1,893,834	$ 1,735,115	$ 5,468,341
Tuition and registration fees	482,341	-	-	482,341
Interest and dividend income	393,993	84,715	-	478,708
Endowment return used for operations	607,453	114,200	-	721,653
Other	65,351	-	-	65,351
Net assets released from restrictions - satisfaction of restrictions	1,953,453	(1,953,453)	-	-
Total public support and revenues	5,341,983	139,296	1,735,115	7,216,394
EXPENSES				
School and related programs	4,236,308	-	-	4,236,308
Management and general	686,398	-	-	686,398
Fundraising	591,863	-	-	591,863
Total expenses	5,514,569	-	-	5,514,569
Change in net assets	(172,586)	139,296	1,735,115	1,701,825
Unrealized and realized gains on investments, net of endowment earnings used for operations	1,181,359	270,421	-	1,451,780
Transfer of net assets	(9,825)	-	9,825	-
CHANGE IN NET ASSETS	998,948	409,717	1,744,940	3,153,605
NET ASSETS, BEGINNING OF YEAR	16,169,920	1,078,977	2,234,781	19,483,678
NET ASSETS, END OF YEAR	$ 17,168,868	$ 1,488,694	$ 3,979,721	$ 22,637,283

The accompanying notes are an integral part of this consolidated financial statement

The Gesu School, Inc. and Affiliate

CONSOLIDATED STATEMENTS OF CASH FLOWS

Year ended June 30,

	2012	2011
CASH FLOWS FROM OPERATING ACTIVITIES		
Change in net assets	$ (1;409,095)	$ 3,153,605
Adjustments to reconcile change in net assets to net cash used in operating activities		
Depreciation	220,524	227,362
Provision for uncollectible tuition	12,000	162,499
Write-off of uncollectible contributions	55,000	3,058
Unrealized and realized losses (gains) on investments, net	826,793	(2,173,433)
Restricted contributions	(105,350)	(1,735,115)
Changes in operating assets and liabilities		
Tuition receivable	59,568	(112,323)
Unconditional promises to give	700	(1,219,652)
Prepaid expenses and other	403	2,518
Accounts payable and accrued expenses	14,882	(3,550)
Deferred revenues	26,946	(21,779)
Net cash used in operating activities	(297,629)	(1,716,810)
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of property and equipment	(24,633)	(30,986)
Purchase of investments	(511,081)	(478,676)
Proceeds from sale of investments	608,996	-
Net cash provided by (used in) investing activities	73,282	(509,662)
CASH FLOWS FROM FINANCING ACTIVITIES		
Net (repayment) proceeds from borrowings	(125,000)	300,000
Restricted contributions	105,350	1,735,115
Net cash (used in) provided by financing activities	(19,650)	2,035,115
NET DECREASE IN CASH AND CASH EQUIVALENTS	(243,997)	(191,357)
CASH AND CASH EQUIVALENTS, BEGINNING OF YEAR	665,406	856,763
CASH AND CASH EQUIVALENTS, END OF YEAR	$ 421,409	$ 665,406
Supplemental disclosure		
Cash paid for interest	$ 1,855	$ 588

The accompanying notes are an integral part of these consolidated financial statements.

NOTE A - BACKGROUND AND ORGANIZATION

The Gesu School, Inc. (the Organization), a Pennsylvania non-profit corporation, was founded in June 1993. The Gesu School, Inc. operates and administrates The Gesu School (the School), a private, full-time, twenty classroom elementary school to educate children ages kindergarten through eighth grade. The School follows the curriculum used by Catholic elementary schools in the Archdiocese of Philadelphia, Pennsylvania. The Organization also conducts an after-school care program for children enrolled in the School.

The accompanying consolidated financial statements also include the accounts of the Gesu Institute, a Pennsylvania non-profit institute, which was founded in June 2005 for the purpose of strengthening and supporting schools that serve low-income communities, particularly in elementary education, as a means of bridging the gaps of inequality in our society. The Gesu Institute provides the necessary resources to evaluate, refine and develop best practices in teaching, governance, administration, and fundraising by using faith-based, value-based, and entrepreneurial models.

NOTE B - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

1. Basis of Presentation

The Organization distinguishes among contributions received that increase permanently restricted net assets, temporarily restricted net assets and unrestricted net assets. The Organization reports amounts of total assets, liabilities and net assets in a consolidated statement of financial position, the change in net assets in a consolidated statement of activities, and reports the change in cash and cash equivalents in a consolidated statement of cash flows. The Organization's net assets and its revenues, expenses, gains and losses are classified based on the existence or absence of donor-imposed restrictions.

Unrestricted net assets are not restricted by donors, or the donor-imposed restrictions have expired. Temporarily restricted net assets are primarily restricted for capital expenditures and educational programs.

Permanently restricted net assets contain donor-imposed restrictions requiring that the principal be invested in perpetuity and investment income be used to support the Organization's activities.

2. Principles of Consolidation

The accompanying consolidated financial statements include all accounts and operations of The Gesu School, Inc and its affiliate, the Gesu Institute, because The Gesu School, Inc. has both control of and an economic interest in the Gesu Institute. Intercompany accounts and transactions have been eliminated in consolidation.

(Continued)

NOTE B - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - Continued

3. Cash and Cash Equivalents

For purposes of the consolidated statements of cash flows, cash and cash equivalents include unrestricted cash in checking and money market accounts held by banks and custodial investment firms.

4. Investments

Investments in shares of publicly traded common stocks with readily determinable fair values and all investments in stock and bond mutual funds are reported at their fair values in the consolidated statement of financial position. Other investments in partnership interests and private funds without readily determinable fair values are reported at fair value based on net asset value (NAV) in the consolidated statement of financial position. Donated marketable securities are recorded by the Organization at their fair values on the date of donation. Unrealized gains and losses are included in the change in net assets.

5. Tuition Receivable

Tuition receivable consists of amounts due from enrolled and former students. The Organization's management reviews the collectability of these receivables at year-end and determines an appropriate allowance for doubtful accounts. Those balances that are still outstanding after management has used reasonable collection efforts are written off through a charge to the allowance for doubtful accounts and a credit to tuition receivable.

6. Property and Equipment

Substantially all of the Organization's property and equipment have been contributed to it and have been recorded at the related fair market value at the date of contribution. Purchased property and equipment are stated at cost. It is the Organization's policy to capitalize expenditures for these items in excess of $1,500 and expense lesser amounts. Depreciation is provided over the estimated useful lives of the applicable asset using the straight-line method. Leasehold improvements are amortized over the respective lease term.

	Years
Buildings and leasehold improvements	15 to 39
Office furniture and equipment	5 to 7

7. Deferred Revenues

Deferred revenues represent tuition and registration fees collected from students that pertain to the next fiscal year.

(Continued)

NOTE B - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - Continued

8. Public Support

Unconditional promises to give are recorded as received. Unconditional promises to give due in the next year are recorded at their net realizable value. Unconditional promises to give due in the second subsequent year and thereafter are recorded at the present value of their net realizable value, using an appropriate discount rate applicable to the years in which the promises are expected to be received to discount the amounts.

The Organization reports gifts of cash and other assets as restricted support if they are received with donor stipulations that limit the use of the donated assets. When a donor restriction expires, that is, when a stipulated time restriction ends or purpose restriction is accomplished, temporarily restricted net assets are reclassified to unrestricted net assets and reported in the consolidated statement of activities as net assets released from restrictions. However, donor-restricted contributions whose restrictions are met in the same reporting period are reported as unrestricted support.

Contributions and investments are reported as unrestricted net assets unless they are either temporarily or permanently restricted as specified by the donor. Investment earnings available for distribution are recorded in unrestricted net assets. Investment earnings with donor restrictions are recorded in temporarily or permanently restricted net assets based on the nature of the restrictions.

The Organization receives use of its school facilities from St. Joseph's Preparatory School under a lease agreement that expires on May 31, 2055. Under this agreement, the Organization is not required to pay any rent; however, it is required to pay for all repairs and maintenance of the facility and for utilities. The value of the contributed facilities for the years ended June 30, 2012 and 2011 was $920,500 and is included in contribution revenue in the consolidated statements of activities based on the fair market value of the lease agreement with a corresponding charge to rent expense, which is included in school and related programs expense in the consolidated statements of activities.

9. Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates. Significant estimates include the allowance for doubtful accounts, discount on pledges receivable, useful lives of depreciable assets, fair value of alternative investments, and the fair value of the lease on the school building.

10. Tax Status

The Organization and its affiliate are qualified public charities under Section 501(c)(3) of the Internal Revenue Code and are exempt from federal and state income taxes. Therefore, no provision for income taxes has been made in the accompanying consolidated financial statements.

(Continued)

NOTE B - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - Continued

A tax position is recognized or derecognized by the Organization based on a "more likely than not" threshold. This applies to positions taken or expected to be taken in a tax return. The Organization does not believe its consolidated financial statements include any material uncertain tax positions.

11. Concentration of Credit Risk

The Organization maintains its cash with banks located in Pennsylvania. Cash balances are insured by the Federal Deposit Insurance Corporation (FDIC) up to $250,000 per bank. Certain account balances at these banks exceeded FDIC insured limits at various times during the year. The Organization's investments are diversified among corporate stocks, stock and bond mutual funds, a real estate limited partnership, and an equity investment limited partnership. Oversight of investment decisions is a responsibility of the Organization's trustees. Though the fair value of investments is subject to fluctuations on a year-to-year basis, the Organization's trustees believe the investment policy is prudent for the long-term welfare of the Organization.

12. New Accounting Pronouncement

In January 2010, the Financial Accounting Standards Board (FASB) issued accounting guidance to enhance fair value measurement disclosures by requiring the reporting entity to disclose separately the amounts of significant transfers in and out of Level 1 and Level 2 fair value measurements and describe the reason for the transfers. Furthermore, activity in Level 3 fair value measurements should separately provide information about purchases, sales, issues and settlements rather than providing that information as one net number. The Organization adopted this guidance for the year ended June 30, 2012. The adoption of this guidance did not have a material impact on the consolidated financial statements.

13. Pending Accounting Pronouncement

In May 2011, the FASB issued guidance that expands the existing disclosure requirements for fair value measurements, primarily for Level 3 measurements, which are measurements based on unobservable inputs. This guidance is largely consistent with current fair value measurement principles with few exceptions that do not result in a change in general practice. The amendments will include enhancements to disclosures about fair value measurements, including the sensitivity of Level 3 measurements to changes in unobservable inputs and the interrelationships between those unobservable inputs, an entity's use of a nonfinancial asset that differs from its highest and best use, and the categorization by level of the fair value hierarchy for items not measured at fair value within the financial statements, but for which the fair value is required to be disclosed. The guidance will be applied prospectively and will be effective for the year ending June 30, 2013. The adoption of this guidance is not expected to have a material impact on the Organization's financial position or results of activities as the guidance relates only to disclosure requirements.

NOTE C - INVESTMENTS

The Organization's investments consist of the following as of June 30, 2012 and 2011:

a. Miller Investment Management - mutual fund portfolio: Holdings consist of shares of stock and bond mutual funds.

b. Goldman Sachs & Co.: Holdings consist of shares of publicly traded common stocks.

c. Vanguard: Holdings consist of shares of bond mutual funds.

d. CMS Private REIT Fund, LP: The fund's initial objective is to provide investors with current annual cash flow starting at approximately 6% with the acquisition of an asset, growing to 8% to 10% over the life of the fund, and an overall net internal rate of return in the range of 12% to 14% by acquiring a diversified portfolio of stable, high quality multifamily real estate properties. As of June 30, 2012 and 2011, there are no unfunded commitments relative to this investment.

e. CMS/Winston Equity Partners II, LP: The fund's objective is to make control (or investor-controlled) investments in companies with defensible market positions and underlying organic potential. The fund intends to target opportunities to invest between $3 million and $10 million in companies that are projected by the fund to generate a compound internal rate of return in excess of 30%. As of June 30, 2012 and 2011, the Organization is committed to funding the remaining $91,860 of the total $300,000 capital commitment to this partnership.

A comparison of investment cost and fair values is as follows for marketable securities reported at fair value:

	2012		2011	
	Cost	Fair value	Cost	Fair value
Cash and cash equivalents	$ 378,947	$ 378,947	$ 342,175	$ 342,175
Miller Investment Management - stock and bond mutual funds	10,618,331	12,244,864	10,418,662	12,842,476
Goldman, Sachs & Co. - equities	-	-	473,607	384,323
Vanguard - bond mutual fund	1,510,850	1,523,281	1,466,223	1,483,771
	$ 12,508,128	$ 14,147,092	$ 12,700,667	$ 15,052,745

A comparison of investment cost and fair values is as follows for investments other than marketable securities reported at fair value:

	2012		2011	
	Cost	Fair value	Cost	Fair value
CMS Private REIT Fund, LP	$ 284,886	$ 171,805	$ 300,000	$ 189,783
CMS/Winston Equity Partners II, LP	208,140	22,184	208,140	23,261
	$ 493,026	$ 193,989	$ 508,140	$ 213,044

NOTE D - FAIR VALUE MEASUREMENTS

The Organization has categorized its financial instruments, based on the priority of the inputs to the valuation technique, into a three-level fair value hierarchy. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the hierarchy are described below:

Level 1 Financial assets and liabilities whose values are based on unadjusted quoted prices in active markets that are accessible at the measurement date for identical, unrestricted assets or liabilities.

Level 2 Financial assets and liabilities whose values are based on one or more of the following:

1. Quoted prices for similar assets or liabilities in active markets;
2. Quoted prices for identical or similar assets or liabilities in non-active markets;
3. Pricing models whose inputs are observable for substantially the full term of the asset or liability; or
4. Pricing models whose inputs are derived principally from or corroborated by observable market data through correlation or other means for substantially the full term of the asset or liability.

Level 3 Financial assets and liabilities whose values are based on prices or valuation techniques that require inputs that are both significant to the fair value measurement and unobservable. These inputs reflect management's own assumptions about the assumptions a market participant would use in pricing the asset or liability.

In certain cases, the inputs used to measure fair value may fall into different levels of the fair value hierarchy. In such cases, the level in the fair value hierarchy within which the fair value measurement in its entirety falls has been determined based on the lowest level input that is significant to the fair value measurement in its entirety. The Organization's assessment of the significance of a particular input to the fair value measurement in its entirety requires judgment, and considers factors specific to the asset or liability.

Both observable and unobservable inputs may be used to determine the fair value of positions that the Organization has classified within the Level 3 category. As a result, the unrealized gains and losses for assets and liabilities within the Level 3 category presented in the tables below may include changes in fair value that were attributable to both observable (e.g., changes in market interest rates) and unobservable (e.g., changes in unobservable long-dated volatilities) inputs.

A review of the fair value hierarchy classifications is conducted on an annual basis. Changes in the type of inputs may result in a reclassification for certain financial assets or liabilities. Reclassifications impacting Level 3 of the fair value hierarchy are reported as transfers in/out of the Level 3 category as of the beginning of the year in which reclassifications occur.

(Continued)

NOTE D - FAIR VALUE MEASUREMENTS - Continued

The following tables present information about the Organization's assets and liabilities measured at fair value on a recurring basis as of June 30, 2012 and 2011, and indicate the fair value hierarchy of the valuation techniques utilized by the Organization to determine such fair value.

	2012		
Description	Quoted prices in active markets (Level 1)	Significant other observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Cash and cash equivalents	$ 378,947	$ -	$ -
Stock and bond mutual funds	13,768,145	-	-
Limited partnerships	-	-	193,989
	$ 14,147,092	$ -	$ 193,989

	2011		
Description	Quoted prices in active markets (Level 1)	Significant other observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Cash and cash equivalents	$ 342,175	$ -	$ -
Equities	384,323	-	-
Stock and bond mutual funds	14,326,247	-	-
Limited partnerships	-	-	213,044
	$ 15,052,745	$ -	$ 213,044

For the years ended June 30, 2012 and 2011, there were no transfers of investments in or out of levels 1, 2 or 3.

The following provides a brief description of the types of financial instruments the Organization holds, the methodology for estimating fair value, and the level within the hierarchy of the estimate.

1 Cash and Cash Equivalents

Cash and cash equivalents are represented by commercial bank checking and saving accounts. In addition, mutual fund money market accounts are included in the total amount.

(Continued)

NOTE D - FAIR VALUE MEASUREMENTS - Continued

2. Investments

Equities: These equity investments values are based on quoted market prices in active markets and are evaluated as Level 1 inputs.

Stock and Bond Mutual Funds: These mutual funds invest in publicly traded fixed income and equity securities and have readily available market prices. The Organization evaluates these items as Level 1 inputs.

Limited Partnerships: The limited partnerships are interests in private equity and REIT funds, representing the Organization's ownership interest in the net asset value (NAV) of the respective partnership. Investments held by the partnerships consist of marketable securities as well as securities that do not have readily determinable fair values. The fair values of the securities held by limited partnerships that do not have readily determinable fair values are determined by the general partner and are based on historical cost, appraisals, or other estimates that require varying degrees of judgment. If no public market exists for the investment securities, the fair value is determined by the general partner taking into consideration, among other things, the cost of the securities, prices of recent significant placements of securities of the same issuer, and subsequent developments concerning the companies to which the securities relate. These investments are evaluated as Level 3 inputs.

The following table is a rollforward of the consolidated statement of financial position amounts for financial instruments classified by the Organization within Level 3 of the valuation hierarchy defined above.

	Fair value measurements (Level 3)	
	2012	2011
Balance, beginning of year	$ 213,044	$ 156,952
Net purchases/(sales)	-	-
Total gains/(losses) (realized and unrealized)	(19,055)	56,092
Balance, end of year	$ 193,989	$ 213,044

3. Unconditional Promises to Give

Unconditional promises to give are non-recurring fair value measurements. Any multi-year pledges received are recorded at the present value of future cash flows with a discount rate adjusted for any market conditions to arrive at fair value.

NOTE I - ENDOWMENTS

As required by accounting principles generally accepted in the United States of America, net assets associated with endowment funds, including funds designated by the Board of Trustees to function as endowments, are classified and reported based on the existence or absence of donor-imposed restrictions.

The Organization's endowment consists of a portfolio of actively managed funds established to provide both a source of operating funds as well as long-term financial stability. The endowment includes both donor-restricted endowment funds and funds designated by the Board of Trustees to function as quasi-endowments.

1. Interpretation of Relevant Law

The Organization adopted the Commonwealth of Pennsylvania Act 141 (Act 141) as of July 1, 2010. The Organization interprets Act 141 as requiring the preservation of the fair value of the original gift as of the gift date of the donor-restricted endowment funds absent explicit donor stipulations to the contrary. As a result of this interpretation, the Organization classifies as permanently restricted net assets (a) the original value of gifts donated to the permanent endowment, (b) the original value of subsequent gifts to the permanent endowment, and (c) accumulations to the permanent endowment made in accordance with the direction of the applicable donor gift instrument at the time the accumulation is added to the fund. This is regarded as the "historic dollar value" of the endowed fund. The remaining portion of the donor-restricted endowment fund that is not classified in permanently restricted net assets and is regarded as "net appreciation" is classified as temporarily restricted net assets until those amounts are appropriated for expenditure by the Organization in a manner consistent with the Organization's spending policy.

2. Funds with Deficiencies

From time to time, the fair value of assets associated with individual donor-restricted endowment funds may fall below the "historic dollar value." Deficiencies of this nature are reported by a charge to unrestricted net assets and a corresponding increase to temporarily restricted net assets. These charges totaled $17,738 and $-0- as of June 30, 2012 and 2011, respectively. These deficiencies resulted from unfavorable market fluctuations that occurred shortly after the investment of new permanently restricted contributions. Over time, these may reverse due to appreciation of the underlying investments.

3. Endowment Investment and Spending

The Organization has an investment committee which oversees the investment advisors' investment of endowment assets to protect the future purchasing power of the principal of the endowed funds and provide a source of income to support the activities of the Organization.

Investment returns through June 30, 2012 have averaged an annual rate of return of 6.74% since the Organization began to have invested endowment assets in April 1998. The return objective is to maintain this performance as measured over three- to five-year investment performance periods.

(Continued)

NOTE I - ENDOWMENTS - Continued

The investment committee determines spending within the parameters of Act 141 (between 2% to 7% of endowment value). For the years ended June 30, 2012 and 2011, the investment committee determined spending to be 5% for permanently restricted assets.

4 Strategies Employed for Achieving Objectives

The investment objectives for the endowment require disciplined and consistent management that accommodates all those events which are relevant, reasonable, and probable. The management of the endowment should ensure a total return (yield plus capital appreciation) sufficient to preserve and enhance, in real dollar terms, the principal funds endowed net of withdrawals to support the Organization over the long term.

Investments of endowed funds are diversified so as to maximize expected returns while controlling risk. Within agreed upon parameters, investment managers have complete investment discretion based on the expectation that the assets of the fund will be invested with care, skill, prudence and diligence.

The asset mix, consistent with the return objective, consisted of the following mix at June 30:

	% of mix	
	2012	2011
Money market funds	3%	3%
Stock mutual funds and equity securities	56	60
Bond mutual funds	40	36
Limited partnerships	1	1
	100%	100%

(Continued)

NOTE I - ENDOWMENTS - Continued

5. Endowment Fund Activity

June 30, 2011	Unrestricted	Temporarily restricted	Permanently restricted	Total
Donor-restricted endowment funds	$ -	$ 617,280	$ 3,979,721	$ 4,597,001
Board-designated endowment funds	11,697,001	-	-	11,697,001
	$ 11,697,001	$ 617,280	$ 3,979,721	$ 16,294,002
Net assets, July 1, 2011	$ 11,697,001	$ 617,280	$ 3,979,721	$ 16,294,002
Investment return				
Interest and dividends	423,165	123,778	-	546,943
Net losses	(639,682)	(187,111)	-	(826,793)
Net investment return	(216,517)	(63,333)	-	(279,850)
Contributions	-	-	105,350	105,350
Appropriation of endowment assets for expenditure (draw)	(890,949)	(102,043)	-	(992,992)
Other changes				
Deficiencies in historical values	(17,738)	17,738	-	-
Transfer of net assets	(25,000)	-	25,000	-
Net assets, June 30, 2012	$ 10,546,797	$ 469,642	$ 4,110,071	$ 15,126,510

June 30, 2012	Unrestricted	Temporarily restricted	Permanently restricted	Total
Donor-restricted endowment funds	$ -	$ 469,642	$ 4,110,071	$ 4,579,713
Board-designated endowment funds	10,546,797	-	-	10,546,797
	$ 10,546,797	$ 469,642	$ 4,110,071	$ 15,126,510

(Continued)

NOTE I - ENDOWMENTS - Continued

Endowment Fund Activity

June 30, 2010	Unrestricted	Temporarily restricted	Permanently restricted	Total
Donor-restricted endowment funds	$ -	$ 262,144	$ 2,234,781	$ 2,496,925
Board-designated endowment funds	10,131,474	-	-	10,131,474
	$ 10,131,474	$ 262,144	$ 2,234,781	$ 12,628,399
Net assets, July 1, 2010	$ 10,131,474	$ 262,144	$ 2,234,781	$ 12,628,399
Investment return				
Interest and dividends	393,993	84,715	-	478,708
Net gains	1,788,812	384,621	-	2,173,433
Net investment return	2,182,805	469,336	-	2,652,141
Contributions	-	-	1,735,115	1,735,115
Appropriation of endowment assets for expenditure (draw)	(607,453)	(114,200)	-	(721,653)
Other changes				
Transfer of net assets	(9,825)	-	9,825	-
Net assets, June 30, 2011	$ 11,697,001	$ 617,280	$ 3,979,721	$ 16,294,002
June 30, 2011				
Donor-restricted endowment funds	$ -	$ 617,280	$ 3,979,721	$ 4,597,001
Board-designated endowment funds	11,697,001	-	-	11,697,001
	$ 11,697,001	$ 617,280	$ 3,979,721	$ 16,294,002

NOTE J - PROPERTY AND EQUIPMENT, NET

Property and equipment, net, consists of the following:

	2012	2011
Leasehold improvements	$ 7,733,068	$ 7,721,818
Furniture and fixtures	198,198	184,815
School equipment and computers	619,541	619,541
Library and reference books	19,300	19,300
	8,570,107	8,545,474
Less - accumulated depreciation	(3,262,221)	(3,041,697)
	$ 5,307,886	$ 5,503,777

Depreciation expense was $220,524 and $227,362 for the years ended June 30, 2012 and 2011, respectively.

NOTE K - COMMITMENTS AND CONTINGENCIES

1. Line of Credit

In June 2009, the Organization entered into a line of credit with a financial institution which provides for borrowings up to $1,000,000 and bears interest at a floating interest rate at prime less 1%. The line is secured by pledged investments of the Organization equal to $1,350,000. The Organization had $175,000 in outstanding borrowings against the line of credit at June 30, 2012 and $300,000 at June 30, 2011. The line of credit has an interest rate of 2.25% at June 30, 2012.

2. Leases

The Organization leases school equipment and automobiles under operating leases expiring through 2014. Rental expense for the years ended June 30, 2012 and 2011 was $15,798 and $17,235, respectively.

The following is a schedule of future minimum rental payments required under the aforementioned operating leases:

Year ending June 30,	
2013	$ 18,421
2014	10,188
2015	9,001
2016	6,372
2017	6,372

NOTE L - RELATED PARTY TRANSACTIONS

A majority of the Gesu Scholarship Fund's (an affiliated organization) Board of Trustees are also employees and trustees of the Organization. The Organization received contributions of $147,604 and $213,568 for student scholarships and $47,417 and $66,541 in management fees for administrative and fundraising assistance from the Gesu Scholarship Fund during the years ended June 30, 2012 and 2011, respectively.

NOTE M - EMPLOYEE RETIREMENT PLAN

All full-time employees who have one year of service and have attained the age of 21 are eligible to participate in the defined contribution retirement plan. Pension expense for the years ended June 30, 2012 and 2011 was $10,810 and $9,850, respectively.

NOTE N - SUBSEQUENT EVENTS

The Organization evaluated its June 30, 2012 consolidated financial statements for subsequent events through December 6, 2012, the date the consolidated financial statements were available to be issued. The Organization is not aware of any subsequent event which would require recognition or disclosure in the consolidated financial statements.