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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012, or tax year beginning 01-01-2012 , and ending 12-31-2012

Name of foundation
G Fred & Sylvia DiBona Family Foundation

% SYLVIA M DIBONA

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

Room/suite

City or town, state, and ZIP code
Bryn Mawr, PA 19010

A Employer identification number
20-2771993

B Telephone number (see instructions)
(610) 525-1543

C If exemption application is pending, check here ☐

D 1. Foreign organizations, check here ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ☐

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 3,123,867

J Accounting method ☑ Cash ☐ Accrual
☐ Other (specify)
(Part I, column (d) must be on cash basis.)

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

		(a) Revenue and expenses per books	**(b)** Net investment income	**(c)** Adjusted net income	**(d)** Disbursements for charitable purposes (cash basis only)
Revenue 1	Contributions, gifts, grants, etc , received (attach schedule)	100,961			
2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
3	Interest on savings and temporary cash investments	46	46		
4	Dividends and interest from securities	93,778	93,778		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	60,878			
b	Gross sales price for all assets on line 6a 3,200,173				
7	Capital gain net income (from Part IV, line 2)		60,878		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	**Total.** Add lines 1 through 11	255,663	154,702		
Operating and Administrative Expenses 13	Compensation of officers, directors, trustees, etc				
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)	3,400	1,700	0	1,700
c	Other professional fees (attach schedule)	16,191	16,191		
17	Interest				
18	Taxes (attach schedule) (see instructions)	1,716	1,716		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)	10	10		
24	**Total operating and administrative expenses.** Add lines 13 through 23	21,317	19,617	0	1,700
25	Contributions, gifts, grants paid	220,887			220,887
26	**Total expenses and disbursements.** Add lines 24 and 25	242,204	19,617	0	222,587
27	Subtract line 26 from line 12				
a	**Excess of revenue over expenses and disbursements**	13,459			
b	**Net investment income** (if negative, enter -0-)		135,085		
c	**Adjusted net income** (if negative, enter -0-)				

Part II Balance Sheets

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

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	23,761	85,862	85,862
	3 Accounts receivable ▶ ______ Less allowance for doubtful accounts ▶ ______			
	4 Pledges receivable ▶ ______ Less allowance for doubtful accounts ▶ ______			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ ______ Less allowance for doubtful accounts ▶ ______			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	3,035,667	2,915,090	3,038,005
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ▶ ______ Less accumulated depreciation (attach schedule) ▶ ______			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)			
	14 Land, buildings, and equipment basis ▶ ______ Less accumulated depreciation (attach schedule) ▶ ______			
	15 Other assets (describe ▶ ______)			
	16 **Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	3,059,428	3,000,952	3,123,867
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ ______)			
	23 **Total liabilities** (add lines 17 through 22)		0	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☑ **and complete lines 27 through 31.**			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	3,059,428	3,000,952	
	30 **Total net assets or fund balances** (see page 17 of the instructions)	3,059,428	3,000,952	
	31 **Total liabilities and net assets/fund balances** (see page 17 of the instructions)	3,059,428	3,000,952	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	3,059,428
2	Enter amount from Part I, line 27a	2	13,459
3	Other increases not included in line 2 (itemize) ▶ ______	3	
4	Add lines 1, 2, and 3	4	3,072,887
5	Decreases not included in line 2 (itemize) ▶ ______	5	71,935
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	3,000,952

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	See Additional Data Table			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	See Additional Data Table			
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a	See Additional Data Table			
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	60,878
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	124,844	3,017,897	0 041368
2010	185,471	2,884,306	0 064304
2009	272,231	2,602,807	0 104591
2008	139,562	3,152,055	0 044277
2007	218,112	3,618,464	0 060278

2	**Total** of line 1, column (d).	2	0 314818
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 062964
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	3,015,941
5	Multiply line 4 by line 3.	5	189,896
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	1,351
7	Add lines 5 and 6.	7	191,247
8	Enter qualifying distributions from Part XII, line 4.	8	222,587

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ______ **(attach copy of letter if necessary–see instructions)**		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b	1	1,351
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	1,351
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	1,351
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012 — 6a: 1,744		
b	Exempt foreign organizations—tax withheld at source — 6b:		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 1,000		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	2,744
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	1,393
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ 1,393 **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	If the answer is "Yes" to ***1a*** *or* ***1b,*** *attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ______ **(2)** On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ PA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

Part VII-A Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶SYLVIA M DIBONA Telephone no ▶(610) 525-1543

Located at ▶915 WAVERLY ROAD BRYN MAWR PA ZIP +4 ▶19010

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here . . . ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year . . . ▶ | 15 | |

16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No

See instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ▶

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies. | | Yes | No |

1a During the year did the foundation (either directly or indirectly)

(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No

(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No

(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No

(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ No

(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No

(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☑ No

b If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? | 1b | | |

Organizations relying on a current notice regarding disaster assistance check here. . . ▶ ☐

c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012? | 1c | | No |

2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))

a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☑ No

If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____

b Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions). | 2b | | |

c If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here

▶ 20____ , 20____ , 20____ , 20____

3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ No

b If "Yes," did it have excess business holdings in 2012 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)*. | 3b | | |

4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? | 4a | | No |

b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012? | 4b | | No |

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No

(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☑ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **5b**

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No

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

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

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
Sylvia M DiBona 915 Waverly Road Bryn Mawr, PA 19010	President 0	0		
G Fred DiBona III 915 SORREL LANE BRYN MAWR, PA 19010	Treasurer 0	0		
Christine D Lobley 1035 WAVERLY ROAD BRYN MAWR, PA 19010	Secretary 0	0		

2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than $50,000	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances

Total number of other employees paid over $50,000 ▶

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

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

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation

Total number of others receiving over $50,000 for professional services . . . . ►

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

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

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

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

Total. Add lines 1 through 3. . . . . ►

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	2,705,014
b	Average of monthly cash balances	1b	356,855
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	3,061,869
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	3,061,869
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	45,928
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,015,941
6	**Minimum investment return.** Enter 5% of line 5	6	150,797

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6			1	150,797
2a	Tax on investment income for 2012 from Part VI, line 5	2a	1,351		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	1,351
3	Distributable amount before adjustments Subtract line 2c from line 1			3	149,446
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	149,446
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	149,446

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	222,587
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	222,587
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	1,351
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	221,236

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

		(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7					149,446
2 Undistributed income, if any, as of the end of 2012					
a Enter amount for 2011 only.				0	
b Total for prior years 2010 , 2009 , 2008					
3 Excess distributions carryover, if any, to 2012					
a From 2007.					
b From 2008.					
c From 2009.	14,903				
d From 2010.	43,444				
e From 2011.					
f **Total** of lines 3a through e.		58,347			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 222,587					
a Applied to 2011, but not more than line 2a				0	
b Applied to undistributed income of prior years (Election required—see instructions).					
c Treated as distributions out of corpus (Election required—see instructions).					
d Applied to 2012 distributable amount.					149,446
e Remaining amount distributed out of corpus		73,141			
5 Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a).)*					
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		131,488			
b Prior years' undistributed income Subtract line 4b from line 2b					
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.					
d Subtract line 6c from line 6b Taxable amount —see instructions					
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions				0	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013					0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)					
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . .					
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a		131,488			
10 Analysis of line 9					
a Excess from 2008. . . .					
b Excess from 2009. . . .	14,903				
c Excess from 2010. . . .	43,444				
d Excess from 2011. . . .					
e Excess from 2012. . . .	73,141				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling . . . . ▶

b Check box to indicate whether the organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2012	**(b)** 2011	**(c)** 2010	**(d)** 2009	**(e) Total**
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon **a** "Assets" alternative test—enter **(1)** Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . .					
c "Support" alternative test—enter **(1)** Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . .					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the organization had $5,000 or more in assets at any time during the year—see instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000) (See section 507(d)(2))

SYLVIA M DIBONA

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ▶☑ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number of the person to whom applications should be addressed

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				220,887
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments			14	46	
4 Dividends and interest from securities. . . .			14	93,778	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	60,878	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .				154,702	

13 **Total.** Add line 12, columns (b), (d), and (e). 13 154,702

(See worksheet in line 13 instructions to verify calculations)

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

Line No.	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash	1a(1)		No
(2) Other assets	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		No
(3) Rental of facilities, equipment, or other assets	1b(3)		No
(4) Reimbursement arrangements	1b(4)		No
(5) Loans or loan guarantees	1b(5)		No
(6) Performance of services or membership or fundraising solicitations	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		No

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☑ No

b If "Yes," complete the following schedule

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

Sign Here

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

******	2013-06-15	******
Signature of officer or trustee	Date	Title

May the IRS discuss this return with the preparer shown below (see instr)? ☑ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
Jane Scaccetti CPA	Jane Scaccetti CPA			

Firm's name ▶ Drucker & Scaccetti PC

Firm's EIN ▶

Firm's address ▶ 1600 Market Street Suite 3300
Philadelphia, PA 19103

Phone no (215) 665-3960

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491190004073

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ **Attach to Form 990, 990-EZ, or 990-PF.**

OMB No 1545-0047

2012

Name of the organization	**Employer identification number**
G Fred & Sylvia DiBona Family Foundation	20-2771993

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☑ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

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

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not total to more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc , contributions of $5,000 or more during the year . . . . ▶ $ ____________

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

Name of organization
G Fred & Sylvia DiBona Family Foundation

Employer identification number
20-2771993

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	Sylvia DiBona 915 Waverly Road Bryn Mawr, PA 19010	$ 100,961	Person ☑ Payroll ☐ Noncash ☑ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization	**Employer identification number**
G Fred & Sylvia DiBona Family Foundation	20-2771993

Part II **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	762 SHS ALEXION PHARMA INC 612 SHS IAC/INTERACTIVE CORP	$ 100,961	2012-12-14

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization
G Fred & Sylvia DiBona Family Foundation

Employer identification number
20-2771993

Part III ***Exclusively*** **religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than $1,000 for the year.** Complete columns **(a)** through **(e) and** the following line entry
For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc ,
contributions of **$1,000 or less** for the year (Enter this information once See instructions) ▶ $
Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

TY 2012 Accounting Fees Schedule

Name: G Fred & Sylvia DiBona Family Foundation

EIN: 20-2771993

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX RETURN PREPARATION FEES	3,400	1,700		1,700

TY 2012 Depreciation Schedule

Name: G Fred & Sylvia DiBona Family Foundation

EIN: 20-2771993

TY 2012 Investments Corporate Stock Schedule

Name: G Fred & Sylvia DiBona Family Foundation

EIN: 20-2771993

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SEI PRIVATE TRUST COMPANY	0	0
CHARLES SCHWAB	2,915,090	3,038,005

TY 2012 Land, Etc. Schedule

Name: G Fred & Sylvia DiBona Family Foundation

EIN: 20-2771993

TY 2012 Other Decreases Schedule

Name: G Fred & Sylvia DiBona Family Foundation

EIN: 20-2771993

Description	Amount
FAIR MARKET VALUE IN EXCESS OF	0
COST BASIS OF THE SECURITIES RECEIVED	0
AT DATE OF CONTRIBUTIONS	71,935

TY 2012 Other Expenses Schedule

Name: G Fred & Sylvia DiBona Family Foundation

EIN: 20-2771993

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BANK CHARGES	10	10		

TY 2012 Other Professional Fees Schedule

Name: G Fred & Sylvia DiBona Family Foundation

EIN: 20-2771993

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEE	16,191	16,191		

TY 2012 Taxes Schedule

Name: G Fred & Sylvia DiBona Family Foundation

EIN: 20-2771993

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX	289	289		
PRIOR YEAR TAX BALANCE DUE	1,427	1,427		

2012 Tax Information Statement

SEI PRIVATE TRUST COMPANY
ONE FREEDOM VALLEY DRIVE
OAKS, PA 19456

Account Number: 323233
Recipient's Tax ID Number: 20-2771993

☐ **Corrected** ☐ **2nd TIN notice**

Recipient's Name and Address:
DIBONA FAMILY FOUNDATION
C/O SYLVIA DIBONA
915 WAVERLY RD
BRYN MAWR, PA 19010

2012 Proceeds from Broker and Barter Exchange Transactions

Sales are listed at Gross Proceeds less commissions and option premiums.

Cusip / Quantity Sold	Description / Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol / Stocks Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
Short Term Sales								
783980204	SEI CORE FIXED INCOME FUND (SCOAX)		SCOAX					
2545.3030	07/23/2012		27,463.82	26,563.24	0.00	900.58	0.00	0.00
783980204	SEI CORE FIXED INCOME FUND (SCOAX)		SCOAX					
1101.1930	07/23/2012		11,881.88	11,625.73	0.00	256.15	0.00	0.00
783980758	SEI EMERGING MRKTS DEBT FUND (SEDAX)		SEDAX					
932.3900	07/23/2012		10,890.32	10,116.05	0.00	774.27	0.00	0.00
783980758	SEI EMERGING MRKTS DEBT FUND (SEDAX)		SEDAX					
440.4600	07/23/2012		5,144.58	5,057.81	0.00	86.77	0.00	0.00
783980303	SEI HIGH YIELD BOND FUND (SGYAX)		SGYAX					
1145.8010	07/23/2012		10,827.83	10,378.72	0.00	449.11	0.00	0.00
783980303	SEI HIGH YIELD BOND FUND (SGYAX)		SGYAX					
1105.1410	07/23/2012		10,443.58	10,355.98	0.00	87.60	0.00	0.00
783980600	SEI INTERNATIONAL EQTY FUND (SNTAX)		SNTAX					
1093.2420	07/23/2012	12/29/2011	6,996.75	6,898.36	0.00	98.39	0.00	0.00
783980105	SEI LARGE CAP FUND (SLCAX)		SLCAX					
3801.9130	07/23/2012		65,925.17	62,022.75	0.00	3,902.42	0.00	0.00
783980105	SEI LARGE CAP FUND (SLCAX)		SLCAX					
514.7380	07/23/2012		8,925.56	9,291.78	0.00	-366.22	0.00	0.00

2012 Tax Information Statement

SEI PRIVATE TRUST COMPANY
ONE FREEDOM VALLEY DRIVE
OAKS, PA 19456

Account Number: 323233
Recipient's Tax ID Number: 20-2771993

Corrected **2nd TIN notice**

Recipient's Name and Address:
DIBONA FAMILY FOUNDATION
C/O SYLVIA DIBONA
915 WAVERLY RD
BRYN MAWR, PA 19010

Sales are listed at Gross Proceeds less commissions and option premiums.

Cusip / Quantity Sold	Description / Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol / Stocks Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
783980709	SEI SMALL CAP FUND (SLPAX)		SLPAX					
87.7000	07/23/2012		1,066.43	978.95	0.00	87.48	0.00	0 00
783980709	SEI SMALL CAP FUND (SLPAX)		SLPAX					
75.6230	07/23/2012		919.58	983.53	0.00	-63.95	0 00	0.00
Total Short Term Sales			**160,485.50**	**154,272.90**	**0.00**	**6,212.60**	**0.00**	**0 00**
Long Term 15% Sales								
783980204	SEI CORE FIXED INCOME FUND (SCOAX)		SCOAX					
66248 3170	07/23/2012		714,819 34	661,297 22	0.00	53,522.12	0 00	0 00
783980758	SEI EMERGING MRKTS DEBT FUND (SEDAX)		SEDAX					
18166.8300	07/23/2012		212,188.57	186,444.28	0.00	25,744.29	0.00	0 0C
783980303	SEI HIGH YIELD BOND FUND (SGYAX)		SGYAX					
27282.2920	07/23/2012		257,817.63	251,328.63	0 00	6,489 00	0 00	0 0C
783980600	SEI INTERNATIONAL EQTY FUND (SNTAX)		SNTAX					
377 2470	02/08/2012	09/12/2006	2,625.64	5,402.18	0.00	-2 776 54	0.00	0 00
783980600	SEI INTERNATIONAL EQTY FUND (SNTAX)		SNTAX					
40249 1550	07/23/2012		257,594.58	440,969.60	0.00	-183,375.02	0 00	0.00
783980105	SEI LARGE CAP FUND (SLCAX)		SLCAX					
158.4390	05/09/2012	03/30/2011	2,801 21	2,861.41	0.00	-60 20	0 00	0.00

2012 Tax Information Statement

SEI PRIVATE TRUST COMPANY
ONE FREEDOM VALLEY DRIVE
OAKS, PA 19456

Account Number: 323233
Recipient's Tax ID Number: 20-2771993

☐ **Corrected** ☐ **2nd TIN notice**

Recipient's Name and Address:
DIBONA FAMILY FOUNDATION
C/O SYLVIA DIBONA
915 WAVERLY RD
BRYN MAWR, PA 19010

Sales are listed at Gross Proceeds less commissions and option premiums.

Cusip / Quantity Sold	Description / Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol / Stocks Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
783980105	SEI LARGE CAP FUND (SLCAX)		SLCAX					
2866.9720	05/14/2012		50,000 00	43,930.03	0.00	6,069 97	0.00	0.00
783980105	SEI LARGE CAP FUND (SLCAX)		SLCAX					
69421.3750	07/23/2012		1,203,766 63	1,048,018 95	0 00	155,747 68	0 00	0.00
783980709	SEI SMALL CAP FUND (SLPAX)		SLPAX					
17776 4190	07/23/2012		216,161.25	236,942 96	0 00	-20,781 71	0.00	0.00
Total Long Term 15% Sales			**2,917,774.85**	**2,877,195.26**	**0.00**	**40,579.59**	**0.00**	**0.00**

This is important tax information and is being furnished to you

TEP174194 77 1357 11 of 18

charles SCHWAB
INSTITUTIONAL

Schwab One® Account of
G FRED AND SYLVIA DIBONA FAMILY FOUNDATION

Account Number
2076-2991

Statement Period
December 1-31, 2012

	This Period		Year to Date	
Income Summary	Federally Tax-Exempt	Federally Taxable	Federally Tax-Exempt	Federally Taxable
Money Funds Dividends	0 00	0.70	0 00	25 24
Cash Dividends	0 00	35,648 30	0.00	50,517 58
Total Capital Gains	0.00	23,308.22	0.00	23,308 22
Total Income	0.00	58,957.22	0.00	73,851.04

Investment Detail - Cash and Money Market Funds [Sweep]

Cash	Market Value	% of Account Assets
Cash	9,862.57	<1%
Total Cash	9,862.57	<1%

Money Market Funds [Sweep]	Quantity	Market Price	Market Value	Current Yield	% of Account Assets
SCH ADV CASH RESRV PREM SWZXX	75,999 8000	1.0000	75,999 80	0.01%	2%
Total Money Market Funds [Sweep]			75,999.80		2%
Total Cash & Money Market [Sweep]			85,862.37 ✓		3%

Investment Detail - Equities

Equities	Quantity	unit price	Market Price	TOTAL COSTS	Market Value	% of Account Assets
ALEXION PHARMA INC SYMBOL: ALXN	762 0000		93 7400	20,164.42	71,429 88	2%

Investment Detail - Equities (continued)

Equities (continued)	Quantity	Unit Price	Market Price	TOTAL COSTS	Market Value	% of Account Assets
IAC/INTERACTIVE CORP NEW SYMBOL. IACI	612.0000		47 2420	8,861.76	28,912.10	<1%
Total Equities	1,374.0000		A	**29,026.18**	100,341.98	3%

Investment Detail - Mutual Funds

COSTS per August 2012 STMT

Bond Funds	Quantity	Unit price	Market Price	Total costs	Market Value	% of Account Assets
DFA FIVE YEAR GLOBAL FIXED INCOME PORTFOLIO SYMBOL DFGBX	10,526.5530	11.3000	11.1500	119,000.00	117,371.07	4%
DFA SHORT TERM GOVT PORT SYMBOL DFFGX	21,574.8440	10.8900	10.7700	235,000.00	232,361.07	7%
PIMCO TOTAL RETURN FUND INSTL CL SYMBOL. PTTRX	24,022.1890	11.4600	11.2400	275,294.29	270,009.40	9%
VANGUARD SHORT TERM INVESTMENT GRADE FUND ADMIRAL SYMBOL: VFSUX	21,694.3720	10.8300	10 8300	235,000.00	234,950 05	8%
Total Bond Funds	77,818.5580			**864,294.29**	854,691.59	27%

Investment Detail - Mutual Funds (continued)

Cost per August 2012 stmt.

Equity Funds	Quantity	Unit Price	Market Price	Total Costs	Market Value	% of Account Assets
DFA EMERGING MKTS PORT SYMBOL. DFEMX	2,091 3870	24.84	27.5400	52,000	57,596.80	2%
DFA INTL REAL ESTATE SECURITIES PORT SYMBOL. DFITX	14,330.1980	5.30	5.1700	76,000	74,087.12	2%
DFA INTL SMALL COMPANY PORTFOLIO FUND SYMBOL DFISX	3,595.1590	14.45	15.9300	52,000	57,270.88	2%
DFA INTL VALUE PORTFOLIO SYMBOL. DFIVX	11,724.3620	14.92	16.6000	174,977.44	194,624 41	6%
DFA REAL ESTATE SECURITIES PORTFOLIO SYMBOL· DFREX	5,601.4210	26.77	26.3400	150,000	147,541 43	5%
DFA US LARGE CAP VALUE PORTFOLIO SYMBOL. DFLVX	9,332.1350	21 47	22.9000	200,410.90	213,705 89	7%
DFA US SMALL CAP PORT SYMBOL: DFSTX	3,757.1890	22 61	22 6700	85,000	85,175.47	3%
DFA US SMALL CAP VALUE PORTFOLIO SYMBOL DFSVX	4,953.5440	25.83	26.2100	128,000	129,832 39	4%
Total Equity Funds	55,385.3950			[illegible]	959,834.39	31%
Total Mutual Funds	133,203.3530	A			1,814,525.98	58%

charles SCHWAB
INSTITUTIONAL

Schwab One® Account of
G FRED AND SYLVIA DIBONA
FAMILY FOUNDATION

Account Number
2076-2991

Statement Period
December 1-31, 2012

Investment Detail - Other Assets

Costs Per August 2012 STMT

Other Assets	Quantity	Market Price	unit cost	COSTS	Market Value	% of Account Assets
ISHARES S&P 500 GROWTH S&P 500 GROWTH INDEX FD SYMBOL. IVW	2,750.0000	75.7400	76.2669	209,748.07	208,285.00	7%
ISHARES TR MSCI EAFE FD MSCI EAFE INDEX FUND SYMBOL· EFA	3,405.0000	56 8600	51.3090	174,707.15	193,608 30	6%
VANGUARD BOND INDEX FUND INTERMEDIATE TERM BOND ETF SYMBOL BIV	3,340.0000	88.2500	89.6560 (89.6650 for 424 shs)	299,471.01	294,755 00	9%
VANGUARD GROWTH SYMBOL. VUG	2,960.0000	71.1800	70.8690	209,781.19	210,692 80	7%
VANGUARD VALUE SYMBOL VTV	3,670.0000	58.8000	57.1290	209,673.37	215,796 00	7%
Total Other Assets	16,125.0000		A	1,103,380.79	1,123,137.10	36%

Total Investment Detail	3,123,867.43
Total Account Value	3,123,867.43

Total Investments - Book Value: $ 2,915,090

Total Investments - Market Value: $ 3,038,005

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
3,486 128 SEI EMERGING MKTS EQUITY	D		2012-08-30
275 ISHARES TR MSCI EAFE FD	P	2012-08-30	2012-12-05
939 85 DFA INTL VALUE PORTFOLIO	P	2012-08-30	2012-12-03
446 628 DFA US LARGE CAP VALUE	P	2012-08-30	2012-12-03
2,151 463 PIMCO TOTAL RETURN FUND	P	2012-08-30	2012-12-03
SEI ACCOUNT #323233 STCG (SEE ATTACHED)	P		
SEI ACCOUNT #323233 LTCG (SEE ATTACHED)	P		
CAPITAL GAIN DIVIDENDS	P		

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
33,591		45,399	-11,808
15,133		14,110	1,023
14,955		14,023	932
9,970		9,589	381
24,955		24,706	249
160,486		154,273	6,213
2,917,775		2,877,195	40,580
			23,308

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-11,808
			1,023
			932
			381
			249
			6,213
			40,580

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ESF Dream Camp Foundation 750 E HAVERFORD ROAD BRYN MAWR, PA 19010	NONE	PUBLIC CHARITY	GENERAL SUPPORT	56,500
University of Pennsylvania 3451 Walnut Street Philadelphia, PA 19104	NONE	PUBLIC CHARITY	GENERAL SUPPORT	50,000
SAINT JOHN VIANNEY CHURCH 350 Conshohocken State Road GLADWYNE, PA 19035	NONE	PUBLIC CHARITY	GENERAL SUPPORT	2,387
Magee Rehabilitation Hospital Foundation 1513 Race Street Philadelphia, PA 19102	NONE	PUBLIC CHARITY	GENERAL SUPPORT	2,000
G FRED DIBONA JR MEMORIAL FOUNDATION PO BOX 315 GLADWYNE, PA 19035	Disqualified person is employed by donee	PUBLIC CHARITY	GENERAL SUPPORT	100,300
ALZEHEIMER'S ASSOCIATION 225 N MICHIGAN AVE FL 17 CHICAGO, IL 60601	NONE	PUBLIC CHARITY	GENERAL SUPPORT	100
AMERICAN DIABETES ASSOCIATION 1701 NORTH BEAUREGARD STREET ALEXANDRIA, VA 22311	NONE	PUBLIC CHARITY	GENERAL SUPPORT	3,900
GAUDENZIA INC 106 West Main Street Norristown, PA 19401	NONE	PUBLIC CHARITY	GENERAL SUPPORT	2,500
LITTLE FLOWERS MANOR 1201 Springfield Road Darby, PA 19023	NONE	PUBLIC CHARITY	GENERAL SUPPORT	100
IMPACT100 PHILADELPHIA PO BOX 275 WYNNEWOOD, PA 19096	NONE	PUBLIC CHARITY	GENERAL SUPPORT	1,100
VETRI FOUNDATION FOR CHILDREN 1312 SPRUCE STREET PHILADELPHIA, PA 19107	NONE	501(C)(3)	GENERAL SUPPORT	1,000
HOPE LODGE 553 S BETHLEHEM PIKE FORT WASHINGTON, PA 19034	NONE	501(C)(3)	GENERAL SUPPORT	1,000
Total . . . . ▶ **3a**				220,887