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Form **990-PF**

Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust

Treated as a Private Foundation

OMB No. 1545-0052

2012Department of the Treasury
Internal Revenue Service

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

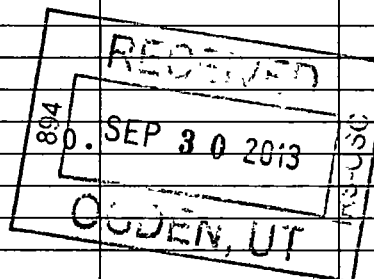
Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation INDEPENDENCE FOUNDATION		A Employer identification number 23-1352110
Number and street (or P.O. box number if mail is not delivered to street address) 200 SOUTH BROAD STREET	Room/suite 1101	B Telephone number (215) 985-4009
City or town, state, and ZIP code PHILADELPHIA, PA 19102		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1 Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 65,788,302.	J Accounting method: ☐ Cash ☐ Accrual ☒ Other (specify) MODIFIED CASH	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

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))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check ☒ if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		35,090.	34,522.		STATEMENT 1
4 Dividends and interest from securities		1,887,584.	1,887,071.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss) <42,796.>					
6a Net gain or (loss) from sale of assets not on line 10		<1,999,137.>			
b Gross sales price for all assets on line 6a 17,805,058.					
7 Capital gain net income (from Part IV, line 2)					
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		257,197.	100,778.		STATEMENT 3
12 Total. Add lines 1 through 11		180,734.	2,022,371.		
13 Compensation of officers, directors, trustees, etc.		380,880.	148,276.		232,604.
14 Other employee salaries and wages		482,122.	35,911.		446,211.
15 Pension plans, employee benefits		330,444.	61,386.		269,058.
16a Legal fees					
b Accounting fees STMT 4		48,255.	43,430.		4,825.
c Other professional fees STMT 5		83,826.	78,826.		5,000.
17 Interest					
18 Taxes STMT 6		1,346.	810.		0.
19 Depreciation and depletion		27,729.	7,029.		
20 Occupancy		215,478.	57,254.		158,224.
21 Travel, conferences, and meetings		32,231.	3,743.		28,488.
22 Printing and publications		1,920.	480.		1,440.
23 Other expenses STMT 7		211,031.	31,696.		139,412.
24 Total operating and administrative expenses. Add lines 13 through 23		1,815,262.	468,841.		1,285,262.
25 Contributions, gifts, grants paid		3,529,147.			3,529,147.
26 Total expenses and disbursements. Add lines 24 and 25		5,344,409.	468,841.		4,814,409.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<5,163,675.>			
b Net investment income (if negative, enter -0-)			1,553,530.		
c Adjusted net income (if negative, enter -0-)				N/A	

SCANNED OCT 21 2013
Operating and Administrative Expenses

20

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing		500.	500.	500.
	2	Savings and temporary cash investments		72,968.	702,278.	702,278.
	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				
	7	Other notes and loans receivable ▶				
		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				
	b	Investments - corporate stock	STMT 11	37,997,941.	37,029,930.	37,029,930.
	c	Investments - corporate bonds	STMT 12	19,550,920.	20,828,846.	20,828,846.
	11	Investments - land, buildings, and equipment basis ▶				
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other	STMT 13	4,495,200.	6,247,958.	6,247,958.	
14	Land, buildings, and equipment: basis ▶	1,105,930.				
	Less: accumulated depreciation	STMT 10 ▶	1,017,490.	116,169.	88,440.	
15	Other assets (describe ▶ ARTWORK)		271,693.	271,693.	890,350.	
16	Total assets (to be completed by all filers)		62,505,391.	65,169,645.	65,788,302.	
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				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)		0.	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		62,505,391.	65,169,645.	
	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				
30	Total net assets or fund balances		62,505,391.	65,169,645.		
31	Total liabilities and net assets/fund balances		62,505,391.	65,169,645.		

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	62,505,391.
2	Enter amount from Part I, line 27a	2	<5,163,675.>
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 8	3	7,868,152.
4	Add lines 1, 2, and 3	4	65,209,868.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 9	5	40,223.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	65,169,645.

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			
b SEE ATTACHED STATEMENT			
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			
b			
c			
d			
e 17,805,058.		19,804,195.	<1,999,137.>

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			<1,999,137.>

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	<1,999,137.>
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). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	4,782,548.	67,653,116.	.070692
2010	4,878,578.	66,425,213.	.073445
2009	5,230,910.	61,377,269.	.085226
2008	6,303,929.	83,145,253.	.075818
2007	7,109,932.	105,537,397.	.067369

2 Total of line 1, column (d)	2	.372550
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	.074510
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	64,349,160.
5 Multiply line 4 by line 3	5	4,794,656.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	15,535.
7 Add lines 5 and 6	7	4,810,191.
8 Enter qualifying distributions from Part XII, line 4	8	4,814,409.

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

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

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)		1	15,535.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		2	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3	15,535.
3 Add lines 1 and 2		4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		5	15,535.
5 Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	18,920.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	18,920.	
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	3,385.	
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax ☒ 3,385. Refunded ☐ 0.	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ☒ \$ 0. (2) On foundation managers. ☒ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☒ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ AL, CA, CO, CT, DE, FL, GA, IL, LA, MD, MA, MO, OR, PA, SC, VA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► WWW.INDEPENDENCEFOUNDATION.ORG	13	X	
14	The books are in care of ► THE FOUNDATION Telephone no. ► (215) 985-4009 Located at ► 200 SOUTH BROAD STREET, PHILADELPHIA, PA ZIP+4 ► 19102			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year 15	N/A		
16	At any time during calendar year 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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ 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 instructions)? Organizations relying on a current notice regarding disaster assistance check here ► ☐	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? If "Yes," list the years ► _____, _____, _____	☐ Yes ☒ No	
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.)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____	2b	
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	X
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ 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)?

☐ 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)?

Organizations relying on a current notice regarding disaster assistance check here

☒**5b****X****c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?**N/A**☐ 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?

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

6b**X****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?**N/A****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.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 14		380,880.	70,456.	6,048.

2 Compensation of five highest-paid employees (other than those included on line 1). 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
EUNICE S. KING - 200 SOUTH BROAD STREET, PHILADELPHIA, PA 19102	SPECIAL PROJECTS OFFICER 28.00	123,514.	42,748.	1,500.
JENNIFER BOHNENBERGER - 200 SOUTH BROAD STREET, PHILADELPHIA, PA 19102	PROGRAM OFFICER 40.00	97,066.	50,052.	3,348.
SUSAN HECKROTTE - 200 SOUTH BROAD STREET, PHILADELPHIA, PA 19102	PROGRAM OFFICER 40.00	96,620.	44,214.	2,880.
KATHERINE QUIGLEY - 200 SOUTH BROAD STREET, PHILADELPHIA, PA 19102	ACCOUNTS MANAGER 40.00	79,039.	26,047.	2,280.
NANCY PADLO - 200 SOUTH BROAD STREET, PHILADELPHIA, PA 19102	ASSISTANT TO THE PRESIDENT 40.00	77,691.	17,962.	0.
Total number of other employees paid over \$50,000				0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
CATERING BY DESIGNS		
18 W HORTER STREET, PHILADELPHIA, PA 19119	CATERING	111,572.

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

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3

0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	63,983,288.
b	Average of monthly cash balances	1b	367,018.
c	Fair market value of all other assets	1c	978,790.
d	Total (add lines 1a, b, and c)	1d	65,329,096.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	65,329,096.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	979,936.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	64,349,160.
6	Minimum investment return Enter 5% of line 5	6	3,217,458.

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	3,217,458.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	15,535.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	15,535.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	3,201,923.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	3,201,923.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	3,201,923.

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	4,814,409.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	4,814,409.
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	5	15,535.
6	Adjusted qualifying distributions Subtract line 5 from line 4	6	4,798,874.

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				3,201,923.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007	2,038,709.			
b From 2008	2,167,038.			
c From 2009	2,188,287.			
d From 2010	1,596,095.			
e From 2011	1,418,803.			
f Total of lines 3a through e	9,408,932.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ 4,814,409.				
a Applied to 2011, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				3,201,923.
e Remaining amount distributed out of corpus	1,612,486.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	11,021,418.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			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)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	2,038,709.			
9 Excess distributions carryover to 2013 Subtract lines 7 and 8 from line 6a	8,982,709.			
10 Analysis of line 9:				
a Excess from 2008	2,167,038.			
b Excess from 2009	2,188,287.			
c Excess from 2010	1,596,095.			
d Excess from 2011	1,418,803.			
e Excess from 2012	1,612,486.			

N/A

- ☐ 4942(j)(3) or ☐ 4942(j)(5)

- (4) Gross investment income

[illegible]Form **990-PF** (2012)

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				
PASS THROUGH FROM LBC CREDIT PARTNERS PARALLEL II, LP 2929 ARCH STREET, STE 1550 PHILADELPHIA, PA 19104-2868	NONE	501(C)(3)	FOR GENERAL SUPPORT	12.
PASS THROUGH FROM LUBERT-ADLER REAL ESTATE FUND VI, LP 2929 ARCH STREET, STE 1650 PHILADELPHIA, PA 19104-2868	NONE	501(C)(3)	FOR GENERAL SUPPORT	12.
SEE STATEMENT 18 200 SOUTH BROAD STREET PHILADELPHIA, PA 19102	NONE	501(C)(3)	SEE ATTACHMENT	3,346,174.
SEE STATEMENT 19 200 SOUTH BROAD STREET PHILADELPHIA, PA 19102	NONE	501(C)(3)	SEE ATTACHMENT	182,943.
PASS THROUGH FROM LUBERT-ADLER REAL ESTATE FUND VI-A, LP 2929 ARCH STREET, STE 1650 PHILADELPHIA, PA 19104-2868	NONE	501(C)(3)	FOR GENERAL SUPPORT	6.
Total				3,529,147.
b Approved for future payment				
SEE STATEMENT 20 200 SOUTH BROAD STREET PHILADELPHIA, PA 19102	NONE	501(C)(3)	SEE ATTACHMENT	1,801,165.
Total				1,801,165.

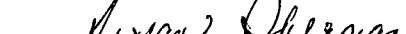
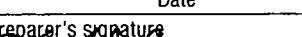
Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- | | | 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 | | X |
| | (2) Other assets | | X |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | | X |
| | (2) Purchases of assets from a noncharitable exempt organization | | X |
| | (3) Rental of facilities, equipment, or other assets | | X |
| | (4) Reimbursement arrangements | | X |
| | (5) Loans or loan guarantees | | X |
| | (6) Performance of services or membership or fundraising solicitations | | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | | X |
| 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. | | |

[illegible]

- 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
N/A		

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) is based on all information of which preparer has any knowledge.				The IRS discusses this return with the preparer shown below (see instr.)? ☒ Yes ☐ No
	Signature of officer or trustee 	Date 9-13-13	Title PRESIDENT/CEO		
Paid Preparer Use Only	Print/Type preparer's name DOUGLAS L BERMAN	Preparer's signature 	Date 09/10/13	Check ☐ if self-employed	PTIN P01269555
	Firm's name ▶ REINSEL KUNTZ LESHER LLP				Firm's EIN ▶ 23-2108173
	Firm's address ▶ 3501 CONCORD ROAD, PO BOX 21439 YORK, PA 17402				Phone no. (717) 843-3804

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 SALE OF PUBLICLY TRADED SECURITIES		P		
b PASS THROUGH PATRIOT FINANCIAL PARTNERS, LP		P		
c PASS THROUGH LBC CREDIT PARTNERS PARALLEL II, LP		P		
d PASS THROUGH LUBERT-ADLER REAL ESTATE FUND VI, LP		P		
e PASS THROUGH LUBERT-ADLER REAL ESTATE FUND VI, LP		P		
f PASS THROUGH LUBERT-ADLER REAL ESTATE FUND VI-A,		P		
g PASS THROUGH LUBERT-ADLER REAL ESTATE FUND VI-A,		P		
h				
i				
j				
k				
l				
m				
n				
o				

(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 17,678,185.		19,792,777.	<2,114,592.>
b 105,872.			105,872.
c 5,187.			5,187.
d 3,376.		9,893.	<6,517.>
e 7,975.			7,975.
f 2,379.		1,482.	897.
g 2,084.		43.	2,041.
h			
i			
j			
k			
l			
m			
n			
o			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<2,114,592.>
b			105,872.
c			5,187.
d			<6,517.>
e			7,975.
f			897.
g			2,041.
h			
i			
j			
k			
l			
m			
n			
o			

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	<1,999,137.>
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). If (loss), enter "-0-" in Part I, line 8 }		3	N/A

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
PASS THROUGH LBC CREDIT PARTNERS PARALLEL II, LP	151.
PASS THROUGH LUBERT-ADLER REAL ESTATE FUND VI, LP	30,986.
PASS THROUGH LUBERT-ADLER REAL ESTATE FUND VI-A, LP	2,379.
PASS THROUGH PATRIOT FINANCIAL PARTNERS, LP	3.
PASS THROUGH LUBERT-ADLER REAL ESTATE FUND VI, LP	568.
WACHOVIA	1,003.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	35,090.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
PASS THROUGH LUBERT-ADLER REAL ESTATE FUND VI, LP	7,842.	0.	7,842.
PASS THROUGH PATRIOT FINANCIAL PARTNERS, LP	26,066.	0.	26,066.
PASS THROUGH PATRIOT FINANCIAL PARTNERS, LP	513.	0.	513.
PUBLICLY TRADED SECURITIES	1,853,163.	0.	1,853,163.
TOTAL TO FM 990-PF, PART I, LN 4	1,887,584.	0.	1,887,584.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
PASS THROUGH FROM LUBERT-ADLER REAL ESTATE FUND, VI LP	<19,916.>	0.	
PASS THROUGH FROM LBC CREDIT PARTNERS PARALLEL LL, LP	270,869.	95,888.	
PASS THROUGH FROM LUBERT-ADLER REAL ESTATE FUND, VI-A LP	1,354.	0.	
MISC. REVENUE	4,882.	4,882.	
ROYALTIES PASS THROUGH LBC CREDIT	8.	8.	
TOTAL TO FORM 990-PF, PART I, LINE 11	257,197.	100,778.	

FORM 990-PF	ACCOUNTING FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTING FEES	48,255.	43,430.		4,825.	
TO FORM 990-PF, PG 1, LN 16B	48,255.	43,430.		4,825.	

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT FEES	78,826.	78,826.		0.	
CONSULTING FEES	5,000.	0.		5,000.	
TO FORM 990-PF, PG 1, LN 16C	83,826.	78,826.		5,000.	

FORM 990-PF	TAXES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FEDERAL EXCISE TAX EXPENSE	536.	0.		0.	
PASS THROUGH - FOREIGN TAXES PAID	810.	810.		0.	
TO FORM 990-PF, PG 1, LN 18	1,346.	810.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
POSTAGE	3,478.	696.		2,782.	
OFFICE SUPPLIES	11,420.	2,284.		9,136.	
REPAIRS AND MAINTENANCE	31,951.	8,099.		23,852.	
MISCELLANEOUS	3,505.	889.		2,616.	
DUES & SUBSCRIPTIONS	11,486.	2,297.		9,189.	
GRANT EXPENSE	91,837.	0.		91,837.	
NONDEDUCTIBLE SPONSORSHIPS	14,558.	0.		0.	
PASS THROUGH FROM LUBERT-ADLER REAL ESTATE VI K-1	37,674.	15,070.		0.	
PASS THROUGH FROM LUBERT-ADLER REAL ESTATE VI-A K-1	5,122.	2,361.		0.	
TO FORM 990-PF, PG 1, LN 23	211,031.	31,696.		139,412.	

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES			STATEMENT	8
DESCRIPTION	AMOUNT				
LUBERT-ADLER REAL ESTATE FUND VI, LP TAX/BOOK DIFFERENCES	85,243.				
PATRIOT FINANCIAL PARTNERS, L.P. TAX/BOOK DIFFERENCES	544,720.				
CURRENT YEAR UNREALIZED GAINS/LOSSES ON INVESTMENTS	7,207,712.				
LUBERT-ADLER REAL ESTATE FUND VI-A, LP TAX/BOOK DIFFERENCES	30,477.				
TOTAL TO FORM 990-PF, PART III, LINE 3	7,868,152.				

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES			STATEMENT	9
DESCRIPTION	AMOUNT				
LBC CREDIT PARTNERS PARALLEL II, LP TAX/BOOK DIFFERENCES	40,223.				
TOTAL TO FORM 990-PF, PART III, LINE 5	40,223.				

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 10

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE	FAIR MARKET VALUE
LEASEHOLD IMPROVEMENTS	863,433.	857,208.	6,225.	6,225.
FURNITURE AND EQUIPMENT	218,237.	138,955.	79,282.	79,282.
COMPUTER EQUIPMENT	24,260.	21,327.	2,933.	2,933.
TOTAL TO FORM 990-PF, PART II, LN 14	1,105,930.	1,017,490.	88,440.	88,440.

FORM 990-PF CORPORATE STOCK STATEMENT 11

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MILL CREEK FUNDS - EQUITY SECURITIES	1,470,497.	1,470,497.
THIRD AVE. VALUE FD INSTL. CL	8,467,529.	8,467,529.
THIRD AVE. INTERNATIONAL VALUE FD INSTL CL	0.	0.
VANGUARD PRIMECAP CORE FUND	10,563,257.	10,563,257.
VANGUARD GROWTH INDEX FUND INSTITUTIONAL SHARES	6,770,022.	6,770,022.
VANGUARD CAPITAL VALUE FUND	1,968,814.	1,968,814.
VANGUARD EMERGING MARKETS STOCK INDEX FUND		
SIGNAL SHARES	912,035.	912,035.
VANGUARD LARGE CAP INDEX FUND INSTITUTIONAL SHARES	5,538,725.	5,538,725.
MILL CREEK FUNDS - DOMESTIC FUNDS	1,075,893.	1,075,893.
MILL CREEK FUNDS - INTERNATIONAL FUNDS	263,158.	263,158.
TOTAL TO FORM 990-PF, PART II, LINE 10B	37,029,930.	37,029,930.

FORM 990-PF CORPORATE BONDS STATEMENT 12

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MILL CREEK FUNDS - FIXED INCOME	1,887,794.	1,887,794.
VANGUARD SHORT-TERM INVESTMENT GRADE FUND ADMIRAL SHARES	795,833.	795,833.
VANGUARD GNMA FUND - ADMIRAL SHARES	9,075,679.	9,075,679.
VANGUARD INTERMEDIATE - TERM INVESTMENT - GRADE FUND ADMIRAL SHARES	9,069,540.	9,069,540.
TOTAL TO FORM 990-PF, PART II, LINE 10C	20,828,846.	20,828,846.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	13
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
PATRIOT FINANCIAL PARTNERS, LP	FMV	2,673,600.	2,673,600.
LBC CREDIT PARTNERS PARALLEL LL, LP	FMV	2,030,689.	2,030,689.
LUBERT-ADLER REAL ESTATE FUND VI-A, LP	FMV	336,510.	336,510.
LUBERT-ADLER REAL ESTATE FUND VI, LP	FMV	1,207,159.	1,207,159.
TOTAL TO FORM 990-PF, PART II, LINE 13		6,247,958.	6,247,958.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	14
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
HON. PHYLLIS W. BECK INDEPENDENCE FOUNDATION, 200 S BROAD STREET, SUITE 1101 PHILADELPHIA, PA 19102	BOARD CHAIRPERSON, CFO 40.00	103,000.	23,333.	3,768.
SUSAN E. SHERMAN INDEPENDENCE FOUNDATION, 200 S BROAD STREET, SUITE 1101 PHILADELPHIA, PA 19102	PRESIDENT, CEO 40.00	277,880.	47,123.	2,280.
PEDRO A. RAMOS, ESQUIRE INDEPENDENCE FOUNDATION, 200 S BROAD STREET, SUITE 1101 PHILADELPHIA, PA 19102	VICE PRESIDENT 1.00	0.	0.	0.
ANDRE L. DENNIS, ESQUIRE INDEPENDENCE FOUNDATION, 200 S BROAD STREET, SUITE 1101 PHILADELPHIA, PA 19102	VICE PRESIDENT 1.00	0.	0.	0.
BARTON M. SILVERMAN INDEPENDENCE FOUNDATION, 200 S BROAD STREET, SUITE 1101 PHILADELPHIA, PA 19102	VICE PRESIDENT 1.00	0.	0.	0.

INDEPENDENCE FOUNDATION

23-1352110

ANDREA MENGEL, PHD, RN
INDEPENDENCE FOUNDATION, 200 S
BROAD STREET, SUITE 1101
PHILADELPHIA, PA 19102

SECRETARY

1.00

0.

0.

0.

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

380,880.

70,456.

6,048.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 15

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

SUSAN E SHERMAN, PRESIDENT, INDEPENDENCE FOUNDATION
200 SOUTH BROAD STREET, SUITE 1101
PHILADELPHIA, PA 19102

TELEPHONE NUMBER

(215) 985-4009

FORM AND CONTENT OF APPLICATIONS

INDEPENDENCE FOUNDATION DOES NOT ACCEPT UNSOLICITED PROPOSALS. EACH YEAR THE FOUNDATION SENDS OUT REQUEST FOR PROPOSALS (RFP) UNDER THE FOLLOWING CATEGORIES: CULTURE AND THE ARTS, HEALTH AND HUMAN SERVICES, PUBLIC INTEREST LEGAL AID, NURSE MANAGED HEALTH CARE INITIATIVE, PUBLIC INTEREST LAW FELLOWSHIP PROGRAM, AND FELLOWSHIPS IN THE ARTS PROGRAM. ORGANIZATIONS NOT PREVIOUSLY FUNDED BY THE FOUNDATION ARE ENCOURAGED TO SEND A TWO PAGE LETTER OF INQUIRY INCLUDING ORGANIZATIONAL BACKGROUND INFORMATION, AMOUNT BEING REQUESTED AND DESCRIPTION OF THE PROGRAM/SERVICES FOR WHICH THE FUNDS WILL BE USED. PLEASE NOTE THAT THE FOUNDATION'S FUNDING AREA IS RESTRICTED TO PHILADELPHIA AND ITS SURROUNDING PENNSYLVANIA COUNTIES: BUCKS, CHESTER, DELAWARE AND MONTGOMERY.

ANY SUBMISSION DEADLINES

THE FOUNDATION ESTABLISHES A GRANT CYCLE ON A YEARLY BASIS AND ALL DECISIONS ARE MADE IN CYCLE.

RESTRICTIONS AND LIMITATIONS ON AWARDS

LETTERS OF INQUIRY WILL BE REVIEWED FOR CONSISTENCY WITH CURRENT FUNDING PRIORITIES. SHOULD THE APPLICATION, AFTER REVIEW BY THE BOARD OF DIRECTORS, PROVE TO BE WITHIN THE SCOPE OF THE FOUNDATION'S INTERESTS, THE APPLICANT WILL BE ADVISED AND THE NECESSARY INTERVIEWS MAY BE ARRANGED PRIOR TO A FINAL DETERMINATION BY THE BOARD OF DIRECTORS.

FORM 990-PF

OTHER REVENUE

STATEMENT 16

DESCRIPTION	BUS CODE	UNRELATED BUSINESS INC	EXCL CODE	EXCLUDED AMOUNT	RELATED OR EXEMPT FUNC- TION INCOME
PASS THROUGH FROM LUBERT-ADLER REAL ESTATE FUND, VI LP	900099	<19,916.>			
PASS THROUGH FROM LBC CREDIT PARTNERS PARALLEL LL, LP	900099	174,981.	01	95,888.	
PASS THROUGH FROM LUBERT-ADLER REAL ESTATE FUND, VI-A LP	900099	1,354.			
MISC. REVENUE	900099			4,882.	
ROYALTIES PASS THROUGH LBC CREDIT				8.	
TOTAL TO FORM 990-PF, PG 12, LN 11		156,419.		100,778.	

	Balance from Previous Year:	Appropriated during 2012:	Amended during 2012:	Paid during 2012:
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Fellowships in the Arts

The Independence Foundation Fellowships in the Arts are designed to provide local individual artists with the opportunity to further their training and take the next key step in their professional development. Designated as nominating organizations, Cultural & Arts grantees of the Foundation nominated eligible artists. Peer panels comprised of local professional artists and arts administrators reviewed the applications and made recommendations to the board of directors for final decisions. Fellowships are awarded in two annual funding cycles, one in Performing Arts and one in Visual Arts

Alex Torra Philadelphia, PA <i>Performing Arts Fellowship</i>		8,000		8,000
Alison Stigora West Chester, PA <i>Visual Arts Fellowship</i>		4,700		4,700
Bethany Formica Swarthmore, PA <i>Performing Arts Fellowship</i>		10,000		10,000
James Abbott Ardmore, PA <i>Visual Arts Fellowship</i>		9,200		9,200
Marilyn Holsing Merion Station, PA <i>Visual Arts Fellowship</i>		10,000		10,000
Mark Lord Swarthmore, PA <i>Performing Arts Fellowship</i>		3,000		3,000
Matthew Levy Philadelphia, PA <i>Performing Arts Fellowship</i>		10,000		10,000
Meg Foley Philadelphia, PA <i>Performing Arts Fellowship</i>		1,500		1,500
Michael Kiley Philadelphia, PA <i>Performing Arts Fellowship</i>		10,000		10,000

	Balance from Previous Year:	Appropriated during 2012:	Amended during 2012:	Paid during 2012:
Rebecca Wright Philadelphia, PA <i>Performing Arts Fellowship</i>		7,000		7,000
Steve Pacek Lansdale, PA <i>Performing Arts Fellowship</i>		9,000		9,000
Tim Portlock Philadelphia, PA <i>Visual Arts Fellowship</i>		6,200		6,200
Thomas Whitman Philadelphia, PA <i>Performing Arts Fellowship</i>		-436		-436
Note for Doug this Fellow did not use up all his money from his grant so he sent it back to the Foundation not sure how to handle it				
Total Fellowships in the Arts		88,164		88,164

CULTURE & THE ARTS

Philadelphia and its surrounding Pennsylvania counties include a right variety of culture and arts groups. We are interested in supporting organizations that encourage opportunities for the diverse communities. Further we believe strategic investments over time are essential to the economy and cultural vibrancy. One specific area of interest is theatre others are larger cultural institutions and organizations that support art and artists.

11th Hour Theatre Company Philadelphia, PA <i>Challenge Grant 2 year</i>	6,000			3,000
1812 Productions Inc. Philadelphia, PA <i>General Support 2 years</i>	50,000			25,000
<i>General Support 2 years</i>	10,000			10,000
Academy of Natural Sciences of Philadelphia Philadelphia, PA <i>Project Grant</i>		15,000		15,000
Academy of Vocal Arts Philadelphia, PA <i>General Support 2 years</i>	10,000			10,000
<i>General Support</i>		1,000		1,000
<i>General Support</i>		1,000		1,000

	Balance from Previous Year:	Appropriated during 2012:	Amended during 2012:	Paid during 2012:
Act II Playhouse Ambler, PA <i>General Support</i>		5,000		5,000
Arden Theatre Company Philadelphia, PA <i>Project Support 3 years</i> <i>Challenge Grant 4 years</i> <i>Project Support 3 years</i> <i>General Support</i>	100,000 100,000 15,000	13,500		50,000 25,000 15,000 13,500
Art Sanctuary/Diocese of Pennsylvania Philadelphia, PA <i>General Support</i> <i>General Support</i>		5,000 1,000		5,000 1,000
Art-Reach Philadelphia, PA <i>General Support</i>		5,000		5,000
Azuka Theatre Philadelphia, PA <i>General Support 2 years</i>	5,000			5,000
Barnes Foundation Philadelphia, PA <i>Project Support 3 years</i>		25,000		8,335
John Bartram Association Philadelphia, PA <i>General Support</i>		5,000		5,000
Bristol Riverside Theater Company Inc. Bristol, PA <i>General Support 2 years</i> <i>Project Support 3 years</i>	10,000	75,000		10,000 25,000
Center for Emerging Visual Artists (The) Philadelphia, PA <i>General Support</i>		5,000		5,000
Chester Children's Chorus Swarthmore, PA <i>General Support 2 years</i>	5,000			5,000

	Balance from Previous Year:	Appropriated during 2012:	Amended during 2012:	Paid during 2012:
The Clay Studio Philadelphia, PA <i>General Support 2 years</i>	5,000			5,000
Conservation Center for Art & Historic Artifacts Philadelphia, PA <i>General Support 3 years</i>		15,000		5,000
EgoPo Productions Philadelphia, PA <i>General Support</i>		3,000		3,000
Enchantment Theatre Company Philadelphia, PA <i>Challenge Grant</i>	15,000			15,000
<i>General Support</i>		2,000		2,000
<i>Challenge Grant</i>		5,000		
<i>General Support</i>		5,000		5,000
<i>General Support</i>		1,000		1,000
Fairmount Park Art Association Philadelphia, PA <i>Project Support</i>		7,500		7,500
Free Library of Philadelphia Philadelphia, PA <i>Project Support 2 years</i>	5,000			5,000
<i>Project Support 2 years</i>		15,000		5,000
<i>Challenge Grant 5 years</i>		250,000		
Friends of the Free Library of Philadelphia Philadelphia, PA <i>Project Support 2 years</i>	3,000			3,000
Greater Philadelphia Cultural Alliance Philadelphia, PA <i>General Support 2 years</i>	20,000			20,000
Hedgerow Theatre Rose Valley, PA <i>Project Support</i>		5,000		5,000
Inis Nua Theatre Company Philadelphia, PA <i>General Support 2 years</i>	5,000			5,000

	Balance from Previous Year:	Appropriated during 2012:	Amended during 2012:	Paid during 2012:
InterAct Theatre Company Philadelphia, PA <i>General Support 2 years</i>	5,000			5,000
Lantern Theater Company Philadelphia, PA 19105 <i>General Support 3 years</i>		30,000		10,000
Library Company of Philadelphia (The) Philadelphia, PA <i>Project Support 3 years</i>		15,000		5,000
Long Beach Island Foundation for the Arts & Sciences Loveladies, NJ <i>General Support</i>		2,000		2,000
Mann Center for the Performing Arts/Frederick R. Mann Music Center Philadelphia, PA <i>Capital Grant 5 years</i> <i>General Support 3 years</i>	100,000	45,000		50,000 15,000
National Museum of American Jewish History Philadelphia, PA <i>General Support 2 years</i>	5,000			5,000
Network for New Music Philadelphia, PA <i>General Support 2 years</i>	5,000			5,000
New Paradise Laboratories Philadelphia, PA <i>Project Support 3 years</i> <i>Challenge Grant</i> <i>General Support 3 years</i>	25,000 5,000	15,000		25,000 5,000 5,000
Nonprofit Finance Fund Philadelphia, PA <i>General Support 2 years</i>	10,000			10,000
Opera Company of Philadelphia Philadelphia, PA <i>General Support 3 years</i>		195,000		65,000
Partners for Sacred Places Inc Philadelphia, PA <i>Project Support</i>		5,000		5,000

	Balance from Previous Year:	Appropriated during 2012:	Amended during 2012:	Paid during 2012:
Pennsylvania Ballet Assoc Philadelphia, PA <i>General Support 3 years</i> <i>General Support</i>		195,000 5,000		65,000 5,000
Pennsylvania Horticultural Society (The) Philadelphia, PA <i>General Support 3 years</i>		15,000		5,000
People Light and Theatre Company Malvern, PA <i>Project Support 3 years</i> <i>Project Support 2 years</i> <i>General Support</i>	50,000 10,000	5,000		50,000 10,000 5,000
Pew Charitable Trusts Philadelphia, PA <i>Project Support 3 years</i>		30,000		10,000
Philadelphia Live Arts Festival and Philly Fringe Philadelphia, PA <i>Project Support 3 years</i> <i>Challenge Grant 4 years</i> <i>General Support 2 years</i>	50,000 100,000 20,000			50,000 25,000 20,000
Philadelphia Mural Arts Advocates Philadelphia, PA <i>Project Support 3 years</i> <i>General Support 3 years</i>	20,000	210,000		10,000 70,000
Philadelphia Theater Company Philadelphia, PA <i>General Support 2 years</i>	10,000			10,000
Pennsylvania Young Playwrights Program, Inc. Philadelphia, PA <i>General Support 2 years</i>	10,000			10,000
Pig Iron Theatre Company, Inc Philadelphia, PA <i>General Support 3 years</i>	25,000			25,000
Play Penn Philadelphia, PA <i>General Support</i>		5,000		5,000

	Balance from Previous Year:	Appropriated during 2012:	Amended during 2012:	Paid during 2012:
Rosenbach Museum & Library Philadelphia, PA <i>General Support 3 years</i>		30,000		10,000
Smith Memorial Playground and Playhouse Philadelphia, PA <i>General Support 2 years</i>	5,000			5,000
Spiral Q Puppet Theater Philadelphia, PA <i>General Support 2 years</i>	3,000			3,000
Taller Puertorriqueno, Inc. Philadelphia, PA <i>General Support 2 years</i>	7,500			7,500
Theatre Exile Philadelphia, PA <i>General Support 3 years</i>		15,000		5,000
Theatre Horizon Norristown, PA <i>General Support 2 years</i>	5,000			5,000
Walnut Street Theatre Corporation Philadelphia, PA <i>Project Support 2 years</i>	10,000			10,000
Wilma Theatre (The) Philadelphia, PA <i>General Support 2 years</i> <i>General Support 3 years</i>	10,000	150,000		10,000 50,000
Zoological Society of Philadelphia Philadelphia, PA <i>General Support 3 years</i> <i>Project Support</i> <i>General Support</i>		45,000 5,000 2,000		15,000 5,000 2,000
Total Culture & Arts Grants	854,500	1,484,000		1,048,835

	Balance from Previous Year:	Appropriated during 2012:	Amended during 2012:	Paid during 2012:
<u>HEALTH & HUMAN SERVICES</u>	Philadelphia and its surrounding Pennsylvania counties have many community-based groups that empower less advantaged residents to achieve self sufficiency by providing for their most basic needs, including adequate food and food distribution, affordable housing and access to shelter by homeless persons, and services which support independence for people living with disabilities. We are interested in supporting these organizations as they provide ongoing services			
ACHIEVEability Philadelphia, PA <i>\$10,000 1 year General Operating</i>		10,000		10,000
Adults with Developmental Disabilities Jenkintown, PA <i>General Support</i>		500		500
After School Activities Partnerships Philadelphia, PA <i>General Support</i>		3,000		3,000
<i>General Support</i>		2,000		2,000
Bernardine Center Chester, PA <i>General Support</i>		5,000		5,000
Bethesda Project Philadelphia, PA <i>General Support</i>		15,000		15,000
Camden Area Health Education Center Camden, NJ <i>General Support</i>		7,000		7,000
Canine Partners for Life Cochranville, PA <i>General Support</i>		25,000		25,000
Chester County Food Bank Downingtown, PA <i>General Support</i>		5,000		5,000
Cheyney University Cheyney, PA <i>General Support</i>		5,000		5,000

	Balance from Previous Year:	Appropriated during 2012:	Amended during 2012:	Paid during 2012:
Council of Spanish Speaking Organizations, Inc. (The) Philadelphia, PA <i>General Support</i>		1,000		1,000
Cradles to Crayons West Conshohocken, PA <i>General Support</i>		5,000		5,000
Deaf-Hearing Communication Centre, Inc Swarthmore, PA <i>General Support</i>		10,000		10,000
Domestic Abuse Project of Delaware County, Inc. Media, PA <i>General Support</i>		10,000		10,000
Domestic Violence Center of Chester County West Chester, PA <i>Project Support</i>		10,000		10,000
Eisenhower Exchange Fellowships Philadelphia, PA <i>General Support</i>		5,000		5,000
Episcopal Community Services Philadelphia, PA <i>Project Support</i>		5,000		5,000
Father's Day Rally Committee Philadelphia, PA <i>General Support</i>		1,000		1,000
First Book-Philadelphia Gladwyne, PA <i>General Support</i>		1,000		1,000
Food Trust (The) Philadelphia, PA <i>General Support</i>		20,000		20,000
Habitat for Humanity Philadelphia Philadelphia, PA <i>Project Support</i>		5,000		5,000

	Balance from Previous Year:	Appropriated during 2012:	Amended during 2012:	Paid during 2012:
Hole in the Wall Gang Fund, Inc. (The) New Haven, CT <i>General Support</i>		1,500		1,500
Housing Alliance of Pennsylvania Glenside, PA <i>General Support</i>		10,000		10,000
Howard University Washington, DC <i>General Support</i>		5,000		5,000
Human Rights Watch/Children's Rights Watch New York, NY <i>General Support</i>		7,000		7,000
Judith Creed Homes for Adult Independence (JCHAI) Bala Cynwyd, PA <i>General Support</i>		3,000		3,000
La Casa Latina, Center for Hispanic Excellence/Univ. of PA Philadelphia, PA <i>General Support</i>		1,000		1,000
A Little Taste of Everything/Mill Creek Farm Philadelphia, PA <i>Project Support</i>		5,000		5,000
Metropolitan Aids Neighborhood Nutrition Alliance Inc. (MANNA) Philadelphia, PA <i>General Support</i> <i>General Support</i>		20,000 1,000		20,000 1,000
Montgomery County SPCA of PA Conshohocken, PA <i>General Support</i>		2,000		2,000
Network of Victim Assistance (NOVA) Jamison, PA <i>Project Support</i>		10,000		10,000

	Balance from Previous Year:	Appropriated during 2012:	Amended during 2012:	Paid during 2012:
Overbrook School for the Blind Philadelphia, PA <i>Project Support</i>		10,000		10,000
Pennsylvania Horticultural Society (The) Philadelphia, PA <i>Project Support</i>		7,500		7,500
Peoples Emergency Center Philadelphia, PA <i>General Support</i>		15,000		15,000
Philadelphia Scholars Philadelphia, PA <i>General Support</i> <i>General Support</i>		5,000 1,000		5,000 1,000
Philadelphia Social Innovations Journal Philadelphia, PA <i>General Support</i>		10,000		10,000
Planned Parenthood of Bucks County Trexlerstown, PA <i>General Support</i>		25,000		25,000
Planned Parenthood of S.E. Penna. Philadelphia, PA <i>General Support</i> <i>General Support</i>		75,000 500		75,000 500
Project Forward Leap Philadelphia, PA <i>General Support</i>		5,000		5,000
Project H.O.M.E. Philadelphia, PA <i>General Support</i> <i>General Support</i> <i>General Support</i> <i>Challenge Grant 4 years</i> <i>Project Support</i>		20,000 3,000 10,000 100,000 15,000		20,000 3,000 10,000 15,000
Quest Therapeutic Services West Chester, PA <i>General Support</i>		7,500		7,500

	Balance from Previous Year:	Appropriated during 2012:	Amended during 2012:	Paid during 2012:
SHARE Food Program, Inc. Philadelphia, PA <i>General Support</i>		5,000		5,000
Special Equestrians Warrington, PA <i>General Support</i>		5,000		5,000
Supportive Older Women's/Network-SOWN Philadelphia, PA <i>Project Support</i>		10,000		10,000
University of Michigan Law School/Juan Tienda Scholarship Fund Ann Arbor, MI <i>Scholarships</i>		1,000		1,000
University of Pittsburgh/Jared R. Betswenger Memorial Scholarship Fund Pittsburgh, PA <i>Scholarships</i>		1,500		1,500
West Philadelphia Alliance for Children Philadelphia, PA <i>General Support</i>		1,500		1,500
Womens Center of Montgomery County Elkins Park, PA 19027 <i>General Support</i>		10,000		10,000
Women's Resource Center Wayne, PA <i>Project Support</i>		10,000		10,000
Total Health & Human Service Grants		569,500		469,500

NMPHCI

Philadelphia and its surrounding Pennsylvania counties have a number of nursed-managed health care centers and programs that serve individuals from diverse populations with limited access to health care. Services provided by the centers may include primary care, behavioral health, dental care, health promotion, disease prevention, family planning, early childhood intervention and other health related services. We are committed to supporting these centers through direct grants and awards to organizations that foster their growth and sustainability.

	Balance from Previous Year:	Appropriated during 2012:	Amended during 2012:	Paid during 2012:
Abington Memorial Hospital				
Abington, PA				
Challenge Grant	10,000			10,000
General Support	10,000			10,000
Challenge Grant	10,000			
General Support		10,000		
Challenge Grant		10,000		
Community College of Philadelphia				
Philadelphia, PA				
General Support	77,500			77,500
General Support		70,000		
Project Support		67,500		45,000
Drexel University				
Philadelphia, PA				
General Support	15,000			15,000
General Support		25,000		
Face to Face/St. Vincent's Health Center				
Philadelphia, PA				
General Support	20,000			20,000
Challenge Grant	5,000			5,000
Challenge Grant		5,000		
General Support		25,000		
La Comunidad Hispana, Inc./Project Salud				
Kennett Square, PA				
Challenge Grant	15,000			15,000
General Support	25,000			25,000
Challenge Grant	10,000			
Challenge Grant		25,000		
General Support		30,000		
National Nursing Centers Consortium				
Philadelphia, PA				
Challenge Grant	25,000			25,000
General Support	165,000			165,000
Challenge Grant	25,000			
Project Support	43,000			43,000
General Support		3,000		3,000
General Support		64,500		
Challenge Grant		25,000		
General Support		180,000		

	Balance from Previous Year:	Appropriated during 2012:	Amended during 2012:	Paid during 2012:
Pennsylvania Health Funder's Collaborative Pittsburgh, PA <i>Project Grant</i>		5,000		5,000
PHMC Accelerated Misdemeanor Court Philadelphia, PA Challenge Grant <i>Challenge Grant</i>	7,000 7,000		-7,000 -3,500	3,500
PHMC Congreso Philadelphia, PA <i>General Support</i>		35,000		
PHMC Mary Howard Philadelphia, PA <i>General Support</i> <i>General Support</i>	80,000	80,000		80,000
PHMC Nursing Network Philadelphia, PA <i>General Support</i> <i>General Support</i>	55,000	55,000		55,000 55,000
PHMC Rising Sun Health Center Philadelphia, PA <i>General Support</i> <i>General Support</i>	80,000	80,000		80,000
PHMC Temple Health Connection Philadelphia, PA <i>General Support</i> <i>General Support</i>	80,000	80,000		80,000
Puentes de Salud Media, PA <i>Challenge Grant</i> <i>General Support</i>		5,000 5,000		5,000
Resources for Human Development, Inc/Family Practice & Counseling Network Philadelphia, PA <i>General Support</i> <i>General Support</i>	90,000	90,000		90,000

	Balance from Previous Year:	Appropriated during 2012:	Amended during 2012:	Paid during 2012:
University of Pennsylvania/School of Nursing Philadelphia, PA <i>General Support</i>		1,000		1,000
Visiting Nurse Association Community Services Abington, PA <i>General Support</i> <i>Challenge Grant</i> <i>General Support</i> <i>Challenge Grant</i>	30,000 5,000	30,000 5,000		30,000 5,000
Visiting Nurse Assoc. of Greater Philadelphia Philadelphia, PA <i>Challenge Grant</i> <i>Challenge Grant</i> <i>Challenge Grant</i>	10,000	10,000 10,000		10,000
Total Nurse Managed Primary Health Care Initiative Grants	899,500	1,031,000	-10,500	958,000

Public Interest Law Fellowships

We are interested in supporting law school graduates from across the country to work in a public interest law firm in Philadelphia or its surrounding Pennsylvania counties providing free legal services for poor and disadvantaged residents of this region. Those served include people who are elderly, disabled or homeless and others deprived of their human or civil rights.

Community Legal Services, Inc. Philadelphia, PA <i>2011-2012 Public Interest Law Fellowship</i> <i>2012-2013 Public Interest Law Fellowship</i>		34,312		34,312
<i>2011-2012 Public Interest Law Fellowship</i> <i>2012-2013 Public Interest Law Fellowship</i>		34,312 34,346		34,312 34,346
Education Law Center of Pennsylvania Philadelphia, PA <i>2011-2012 Public Interest Law Fellowship</i> <i>2012-2013 Public Interest Law Fellowship</i>		28,748 28,748		28,748 28,748
Legal Clinic for the Disabled, Inc. Philadelphia, PA				

	Balance from Previous Year:	Appropriated during 2012:	Amended during 2012:	Paid during 2012:
<i>2012-2013 Public Interest Law Fellowship</i>		32,456		32,456
Philadelphia VIP, Inc. Philadelphia, PA <i>2011-2012 Public Interest Law Fellowship</i>		33,682		33,682
Regional Housing Legal Services Glenside, PA <i>2011-2012 Public Interest Law Fellowship</i>		33,898		33,898
<i>2012-2013 Public Interest Law Fellowship</i>		33,650		33,650
Total Public Interest Fellowships		323,175		323,175

PUBLIC INTEREST LAW

Philadelphia and its surrounding Pennsylvania counties have a wealth of public interest law organizations that address civil legal issues confronting individuals from diverse populations including people who are indigent, elderly, disabled or homeless. We are interested in supporting these organizations as they continue to provide services.

AIDS Law Project of Pennsylvania Philadelphia, PA <i>Challenge Grant 2 years</i>	20,000			10,000
American Civil Liberties Union Philadelphia, PA <i>General Support 3 years</i>	15,000			7,500
American Law Institute (The) Philadelphia, PA <i>General Support</i>		10,000		10,000
Committee of Seventy Philadelphia, PA <i>Challenge Grant 2 years</i>	40,000			20,000
<i>General Support</i>		500		500
Community Legal Services, Inc. Philadelphia, PA <i>General Support 3 years</i>	100,000			50,000
Consumer Bankruptcy Assistance Project Philadelphia, PA <i>General Support 3 years</i>	20,000			10,000

	Balance from Previous Year:	Appropriated during 2012:	Amended during 2012:	Paid during 2012:
Disability Rights Network of PA Philadelphia, PA <i>General Support 3 years</i>	20,000			10,000
Education Law Center of Pennsylvania Philadelphia, PA <i>General Support 3 years</i>	20,000			10,000
Esperanza Immigration Legal Services Philadelphia, PA <i>General Support</i>		5,000		5,000
Friends of Farmworkers, Inc. Philadelphia, PA <i>General Support 3 years</i>	20,000			10,000
HIAS Pennsylvania Philadelphia, PA <i>General Support 3 years</i> <i>General Support</i>	20,000	5,000		10,000 5,000
Homeless Advocacy Project Philadelphia, PA <i>General Support 3 years</i>	20,000			10,000
Juvenile Law Center Philadelphia, PA <i>General Support 3 years</i>	30,000			15,000
Legal Aid of Southeastern Pennsylvania (LASP) Norristown, PA <i>General Support 3 years</i>	70,000			35,000
Legal Clinic for the Disabled, Inc. Philadelphia, PA <i>Challenge Grant 2 years</i>	20,000			10,000
Mazzoni Center Philadelphia, PA <i>Challenge Grant 2 years</i>		5,000		
National Senior Citizens Law Center (NSCLC) Washington, DC <i>General Support</i>		5,000		5,000

	Balance from Previous Year:	Appropriated during 2012:	Amended during 2012:	Paid during 2012:
Nationalities Service Center Philadelphia, PA <i>General Support 3 years</i>	20,000			
Pennsylvania Health Law Project Philadelphia, PA <i>General Support 3 years</i>	60,000			30,000
Pennsylvania Innocence Project Philadelphia, PA <i>General Support 3 years</i>	10,000			5,000
Pennsylvania Institutional Law Project Philadelphia, PA <i>General Support 3 years</i>	20,000			10,000
Pennsylvania Prison Society Philadelphia, PA <i>General Support 3 years</i>	10,000			5,000
Pennsylvanians for Modern Courts Philadelphia, PA <i>General Support 3 years</i> <i>General Support</i>	60,000	4,000		30,000 4,000
Philadelphia Legal Assistance Center Philadelphia, PA <i>Project Support 3 years</i>	20,000			10,000
Philadelphia VIP, Inc. Philadelphia, PA <i>General Support 3 years</i>	20,000			10,000
Public Interest Law Center of Phila. Philadelphia, PA <i>General Support 3 years</i>	20,000			10,000
Regional Housing Legal Services Glenside, PA <i>General Support 3 years</i>	60,000			30,000
SeniorLAW Center Philadelphia, PA <i>General Support 3 years</i>	20,000			10,000
Support Center for Child Advocates Philadelphia, PA <i>General Support 3 years</i> <i>General Support</i>	30,000	5,000		15,000 5,000

	Balance from Previous Year:	Appropriated during 2012:	Amended during 2012:	Paid during 2012:
Women Against Abuse Legal Center Philadelphia, PA <i>General Support 3 years</i>	20,000			10,000
Women's Law Project Philadelphia, PA <i>General Support 3 years</i>	50,000			25,000
<i>General Support</i>		500		500
Total PUBLIC INTEREST LAW	835,000	40,000		442,500
<u>Senior Attorney Sabbaticals</u> We are interested in supporting a sabbatical program for senior attorneys in public interest law firms that are grantees of the Foundation. Sabbaticals up to two months in length are offered.				
Community Legal Services, Inc. Philadelphia, PA <i>2012 2013 Senior Attorney Sabbatical</i>		20,000		6,000
Friends of Farmworkers, Inc. Philadelphia, PA <i>2011 Senior Attorney Sabbatical</i>	10,000			10,000
Total Senior Attorney Sabbaticals	10,000	20,000		16,000
Grand Totals	2,599,000	3,556,275	-10,936	3,346,174

Independence Foundation **Non-Deductible Sponsorships** **12/31/12**

PBC

665 - Sponsorships

01/10/2012	Arden Theatre Company	Tax deductible portion 10 tickets @ \$500 each, 04/12/2012 Arden Spring Gala	1,650 00
01/10/2012	Girl Scouts of Eastern PA	Junior Sponsorship 3/06/12Take the Lead 2012 Event - table for 10	2,500 00
01/10/2012	Arden Theatre Company	non-deductible portion 10 tickets @ \$500 each, 04/21/2012 Arden Spring Gala	3,350 00
01/11/2012	Opera Company of Philadelphia	Additional Benefactor Sponsorship 4 add'l tickets (12 total).2/4/12 Black & White Ball	1,400 00
01/11/2012	LaSalle University School of Nursing	Speaker Sponsorship IAHC Conference/May 30 to June 2, 2012	0 00
01/11/2012	LaSalle University School of Nursing	Speaker Sponsorship IAHC Conference/May 30 to June 2, 2012	2,000 00
01/19/2012	Planned Parenthood Southeastern PA	tax deductible portion. 4/24/12 Spring Gathering Event	550 00
01/19/2012	Planned Parenthood Southeastern PA	non-deductible portion: 4/24/12 Spring Gathering Event	450 00
01/27/2012	Opera Company of Philadelphia	Additional Benefactor Sponsorship 1 add'l ticket (12 total) 2/4/12 Black & White Ball	350 00
01/27/2012	College of Physicians of Philadelphia	Table Sponsorship 2012 Mutter Ball/table for 8	3,000 00
01/27/2012	Students Run Philly Style	Sponsorship: Gener8ton Run-4/14/12 Event	5,000 00
01/27/2012	Academy of Vocal Arts	Resident Artists' Sponsorship 3/11/12 Event-10 guest	10,000 00
01/27/2012	Public Health Management Corp	Shimmering Sponsorship PHMC's Ruby Anniversary.4/03/12 Event	5,000 00
02/01/2012	Philadelphia Young Playwrights	Write-On! Sponsorship May 1, 2012 Event	5,000 00
02/01/2012	1812 Productions, Inc	Sponsorship 4/2/12 Eventa Du Schmancy Gala	10,000 00
02/07/2012	JCHAI	Silver Sponsorship 4/25/12 Gala	5,000 00
02/07/2012	Congreso de Latinos Unidos, Inc.	Non-deductible portion. Bronze Sponsorship 03/17/12 6th Annual Gala Latina (4 tickets)	4,400 00
02/07/2012	Congreso de Latinos Unidos, Inc	Tax deductible portion Bronze Sponsorship 03/17/2012 Gala	600 00
02/07/2012	Academy of Vocal Arts	GE Program Development Sponsorship	20,500 00
02/14/2012	Project H O M E	(2) Sponsorships: 04/11/2012 3rd Annual Golden Heart Award (4 tickets)	5,000 00
02/22/2012	PCCY	Super Friend Sponsorship 4/20/12 (?) Super Part	1,000 00
02/22/2012	Smith Memorial Playground & Playhouse	Hopscotch Sponsorship 8 tickets-5/16/2012 Party in the Park	1,000 00
02/22/2012	Mural Arts Program	Sponsorship/ 2 tickets/ 3-09-2012 Fundraiser SS & Elaine Taglianni	1,000 00
02/22/2012	Homeless Advocacy Project	Patron Sponsorship 4/11/12 April Benefit-donated tickets (5) back	1,000 00
02/27/2012	Arden Theatre Company	Program Ad for the Arden Spring Gala	500 00
03/01/2012	People's Emergency Center (PEC)	Sponsorship 5/5/2012 40th Anniversary-2 tickets	1,000 00
03/06/2012	Phila Mural Arts Advocates	Silver Sponsorship Wall Ball 2012 5/31/12	5,000 00

03/06/2012 Philadelphia Art Alliance	tax-deductible portion Platinum Sponsorship 6/1/2012 Wetherill Ball-4 tickets	4,200 00
03/06/2012 Support Center for Child Advocates	Believer Sponsorship 4/18/12 Event 20 guests	5,000 00
03/06/2012 Philadelphia Art Alliance	① non-deductible portion Platinum Sponsorship 6/1/2012 Wetherill Ball-4 tickets	800 00
03/20/2012 Phila Live Arts Festival/Philly Fringe	Truffle Sponsor 2012 Feastival	10,000 00
03/20/2012 Asian American Women's Coalition	6/15/2012 Scholarship Award Banquet (donated back)	1,000 00
03/20/2012 SOWN	1 ticket to April 2012 event-SS	75 00
03/20/2012 Walnut Street Theatre	Torch Song Sponsor 5/11/12 203rd Anniversary Gala	2,500 00
04/10/2012 Pennsylvania Ballet Association	Tax Deductible Portion Benefactor Table Sponsorship 5/5/12 Event-10 guest	2,882 00
04/10/2012 Pennsylvania Ballet Association	① Non-deductible Portion Benefactor Table Sponsorship 5/5/12 Event - 10 tickets	2,118 00
04/10/2012 PCCY	Super Friend Child Care Level Sponsorship 4/20/12 Super Part	300 00
04/12/2012 Mazzoni Center	Tax deductible Portion Sponsorship Elixir VIP 5/18/12 Benefit	165 00
04/12/2012 Mazzoni Center	① Non-deductible Portion Sponsorship Elixir VIP 5/18/12 Benefit	85 00
04/12/2012 Philadelphia Hospitality, Inc	Sponsorship 5/22/12 30th Anniversary Event	75 00
04/12/2012 Network for New Music	Tax deductible Portion Composer Sponsorship Annual Fund 2012	2,295.00
04/12/2012 Network for New Music	① non-deductible portion Composer Sponsorship Annual Fund 2012	205 00
04/12/2012 Opera Company of Philadelphia	Black & White Ball Auction Item-Wine Dinner for B of D's	11,000 00
05/01/2012 Philadelphia Museum of Art Craft Show	Tax deductible portion/3 collector tickets for 11/7/12 Art Craft Show	750 00
05/01/2012 Philadelphia Museum of Art Craft Show	① non-deductible portion/3 collector tickets for 11/7/12 Art Craft Show	300 00
05/01/2012 College of Physicians of Philadelphia	2 tickets-college night-05/18/2012 - SS & AM)	150 00
05/01/2012 Women's Law Project	2 tickets-PWB & SS Awards Ceremony/Reception	100 00
05/14/2012 Delaware River Waterfront Corporation	6/7/12 Race Street Pier Promenade	150 00
05/30/2012 Catering by Design	05/07/2012 Invoice #26282 Board Meeting/Project H O M E	1,075 00
05/31/2012 Philadelphia Fringe Festival	Full Page Ad in 2012 Festival Guide	2,300 00
06/13/2012 Mural Arts Advocates	Sponsorship Girl Scout Mural Tour 5/18/12 for 38 people	3,375 00
07/19/2012 Philadelphia Fringe Festival	8 Half Page Ads in 2012 Feastival Guide	4,800 00
08/01/2012 ArtReach, Inc	Bronze Sponsorship 11/4/12 Event (table for 6) tax deductible portion	1,200 00
08/01/2012 ArtReach, Inc	① Bronze Sponsorship Non-deductible portion	300 00
08/14/2012 Planned Parenthood Southeastern PA	Tax-deductible Portion Benefactor Sponsor 10/26/12 Fall Event/Auction	700 00
08/14/2012 Planned Parenthood Southeastern PA	① Non-deductible Portion Benefactor Sponsor 10/26/12 Fall Event/Auction)	300 00
09/18/2012 Free Library of Philadelphia Foundation	tax deductible portion 1 ticket to Borrower's Ball-PWB	350 00
09/18/2012 Free Library of Philadelphia Foundation	① non-deductible portion 1 ticket to Borrower's Ball-PWB	650 00
09/25/2012 Women Against Abuse	Copper Pot Sponsor 03/19/13 Event - 4 tickets	1,000 00
09/28/2012 Academy of Vocal Arts	Reimbursement for out of pocket exp 9/11/12 Law Leaders Event	286 10
10/02/2012 Arden Theatre Company	10/2/12 2 Tickets-25th Anniversary concert-SS	104 50

10/04/2012	Students Run Philly Style	Sponsorship 1 ticket-SS-11/08/12 Extra Mile Celebration	150.00
11/01/2012	PMA Craft Show	11/1/12 Sponsorship Craft Show-SS	350.00
11/01/2012	MANNA	10/25/12 Pies for Thanksgiving Fundraiser	160.00
11/07/2012	Women's Law Project	Supporter Sponsorship 2 tickets-Annual Party & Fund Raiser-PWB	250.00
11/08/2012	The Print Center	Sponsorship 1 ticket 11/14/12 Annual Event - SS	0.00
11/13/2012	PCCY	Sponsorship 11/30/12 Celebration/1 ticket-PWB	75.00
11/15/2012	Urban Affairs Coalition	1 ticket - PWB -43rd Anniversary Breakfast 11/16/2012	100.00
11/15/2012	Philadelphia Bar Association	1 ticket/11/28/12 Annual Awards Ceremony & Reception-SH	75.00
11/27/2012	College of Physicians of Philadelphia	Facility Rental Fee for 12/19/12 AVA event	1,000.00
11/27/2012	Academy of Vocal Arts	Sponsorship 4 tickets to 12/19/12 event	500.00
11/30/2012	Philadelphia Zoo	Sponsorship table/10 Global Conservation Prize Gala	2,000.00
12/06/2012	Philadelphia Chinatown Development Corp	Pearl Sponsorship 2/15/20 Chinese New Year Banquet	1,500.00
12/12/2012	Opera Company of Philadelphia	Tax deductible amount 2013 Gala N O W - 8 tickets	4,400.00
12/12/2012	Opera Company of Philadelphia	Non-deductible amount 2013 Gala N O W -8 tickets	1,600.00
12/12/2012	Academy of Vocal Arts	REsident Artists Sponsorship 2013 Viva la Voce! Gala-10 tickets	10,000.00
12/12/2012	Students Run Philly Style	Guardian Sponsorship 4/13/13 generationrun	5,000.00
12/12/2012	Philadelphia Young Playwrights	Sponsorship 06/04/2013 Write on Celebration Event	7,500.00
12/12/2012	Girl Scouts of Eastern PA	Cadette Sponsorship 3/05/13 Take the Lead 2013 Event - table for 10	5,000.00
12/12/2012	Drexel University College of Medicine	Friend Sponsorship "Woman One 2013 (4/29/13)	1,000.00
Total 665	Sponsorships		<u>197,500.60</u>

Total Non-Deductible Sponsorships Σ ① 14,558.00

Deductible Scholarships 182,942.6

6 YEAR GRANT COMMITMENT SCHEDULE

as of 01/01/2013

01/01/13

Organization Grant Amount	Total Paid	2013	2014	2015	Scheduled 2016	2017	2018	Remaining Balance
<u>No Code Specified</u>								
Community Legal Services \$20,000.00 2012/2013 Senior Attorney Sabbatical (8 weeks) Thu B Tran Project: For language study & travel to Vietnam	\$6,000.00	\$14,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Total No Code Specified (1 item)	\$6,000.00	\$14,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$14,000.00
<u>CULTURE & THE ARTS</u>								
11th Hour Theatre Company \$6,000.00 \$6,000/2 yrs 1 1 Challenge Grant APPROVED	\$3,000.00	\$3,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
1812 Productions \$75,000.00 \$75,000/3 years (\$25,000 per year) for New Theatre Works Initiative (NTWI)	\$50,000.00	\$25,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Arden Theatre Company \$150,000.00 \$150,000/3 years (\$50,000 per year) for New Theatre Works Initiative (NTWI)	\$100,000.00	\$50,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Arden Theatre Company \$100,000.00 Request \$100,000/4 Year 4 1 Challenge Grant	\$25,000.00	\$25,000.00	\$25,000.00	\$25,000.00	\$0.00	\$0.00	\$0.00	\$0.00

*Project Arden North Center for
Education & Creativity
Approved \$100,000/4Year 4 1
Challenge Grant*

Barnes Foundation

\$25,000.00

*APPROVED \$25,000/3 Year
Resolution Grant*

\$8,335.00 \$8,335.00 \$8,330.00 \$0.00 \$0.00 \$0.00 \$0.00 \$0.00

**Bristol Riverside Theatre
Company**

\$75,000.00

*Requested: \$150,000/3 years for
the NTWI*

\$25,000.00 \$25,000.00 \$25,000.00 \$0.00 \$0.00 \$0.00 \$0.00 \$0.00

*APPROVED \$75,000/3 Years
for the NTWI*

**Conservation Center for Art &
Historic Artifacts**

\$15,000.00

*\$22,500/3 yrs General
Operating Support
APPROVED \$15,000/3 yrs GO*

\$5,000.00 \$5,000.00 \$5,000.00 \$0.00 \$0.00 \$0.00 \$0.00 \$0.00

Enchantment Theatre Company

\$5,000.00

*\$5,000/1 yr Challenge Grant
APPROVED \$5,000/1 Year 1-1
Challenge Grant*

\$0.00 \$5,000.00 \$0.00 \$0.00 \$0.00 \$0.00 \$0.00 \$0.00

Free Library of Philadelphia

\$15,000.00

*\$15,000/3 yrs Project Support
for Teen Tuesday Program and
Teen Poetry Slam APPROVED
\$15,000/3 yrs Project Support*

\$5,000.00 \$5,000.00 \$5,000.00 \$0.00 \$0.00 \$0.00 \$0.00 \$0.00

Free Library of Philadelphia

\$250,000.00

*\$250,000/5 yrs 2 1 Challenge
Grant Building Inspiration
Enhancing the Parkway Central
Library APPROVED*

\$0.00 \$50,000.00 \$50,000.00 \$50,000.00 \$50,000.00 \$50,000.00 \$0.00 \$0.00

\$250,000/5 yrs 2 1 Challenge
Grant

Lantern Theater Company
\$30,000.00
\$30,000/3 yrs General
Operating Support
APPROVED \$30,000/3 yrs GO

Library Company of Philadelphia
(The)
\$15,000.00
\$15,000/3 yrs Project Support
for African American History
Program APPROVED
\$15,000/3 yrs Project Support
for African American History
Program

Mann Center for the Performing
Arts
\$250,000.00
\$250,000/5 Year Capital
Campaign Grant to begin in
2009

Mann Center for the Performing
Arts
\$45,000.00
\$60,000/3 yrs General
Operating Support
APPROVED \$45,000/3 yrs GO

New Paradise Laboratories
\$15,000.00
\$15,000/3 yrs General
Operating Support
APPROVED \$15,000/3 yrs GO

Opera Company of Philadelphia
\$195,000.00
\$225,000/3 yrs General
Operating Support.
APPROVED \$195,000/3 yrs
GO

\$10,000.00	\$10,000.00	\$10,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
\$5,000.00	\$5,000.00	\$5,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
\$200,000.00	\$50,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
\$15,000.00	\$15,000.00	\$15,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
\$5,000.00	\$5,000.00	\$5,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
\$65,000.00	\$65,000.00	\$65,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00

Pennsylvania Ballet
 \$195,000.00
 \$225,000/3 yrs General
 Operating Support
 APPROVED \$195,000/3 yrs
 GO

\$65,000.00 \$65,000.00 \$65,000.00 \$0.00 \$0.00 \$0.00 \$0.00 \$0.00 \$0.00

**Pennsylvania Horticultural
 Society (The)**
 \$15,000.00
 \$30,000/3 yrs General
 Operating Support
 APPROVED \$15,000/3 yrs GO

\$5,000.00 \$5,000.00 \$5,000.00 \$0.00 \$0.00 \$0.00 \$0.00 \$0.00 \$0.00

Pew Charitable Trusts
 \$30,000.00
 In support of PA Cultural Data
 Project (CDP) APPROVED
 \$30,000/3 Years Project
 Support

\$10,000.00 \$10,000.00 \$10,000.00 \$0.00 \$0.00 \$0.00 \$0.00 \$0.00 \$0.00

**Philadelphia Live Arts Festival
 and Philly Fringe**
 \$100,000.00
 \$100,000/4 yrs 4 1 Challenge
 Grant for new building
 /performing arts center at
 Columbus Blvd and Race Street
 APPROVED \$100,000/4 yrs
 4 1 Challenge Grant, first
 payment 7/1/12 if requirements
 are met

\$25,000.00 \$25,000.00 \$25,000.00 \$25,000.00 \$0.00 \$0.00 \$0.00 \$0.00 \$0.00

**Philadelphia Mural Arts
 Advocates**
 \$30,000.00
 \$30,000/3 yrs Project Support
 for Porch Light Initiative
 APPROVED \$30/000/3 yrs to
 be paid \$10,000 each in
 January 2011, January 2012,
 and January 2013 for Porch
 Light Initiative

\$20,000 00 \$10,000.00 \$0.00 \$0.00 \$0.00 \$0.00 \$0.00 \$0.00 \$0.00

Philadelphia Mural Arts Advocates \$210,000.00 \$240,000/3 yrs General Operating Support APPROVED \$210,000/3 yrs GO	\$70,000.00	\$70,000.00	\$70,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
	\$10,000.00	\$10,000.00	\$10,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
	\$30,000.00	\$30,000/3 yrs General Operating Support. APPROVED \$30,000/3 yrs GO	\$30,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Rosenbach Museum & Library \$30,000.00 \$30,000/3 yrs General Operating Support. APPROVED \$30,000/3 yrs GO	\$5,000.00	\$5,000.00	\$5,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
	\$15,000.00	\$15,000/3 yrs. General Operating Support APPROVED \$15,000/3 yrs GO	\$15,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
	\$50,000.00	\$50,000.00	\$50,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Zoological Society of Philadelphia \$45,000.00 \$60,000/3 yrs General Operating Support. APPROVED \$45,000/3 yrs GO	\$15,000.00	\$15,000.00	\$15,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
	\$806,335.00	\$806,335.00	\$806,335.00	\$100,000.00	\$50,000.00	\$50,000.00	\$50,000.00	\$50,000.00	\$50,000.00	\$10,000.00
	(27 items)	\$796,335.00	\$796,335.00	\$100,000.00	\$50,000.00	\$50,000.00	\$50,000.00	\$50,000.00	\$50,000.00	\$0.00
<u>NMPHCI</u>										
Abington Memorial Hospital \$10,000.00 \$10,000/1 yr 1 Challenge Grant	\$0.00	\$10,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
	\$0.00	\$5,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
	\$5,000.00	\$5,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00

\$5,000/1 yr 1 1 Challenge
Grant for St Vincent Health
Center

La Comunidad Hispana, Inc.
\$10,000.00
\$10,000/1 yr 1 1 Challenge
Grant for Project Salud

National Nursing Centers
Consortium
\$25,000.00
\$25,000/1 yr. 2 1 Challenge
Grant for Students Run Philly
Style

Visiting Nurse Association
Community Services
\$5,000.00
\$5,000/1 yr 1 1 Challenge
Grant

Visiting Nurse Assoc. of Greater
Philadelphia
\$10,000.00
APPROVED: \$10,000/1 yr 3 1
Challenge Grant

Total NMPHCl	\$0.00	\$65,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$1,000.00
(7 items)	\$0.00	\$65,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00

PUBLIC INTEREST LAW

AIDS Law Project of
Pennsylvania
\$20,000.00
\$20,000/2 yrs 1 1 Challenge
Grant APPROVED to be paid
\$10,000 each in 2012 and 2013
if conditions are met

American Civil Liberties Union
\$22,500.00
\$22,500/3 yrs General

*Operating Support
APPROVED to be paid \$7,500
each in 2011, 2012, 2013*

Committee of Seventy
\$40,000.00
\$40,000/2 yrs 1 1 Challenge
Grant APPROVED to be paid
\$20,000 each in 2012 and 2013
if conditions are met

Community Legal Services
\$150,000.00
\$150,000/3 yrs General
Operating Support
APPROVED to be paid in 2011

**Consumer Bankruptcy Assistance
Project**
\$30,000.00
\$30,000/3 yrs General
Operating Support
APPROVED to be paid \$10,000
each in 2011, 2012, 2013

**Disability Rights Network of
Pennsylvania**
\$30,000.00
\$30,000/3 yrs General
Operating Support
APPROVED to be paid \$10,000
each in 2011, 2012, 2013

**Education Law Center of
Pennsylvania**
\$30,000.00
\$30,000/3 yrs General
Operating Support
APPROVED to be paid \$10,000
each in 2011, 2012, 2013

Friends of Farmworkers, Inc.

\$0.00

\$0.00

\$0.00

\$0.00

\$0.00

\$0.00

\$20,000.00

\$20,000.00

\$0.00

\$0.00

\$0.00

\$0.00

\$0.00

\$0.00

\$50,000.00

\$100,000.00

\$0.00

\$0.00

\$0.00

\$0.00

\$0.00

\$0.00

\$10,000.00

\$20,000.00

\$0.00

\$0.00

\$0.00

\$0.00

\$0.00

\$0.00

\$10,000.00

\$20,000.00

\$0.00

\$0.00

\$0.00

\$0.00

\$0.00

\$0.00

\$10,000.00

\$20,000.00

\$0.00

\$0.00

\$0.00

\$0.00

\$0.00

\$0.00

\$10,000.00

\$20,000.00

\$30,000.00
 \$30,000/3 yrs. General
 Operating Support
 APPROVED to be paid \$10,000
 each in 2011, 2012, 2013

HIAS Pennsylvania

\$30,000.00
 \$30,000/3 yrs General
 Operating Support
 APPROVED to be paid \$10,000
 each in 2011, 2012, 2013

Homeless Advocacy Project

\$30,000.00
 \$30,000/3 yrs General
 Operating Support
 APPROVED to be paid \$10,000
 each in 2011, 2012, 2013

Juvenile Law Center

\$45,000.00
 \$45,000/3 yrs General
 Operating Support
 APPROVED to be paid \$15,000
 each in 2011, 2012, 2013

**Legal Aid of Southeastern
 Pennsylvania (LASP)**

\$105,000.00
 \$105,000/3 yrs General
 Operating Support
 APPROVED to be paid \$35,000
 each in 2011, 2012, 2013

Legal Clinic for the Disabled

\$20,000.00
 \$20,000/2 yrs 1 1 Challenge
 Grant APPROVED to be paid
 \$10,000 each in 2012 and 2013

\$0.00

\$0.00

\$0.00

\$10,000.00

\$20,000.00

\$0.00

\$0.00

\$0.00

\$0.00

\$0.00

\$0.00

\$10,000.00

\$20,000.00

\$0.00

\$0.00

\$0.00

\$0.00

\$0.00

\$0.00

\$15,000.00

\$30,000.00

\$0.00

\$0.00

\$0.00

\$0.00

\$0.00

\$0.00

\$35,000.00

\$70,000.00

\$0.00

\$0.00

\$0.00

\$0.00

\$0.00

\$0.00

\$10,000.00

\$10,000.00

\$0.00

\$0.00

\$0.00

Mazzoni Center
 \$5,000.00
 \$5,000/2 yrs 1 1 Challenge
 Grant
 At their request, this Challenge
 was changed to a \$5,000/1 Year
 1 1 Challenge

\$0.00 \$5,000.00 \$0.00 \$0.00 \$0.00 \$0.00 \$0.00 \$0.00

Nationalities Service Center
 \$30,000.00
 \$30,000/3 yrs General
 Operating Support
 APPROVED to be paid \$10,000
 each in 2011, 2012, 2013

\$10,000.00 \$10,000.00 \$10,000.00 \$0.00 \$0.00 \$0.00 \$0.00 \$0.00

Pennsylvania Health Law Project
 \$90,000.00
 \$90,000/3 yrs General
 Operating Support
 APPROVED to be paid \$30,000
 each in 2011, 2012, 2013

\$60,000.00 \$30,000.00 \$0.00 \$0.00 \$0.00 \$0.00 \$0.00 \$0.00

Pennsylvania Innocence Project
 \$15,000.00
 \$15,000/3 yrs General
 Operating Support
 APPROVED to be paid \$5,000
 each in 2011, 2012, 2013

\$10,000.00 \$5,000.00 \$0.00 \$0.00 \$0.00 \$0.00 \$0.00 \$0.00

**Pennsylvania Institutional Law
 Project**
 \$30,000.00
 \$30,000/3 yrs General
 Operating Support
 APPROVED to be paid \$10,000
 each in 2011, 2012, 2013

\$20,000.00 \$10,000.00 \$0.00 \$0.00 \$0.00 \$0.00 \$0.00 \$0.00

Pennsylvania Prison Society
 \$15,000.00
 \$15,000/3 yrs General
 Operating Support

\$10,000.00 \$5,000.00 \$0.00 \$0.00 \$0.00 \$0.00 \$0.00 \$0.00

*APPROVED to be paid \$5,000
each in 2011, 2012, 2013*

**Pennsylvanians for Modern
Courts**

*\$90,000.00
\$90,000/3 yrs General
Operating Support
APPROVED to be paid \$30,000
each in 2011, 2012, 2013*

\$60,000.00 \$30,000.00 \$0.00 \$0.00 \$0.00 \$0.00 \$0.00 \$0.00

**Philadelphia Legal Assistance
Center**

*\$30,000.00
\$30,000/3 yrs Project Support
for Outreach Project for
Immigrant Women
APPROVED to be paid \$10,000
each in 2011, 2012, 2013*

\$20,000.00 \$10,000.00 \$0.00 \$0.00 \$0.00 \$0.00 \$0.00 \$0.00

**Philadelphia Volunteers for the
Indigent Program**

*\$30,000.00
\$30,000/3 yrs General
Operating Support
APPROVED to be paid \$10,000
each in 2011, 2012, 2013*

\$20,000.00 \$10,000.00 \$0.00 \$0.00 \$0.00 \$0.00 \$0.00 \$0.00

**Public Interest Law Center of
Phila.**

*\$30,000.00
\$30,000/3 yrs Project Support
for Strategic Planning Policy
Circles APPROVED to be paid
\$10,000 each in 2011, 2012,
2013*

\$20,000.00 \$10,000.00 \$0.00 \$0.00 \$0.00 \$0.00 \$0.00 \$0.00

Regional Housing Legal Services

*\$90,000.00
\$90,000/3 yrs General
Operating Support
APPROVED to be paid \$30,000*

\$60,000.00 \$30,000.00 \$0.00 \$0.00 \$0.00 \$0.00 \$0.00 \$0.00

SeniorLAW Center
 \$30,000.00
 \$30,000/3 yrs General
 Operating Support
 APPROVED to be paid \$10,000
 each in 2011, 2012, 2013

SeniorLAW Center
 \$30,000.00
 \$30,000/3 yrs General
 Operating Support
 APPROVED to be paid \$10,000
 each in 2011, 2012, 2013

Support Center for Child Advocates
\$45,000.00
\$45,000/3 yrs General Operating Support.
APPROVED to be paid \$15,000 each in 2011, 2012, 2013

Support Center for Child Advocates
 \$45,000.00
 \$45,000/3 yrs General Operating Support.
 APPROVED to be paid \$15,000 each in 2011, 2012, 2013

Women Against Abuse Legal Center
 \$30,000.00
 \$30,000/3 yrs General
 Operating Support
 APPROVED to be paid \$10,000
 each in 2011, 2012, 2013

Women Against Abuse Legal Center
 \$30,000.00
 \$30,000/3 yrs General
 Operating Support
 APPROVED to be paid \$10,000
 each in 2011, 2012, 2013

Women's Law Project
 \$75,000.00
 \$75,000/3 yrs General
Operating Support
 APPROVED to be paid \$25,000
 each in 2011, 2012, 2013

Women's Law Project
 \$75,000.00
 \$75,000/3 yrs General
Operating Support
 APPROVED to be paid \$25,000
 each in 2011, 2012, 2013

Total PUBLIC INTEREST LAW	\$775,000.00	\$422,500.00	\$0.00	\$0.00	\$0.00	\$0.00	\$30,000.00
(32 items)	\$775,000.00	\$422,500.00	\$10,000.00	\$0.00	\$0.00	\$0.00	\$0.00
Grand Total	\$1,666,311.61	\$1,266,805.00	\$473,330.00	\$100,000.00	\$50,000.00	\$0.00	\$167,993.39
(82 items)	\$1,577,335.00	\$1,117,835.00	\$483,330.00	\$100,000.00	\$50,000.00	\$0.00	\$0.00
(82 items)							\$1,801,165.00

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **X**

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Enter filer's identifying number, see instructions	
Type or print Name of exempt organization or other filer, see instructions INDEPENDENCE FOUNDATION	Employer identification number (EIN) or 23-1352110
Number, street, and room or suite no. If a P.O. box, see instructions 200 SOUTH BROAD STREET, NO. 1101	Social security number (SSN)
City, town or post office, state, and ZIP code. For a foreign address, see instructions. PHILADELPHIA, PA 19102	

Enter the Return code for the return that this application is for (file a separate application for each return)

04

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

THE FOUNDATION - 200 SOUTH BROAD STREET, NO. 1101 -

- The books are in the care of **PHILADELPHIA, PA 19102**

Telephone No. **(215) 985-4009**

FAX No. ☐

- If the organization does not have an office or place of business in the United States, check this box ☐

- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ☐ If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until **NOVEMBER 15, 2013**

5 For calendar year **2012**, or other tax year beginning ☐, and ending ☐

6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period

7 State in detail why you need the extension

ADDITIONAL TIME IS NEEDED TO GATHER INFORMATION NEEDED TO FILE A COMPLETE AND ACCURATE RETURN.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	8a	\$	15,535.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	\$	18,920.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ☐

Title **CPA**

Date ☐