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Form 990-PF

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2012

Open to Public Inspection

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

Name of foundation UNION BENEVOLENT ASSOCIATION		A Employer identification number 23-1360861	
Number and street (or P O box number if mail is not delivered to street address) 1528 WALNUT STREET NO 1002		B Telephone number (see instructions) (215) 763-7670	
City or town, state, and ZIP code PHILADELPHIA, PA 19102		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input checked="" type="checkbox"/> Address change		<input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 4,128,441		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) (Part I, column (d) must be on cash basis.)	
		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	1,036			
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities.	140,623	140,623		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	18,479			
	b Gross sales price for all assets on line 6a _____ 189,521				
	7 Capital gain net income (from Part IV , line 2)		18,479		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	<input type="checkbox"/> 2,060	2,060		
	12 Total. Add lines 1 through 11	162,198	161,162		
	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	<input type="checkbox"/> 4,188	2,094		2,094
	c Other professional fees (attach schedule)	<input type="checkbox"/> 22,948	15,948		7,000
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	<input type="checkbox"/> 6,163	3,383		0
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings	582	0		582
	22 Printing and publications				
	23 Other expenses (attach schedule)	<input type="checkbox"/> 15,244	18		15,201
	24 Total operating and administrative expenses. Add lines 13 through 23	49,125	21,443		24,877
	25 Contributions, gifts, grants paid	177,675			177,675
	26 Total expenses and disbursements. Add lines 24 and 25	226,800	21,443		202,552
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-64,602			
	b Net investment income (if negative, enter -0-)		139,719		
	c Adjusted net income (if negative, enter -0-)				

Part II



Balance Sheets

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

Assets	1	Cash—non-interest-bearing	9,621	18,285	18,285
	2	Savings and temporary cash investments	127,851	116,144	116,144
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	120,000	153,271	154,850
	b	Investments—corporate stock (attach schedule)	2,076,237	2,030,868	3,363,717
	c	Investments—corporate bonds (attach schedule).	478,716	429,453	475,445
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	2,812,425	2,748,021	4,128,441	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	2,902,250	2,902,250	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	-89,825	-154,229	
	30	Total net assets or fund balances (see page 17 of the instructions)	2,812,425	2,748,021	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	2,812,425	2,748,021	

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	2,812,425
2	Enter amount from Part I, line 27a	2	-64,602
3	Other increases not included in line 2 (itemize) ▶ 	3	4,706
4	Add lines 1, 2, and 3	4	2,752,529
5	Decreases not included in line 2 (itemize) ▶ 	5	4,508
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,748,021

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)
1 a SALES OF PUBLICLY TRADED SECURITIES				
b CAPITAL GAINS DIVIDENDS		P		
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 185,234		171,042	14,192
b 4,287			4,287
c			
d			
e			

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			14,192
b			4,287
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	18,479
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	193,293	3,977,746	0 048594
2010	165,138	3,644,048	0 045317
2009	144,408	3,289,121	0 043905
2008	229,812	4,108,236	0 055939
2007	216,025	4,566,494	0 047307

2 Total of line 1, column (d).	2	0 241062
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 048212
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	4,017,186
5 Multiply line 4 by line 3.	5	193,677
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	1,397
7 Add lines 5 and 6.	7	195,074
8 Enter qualifying distributions from Part XII, line 4.	8	202,552

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

1a		Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1			
		Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	1,397
c		All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2		Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0
3		Add lines 1 and 2.		3	1,397
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0
5		Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	1,397
6		Credits/Payments			
a		2012 estimated tax payments and 2011 overpayment credited to 2012	6a		
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	0
8		Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached		8	32
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	1,429
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	
11		Enter the amount of line 10 to be Credited to 2013 estimated tax	Refunded	11	

Part VII-AStatements Regarding Activities

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

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ▶ HTTP //WWW.UBA1831.ORG				
14	The books are in care of ▶ WILLIAM J BURKE JR Telephone no ▶ (215) 683-2095			
Located at ▶ C/O PHILADELPHIA ART COMMISSION ARCH STREET PA ZIP +4 ▶ 19146				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ <input type="checkbox"/>			
and enter the amount of tax-exempt interest received or accrued during the year ▶		15		
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country ▶				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here. ▶ <input type="checkbox"/>	1b		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.</i>).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a

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

(1)

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

YesNo

(2)

Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

YesNo

(3)

Provide a grant to an individual for travel, study, or other similar purposes?

YesNo

(4)

Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions).

YesNo

(5)

Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

YesNo

5b

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)?

YesNo

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

YesNo

6a

Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

YesNo

6b

Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

YesNo

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

7a

At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

YesNo

7b

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

YesNo

Part VIII

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

1

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				

2

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

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 (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		0

Part IX-A

Summary of Direct Charitable Activities

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

Part IX-B

Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3.	0

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	4,059,190
b	Average of monthly cash balances.	1b	19,171
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	4,078,361
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	4,078,361
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	61,175
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	4,017,186
6	Minimum investment return. Enter 5% of line 5.	6	200,859

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	200,859
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	1,397
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	1,397
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	199,462
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	199,462
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	199,462

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	202,552
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	202,552
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	1,397
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	201,155
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				199,462
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2012				
a From 2007.				
b From 2008.	2,293			
c From 2009.				
d From 2010.				
e From 2011.				
f Total of lines 3a through e.	2,293			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 202,552				
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.				199,462
e Remaining amount distributed out of corpus	3,090			
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	5,383			
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 instructions			0	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013.				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).	0			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions). . .	0			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a.	5,383			
10 Analysis of line 9				
a Excess from 2008. . . .	2,293			
b Excess from 2009. . . .				
c Excess from 2010. . . .				
d Excess from 2011. . . .				
e Excess from 2012. . . .	3,090			

Part XIV

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

1a

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

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

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

Part XV

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

1

Information Regarding Foundation Managers:

a

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

b

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

2

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

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

a

The name, address, and telephone number or e-mail of the person to whom applications should be addressed

UBA
1616 WALNUT STREET SUITE 800
PHILADELPHIA, PA 19103
(215) 763-7670

b

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

SEE STATEMENT

c

Any submission deadlines

SEE STATEMENT

d

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

SEE STATEMENT

Form 990-PF (2012)

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	177,675
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments.					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities.			14	140,623	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.			01	2,060	
8 Gain or (loss) from sales of assets other than inventory			18	18,479	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. . .					
11 Other revenue a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e). . .		0		161,162	0
13 Total. Add line 12, columns (b), (d), and (e).			13		161,162

[illegible]

1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?	Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of		
	(1) Cash.	1a(1)	No
	(2) Other assets.	1a(2)	No
b	Other transactions		
	(1) Sales of assets to a noncharitable exempt organization.	1b(1)	No
	(2) Purchases of assets from a noncharitable exempt organization.	1b(2)	No
	(3) Rental of facilities, equipment, or other assets.	1b(3)	No
	(4) Reimbursement arrangements.	1b(4)	No
	(5) Loans or loan guarantees.	1b(5)	No
	(6) Performance of services or membership or fundraising solicitations.	1b(6)	No
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c	No
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

[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

**Sign
Here**

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

* * * * *

2013-11-14

* * * * *

Signature of officer or trustee

Date

Title

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

**Paid
Preparer
Use
Only**

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input checked="checked" type="checkbox"/>	PTIN P00749373
	JENNIFER SOLOT CPA	JENNIFER SOLOT CPA	2013-11-12		
	Firm's name <input type="checkbox"/>	BBD LLP		Firm's EIN <input type="checkbox"/> 23-2896692	
		1835 MARKET STREET 26TH FLOOR			
	Firm's address <input type="checkbox"/>	PHILADELPHIA, PA 19103		Phone no (215) 567-7770	

Form 990PF Part VIII Line 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
PHYLLIS MARTINO	PRESIDENT 3 00	0	0	0
C/O THE ORGANIZATIONS ADDRESS PHILADELPHIA,PA 19103				
D L WORMLEY	VICE PRESIDENT 2 00	0	0	0
C/O THE ORGANIZATIONS ADDRESS PHILADELPHIA,PA 19103				
WILLIAM J BURKE JR	TREASURER 2 00	0	0	0
C/O THE ORGANIZATIONS ADDRESS PHILADELPHIA,PA 19103				
NIA NGINA MEEKS	SECRETARY 2 00	0	0	0
C/O THE ORGANIZATIONS ADDRESS PHILADELPHIA,PA 19103				
DAVID R FAIR	BOARD MEMBER (JUL-DEC 2012) 1 00	0	0	0
C/O THE ORGANIZATIONS ADDRESS PHILADELPHIA,PA 19103				
DANIE GREENWELL	BOARD MEMBER (JUL-DEC 2012) 1 00	0	0	0
C/O THE ORGANIZATIONS ADDRESS PHILADELPHIA,PA 19103				
WILL GONZALEZ	BOARD MEMBER 1 00	0	0	0
C/O THE ORGANIZATIONS ADDRESS PHILADELPHIA,PA 19103				
JON HERRMANN	BOARD MEMBER 1 00	0	0	0
C/O THE ORGANIZATIONS ADDRESS PHILADELPHIA,PA 19103				
LUZ HERNANDEZ	BOARD MEMBER 1 00	0	0	0
C/O THE ORGANIZATIONS ADDRESS PHILADELPHIA,PA 19103				
MICHAEL HINSON	BOARD MEMBER 1 00	0	0	0
C/O THE ORGANIZATIONS ADDRESS PHILADELPHIA,PA 19103				
SIGRID LUNDBY	BOARD MEMBER 1 00	0	0	0
C/O THE ORGANIZATIONS ADDRESS PHILADELPHIA,PA 19103				
SHAWN MCGILL	BOARD MEMBER (JUL-DEC 2012) 1 00	0	0	0
C/O THE ORGANIZATIONS ADDRESS PHILADELPHIA,PA 19103				
HESEUNG ANN SONG	BOARD MEMBER (JAN-JUN 2012) 1 00	0	0	0
C/O THE ORGANIZATIONS ADDRESS PHILADELPHIA,PA 19103				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ADULTS WITH DEVELOPMENTAL DISABILITIES 261 OLD YORK ROAD JENKINTOWN,PA 19046		PUBLIC CHARITY	GENERAL OPERATION	1,500
AFRICAN DIASPORA ARTS COLLECTIVE INC 7101 N BROAD STREET PHILADELPHIA,PA 19126		PUBLIC CHARITY	GENERAL OPERATION	1,000
AIDS LAW PROJECT OF PENNSYLVANIA 1211 CHESTNUT STREET PHILADELPHIA,PA 19107		PUBLIC CHARITY	GENERAL OPERATION	3,000
ALLENS LANE ART CENTER 601 W ALLENS LANE PHILADELPHIA,PA 19119		PUBLIC CHARITY	GENERAL OPERATION	2,500
AMPARO DE LA NINEZ INCCHILDREN'S SAFE HARBOR INC 107-109 E LURAY STREET PHILADELPHIA,PA 19120		PUBLIC CHARITY	GENERAL OPERATION	2,000
ART SANCTUARY 628 S 16TH STREET PHILADELPHIA,PA 19146		PUBLIC CHARITY	GENERAL OPERATION	2,500
ARTS IN SCHOOLS COLLABORATIVE 4701 PINE ST PHILADELPHIA,PA 19143		PUBLIC CHARITY	GENERAL OPERATION	750
ARTWELL 3723 CHESTNUT STREET PHILADELPHIA,PA 19104		PUBLIC CHARITY	GENERAL OPERATION	1,500
ASIAN AMERICANS UNITED 1023 CALLOWHILL STREET PHILADELPHIA,PA 19123		PUBLIC CHARITY	GENERAL OPERATION	2,000
ATTIC YOUTH CENTER 255 S 16TH STREET PHILADELPHIA,PA 19102		PUBLIC CHARITY	GENERAL OPERATION	2,500
B SOMEDAY PRODUCTIONS 2509 FRANKFORD AVENUE PHILADELPHIA,PA 19125		PUBLIC CHARITY	GENERAL OPERATION	1,500
BAPTIST CHILDREN'S SERVICES 57 E ARMAT STREET PHILADELPHIA,PA 19144		PUBLIC CHARITY	GENERAL OPERATION	1,000
BLIND RELIEF FUND 103 RUTLEDGE COURT NORTH WALES,PA 19454		PUBLIC CHARITY	GENERAL OPERATION	1,000
BRANDYWINE WORKSHOP 728 S BROAD STREET PHILADELPHIA,PA 19146		PUBLIC CHARITY	GENERAL OPERATION	1,000
BREAKTHROUGH 34 W COULTER STREET PHILADELPHIA,PA 19144		PUBLIC CHARITY	GENERAL OPERATION	3,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
CANAAN FAMILY LIFE CENTER INC 304 WEST SCHOOLHOUSE LANE PHILADELPHIA,PA 19144		PUBLIC CHARITY	GENERAL OPERATION	1,500
CEIBA 149 WSUSQUEHANNA AVE PHILADELPHIA,PA 19122		PUBLIC CHARITY	GENERAL OPERATION	1,000
CENTRO NUEVA CREACION 185 W TIOGA ST PHILADELPHIA,PA 19140		PUBLIC CHARITY	GENERAL OPERATION	2,500
CHILDSPACE COOPERATIVE DEVELOPMENT INC 5517 GREENE ST PHILADELPHIA,PA 19144		PUBLIC CHARITY	GENERAL OPERATION	2,000
COMMONWEALTH YOUTHCHOIRS 35 W CHELTEN AVE PHILADELPHIA,PA 19144		PUBLIC CHARITY	GENERAL OPERATION	3,000
COMMUNITY EDUCATION CENTER PO BOX 41929 PHILADELPHIA,PA 19101		PUBLIC CHARITY	PROGRAM FUNDING	750
CORNERSTONE CHRISTIAN ACADEMY PO BOX 5520 PHILADELPHIA,PA 19143		PUBLIC CHARITY	GENERAL OPERATION	1,000
COSACOSA ART AT LARGE INC 4427 MAIN STREET PHILADELPHIA,PA 19127		PUBLIC CHARITY	GENERAL OPERATION	1,000
CRANALEITH SPIRITUAL CENTER 13475 PROCTOR ROAD PHILADELPHIA,PA 19116		PUBLIC CHARITY	GENERAL OPERATION	800
DEPAUL USA 5725 SPRAGUE STREET PHILADELPHIA,PA 19138		PUBLIC CHARITY	GENERAL OPERATION	1,500
DIGNITY HOUSING 5227-R GERMANTOWN AVENUE PHILADELPHIA,PA 19144		PUBLIC CHARITY	GENERAL OPERATION	2,000
DREUDING CENTER 413 W MASTER STREET PHILADELPHIA,PA 19122		PUBLIC CHARITY	GENERAL OPERATION	950
EMPOWERMENT GROUP 2111 NORTH FRONT STREET PHILADELPHIA,PA 19122		PUBLIC CHARITY	GENERAL OPERATION	1,250
ENCHANTMENT THEATER COMPANY 100 SOUTH BROAD STREET PHILADELPHIA,PA 19110		PUBLIC CHARITY	GENERAL OPERATION	1,000
ESPERANZA IMMIGRATION LEGAL SERVICES 4261 NORTH 5TH STREET PHILADELPHIA,PA 19140		PUBLIC CHARITY	GENERAL OPERATION	3,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
FACE TO FACE 109 E PRICE ST PHILADELPHIA,PA 19144		PUBLIC CHARITY	GENERAL OPERATION	1,000
FIRST PERSON ARTS 1 S BROAD STREET 17TH FLOOR PHILADELPHIA,PA 19107		PUBLIC CHARITY	GENERAL OPERATION	1,500
FLEISHER ART MEMORIAL 719 CATHARINE STREET PHILADELPHIA,PA 19147		PUBLIC CHARITY	GENERAL OPERATION	1,200
FOUNDATION FOR THE ADVANCEMENT OF TECHNOLOGY IN EDUCATION THE 511 W GRAVERS LN PHILADELPHIA,PA 19118		PUBLIC CHARITY	GENERAL OPERATION	1,200
FRIENDS NEIGHBORHOOD GUILD 701 N 8TH STREET PHILADELPHIA,PA 19123		PUBLIC CHARITY	PROGRAM FUNDING	1,000
GERMANTOWN AVENUE CRISIS MINISTRY 35 W CHELTEN AVE PHILADELPHIA,PA 19144		PUBLIC CHARITY	GENERAL OPERATION	2,000
GIRLS ROCK PHILLY 1867 FRANKFORD AVE PHILADELPHIA,PA 19125		PUBLIC CHARITY	GENERAL OPERATION	1,200
GRANDS AS PARENTS INC 2227 N BROAD STREET PHILADELPHIA,PA 19132		PUBLIC CHARITY	PROGRAM FUNDING	1,250
GREATER BREWERYTOWN COM DEV CORP 3000A WEST MASTER STREET PHILADELPHIA,PA 19121		PUBLIC CHARITY	GENERAL OPERATION	1,000
GREATER PHILADELPHIA ASSOCIATION FOR RECOVERY EDUCATION THE 4101 FREELAND AVENUE PHILADELPHIA,PA 19128		PUBLIC CHARITY	GENERAL OPERATION	3,000
GREATER PHILADELPHIA COALITION AGAINST HUNGER 1725 FAIRMOUNT AVENUE PHILADELPHIA,PA 19130		PUBLIC CHARITY	GENERAL OPERATION	1,250
HAVEN YOUTH CENTER INC 6934 WOODLAND AVENUE PHILADELPHIA,PA 19142		PUBLIC CHARITY	GENERAL OPERATION AND PROGRAM FUNDING	3,000
IMPACT SERVICES CORPORATION 1952 E ALLEGHENY AVENUE PHILADELPHIA,PA 19139		PUBLIC CHARITY	GENERAL OPERATION	3,125
INTERGENERATIONAL CENTER AT TEMPLE UNIV 1700 N BROAD STREET SUITE 412 PHILADELPHIA,PA 19122		PUBLIC CHARITY	GENERAL OPERATION	1,500
JUBILEE SCHOOL 4211 CHESTER AVENUE PHILADELPHIA,PA 19104		PUBLIC CHARITY	GENERAL OPERATION	1,500

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
JUNTOS 2029 S 8TH STREET PHILADELPHIA,PA 19148		PUBLIC CHARITY	GENERAL OPERATION	2,000
KELLY ANNE DOLAN MEMORIAL FUND PO BOX 556 602 S BETHLEHEM PIKE AMBLER,PA 19002		PUBLIC CHARITY	GENERAL OPERATION	1,500
KENSINGTON NEIGHBORS UNITED CIVIC ASSOCIATION 2837 AMBER STREET PHILADELPHIA,PA 19134		PUBLIC CHARITY	PROGRAM FUNDING	500
LEGAL CLINIC FOR THE DISABLED 1513 RACE STREET PHILADELPHIA,PA 19102		PUBLIC CHARITY	GENERAL OPERATION	2,000
LIFT IN PHILADELPHIA 5548 CHESTNUT STREET 1ST FLOOR PHILADELPHIA,PA 19139		PUBLIC CHARITY	GENERAL OPERATION	1,500
LITTLE BROTHERS FRIENDS OF THE ELDERLY 642 NORTH BROAD STREET - LOBBY LEVEL PHILADELPHIA,PA 19130		PUBLIC CHARITY	GENERAL OPERATION	1,500
MCNAMEE SCHOLARS PROGRAM 6332 WOODBINE AVENUE PHILADELPHIA,PA 19151		PUBLIC CHARITY	GENERAL OPERATION	1,000
NASEN 309 S 51ST STREET PHILADELPHIA,PA 19143		PUBLIC CHARITY	PROGRAM FUNDING	1,750
NEW DIRECTIONS FOR WOMEN INC 4807 GERMANTOWN AVE PHILADELPHIA,PA 19144		PUBLIC CHARITY	GENERAL OPERATION	2,000
NEWYORK FOUNDATION OF THE ARTS 2538 ORTHODOX STREET 1 PHILADELPHIA,PA 19137		PUBLIC CHARITY	PROGRAM FUNDING	3,500
ONE HOUSE AT A TIME 411 SUQUEHANNA ROAD AMBLER,PA 19002		PUBLIC CHARITY	GENERAL OPERATION	1,125
PATIENT RIDE SERVICES 1528 WALNUT STREET SUITE 1004 PHILADELPHIA,PA 19102		PUBLIC CHARITY	GENERAL OPERATION	1,000
PHILABUNDANCE 3616 SOUTH GALLOWAY STREET PHILADELPHIA,PA 19148		PUBLIC CHARITY	GENERAL OPERATION	2,500
PHILADELPHIA CHILDREN'S ALLIANCE 42 S 15TH STREET SUITE 300 PHILADELPHIA,PA 19102		PUBLIC CHARITY	GENERAL OPERATION	2,500
PHILADELPHIA CHILDREN'S FOUNDATION 7600 STENTON AVENUE PHILADELPHIA,PA 19118		PUBLIC CHARITY	GENERAL OPERATION	1,000


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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
PHILADELPHIA CHINATOWN DEVELOPMENT CORPORATION 301 N 9TH STREET PHILADELPHIA,PA 19107		PUBLIC CHARITY	GENERAL OPERATION	1,000
PHILADELPHIA COMMUNITY ARTS NETWORK 5245 RIDGE AVE PHILADELPHIA,PA 19128		PUBLIC CHARITY	GENERAL OPERATION	2,000
PHILADELPHIA DANCE COMPANY 9 N PRESTON STREET PHILADELPHIA,PA 19104		PUBLIC CHARITY	GENERAL OPERATION	2,000
PHILADELPHIA FOLKLORE PROJECT 735 S 50TH STREET PHILADELPHIA,PA 19143		PUBLIC CHARITY	GENERAL OPERATION	1,000
PHILADELPHIA ORCHARD PROJECT 3718 LOCUST WALK PHILADELPHIA,PA 19104		PUBLIC CHARITY	GENERAL OPERATION	1,000
PHILADELPHIA ORGANIZED TO WITNESS EMPOWER & REBUILD 1429 N 11TH STREET PHILADELPHIA,PA 19122		PUBLIC CHARITY	GENERAL OPERATION	2,500
PHILADELPHIA PARKS ALLIANCE PO BOX 12677 PHILADELPHIA,PA 19129		PUBLIC CHARITY	GENERAL OPERATION	1,500
PHILADELPHIA PHOTO ARTS CENTER 1400 N AMERICAN STREET SUITE 103 PHILADELPHIA,PA 19122		PUBLIC CHARITY	GENERAL OPERATION	1,000
PHILADELPHIA WOODEN BOAT FACTORY 4520 WORTH STREET SUITE L-2 PHILADELPHIA,PA 19124		PUBLIC CHARITY	GENERAL OPERATION	2,500
PHILADELPHIA YOUNG PLAYWRIGHTS 1709 BENJAMIN FRANKLIN PKWY 2ND FLOOR PHILADELPHIA,PA 19103		PUBLIC CHARITY	GENERAL OPERATION	3,000
PHILADELPHIA YOUTH ORCHESTRA 240 S 20TH STREET PHILADELPHIA,PA 19103		PUBLIC CHARITY	GENERAL OPERATION	1,000
POTTER'S HOUSE MISSION 524-26 S 52ND STREET PHILADELPHIA,PA 19143		PUBLIC CHARITY	GENERAL OPERATION	2,000
PROGRAMS EMPLOYING PEOPLE 1200 S BROAD STREET PHILADELPHIA,PA 19146		PUBLIC CHARITY	GENERAL OPERATION	2,000
PROJECT FORWARD LEAP 1706 RACE STREET PHILADELPHIA,PA 19103		PUBLIC CHARITY	GENERAL OPERATION	2,000
RAICES CULTURALES LATINOAMERICANAS 4636 N 5TH STREET PHILADELPHIA,PA 19140		PUBLIC CHARITY	PROGRAM FUNDING	1,750

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
REBUILDING TOGETHER PHILADELPHIA PO BOX 42752 PHILADELPHIA,PA 19101		PUBLIC CHARITY	GENERAL OPERATION	1,750
RESOURCES FOR HUMAN DEVELOPMENT 4700 WISSAHICKON AVENUE SUITE 126 PHILADELPHIA,PA 19144		PUBLIC CHARITY	PROGRAM FUNDING	4,875
RESTAURANT OPPORTUNITIES CENTER OF PHILADELPHIA 1329 BUTTONWOOD STREET 3RD FLOOR PHILADELPHIA,PA 19123		PUBLIC CHARITY	GENERAL OPERATION	3,000
ROCK MINISTRIES OF PHILADELPHIA 2755 KENSINGTON AVENUE PHILADELPHIA,PA 19134		PUBLIC CHARITY	GENERAL OPERATION	1,500
ROCK TO THE FUTURE 219 MERCER STREET PHILADELPHIA,PA 19125		PUBLIC CHARITY	GENERAL OPERATION	1,500
SAINT GABRIEL SCHOOL 2917 DICKINSON STREET PHILADELPHIA,PA 19146		PUBLIC CHARITY	GENERAL OPERATION	2,000
SCRIBE VIDEO CENTER 4212 CHESTNUT STREET 3RD FLOOR PHILADELPHIA,PA 19014		PUBLIC CHARITY	GENERAL OPERATION	1,000
SHARE FOOD PROGRAM 2901 HUNTING PARK AVENUE PHILADELPHIA,PA 19129		PUBLIC CHARITY	PROGRAM FUNDING	3,000
SIMPLE WAY THE 1838 E ALLEGHENY AVENUE PHILADELPHIA,PA 19134		PUBLIC CHARITY	GENERAL OPERATION AND PROGRAM FUNDING	3,000
SISTERS OF SAINT JOSEPH WELCOME CENTER 728 E ALLEGHENY AVENUE PHILADELPHIA,PA 19134		PUBLIC CHARITY	GENERAL OPERATION	3,000
SMITH MEMORIAL PLAYGROUND AND PLAYHOUSE EAST FAIRMOUNT PARK PHILADELPHIA,PA 19121		PUBLIC CHARITY	GENERAL OPERATION	2,000
SOUTHEAST ASIAN MUTUAL ASSISTANCE ASSOCIATION COALITION 1711 S BROAD STREET PHILADELPHIA,PA 19148		PUBLIC CHARITY	GENERAL OPERATION	2,500
SQUASHSMARTS INC 3890 N 10TH STREET PHILADELPHIA,PA 19140		PUBLIC CHARITY	GENERAL OPERATION	2,000
ST CATHERINE LABOURE MEDICAL CLINIC 5838 GERMANTOWN AVENUE PHILADELPHIA,PA 19144		PUBLIC CHARITY	GENERAL OPERATION	2,000
STEPPINGSTONE SCHOLARS INC 4112 STATION STREET UNIT D PHILADELPHIA,PA 19127		PUBLIC CHARITY	GENERAL OPERATION	2,500

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
TENANT UNION REPRESENTATIVE NETWORK 21 S 12TH STREET SUITE 1100 PHILADELPHIA,PA 19107		PUBLIC CHARITY	GENERAL OPERATION	1,500
UNITED CHARITABLE PROGRAMS 1315 WALNUT STREET 3RD FLOOR PHILADELPHIA,PA 19107		PUBLIC CHARITY	PROGRAM FUNDING	1,000
UPTOWN ENTERTAINMENT AND DEVELOPMENT CORPORATION 2227 N BROAD STREET PHILADELPHIA,PA 19132		PUBLIC CHARITY	GENERAL OPERATION	500
URBAN AFFAIRS COALITION 1207 CHESTNUT STREET PHILADELPHIA,PA 19107		PUBLIC CHARITY	PROGRAM FUNDING	3,200
URBAN TREE CONNECTION 5125 WOODBINE AVENUE PHILADELPHIA,PA 19131		PUBLIC CHARITY	GENERAL OPERATION	2,000
VISITATION BVM SCHOOL 190 N TROOPER ROAD NORRISTOWN,PA 19403		PUBLIC CHARITY	GENERAL OPERATION	250
WEST PARK CULTURAL CENTER 5114 PARKSIDE AVENUE PHILADELPHIA,PA 19131		PUBLIC CHARITY	GENERAL OPERATION	2,000
WHOSOEVER GOSPEL MISSION PO BOX 48308 PHILADELPHIA,PA 19144		PUBLIC CHARITY	GENERAL OPERATION	2,250
WILLIAM WAY LGBT COMMUNITY CENTER 1315 SPRUCE STREET PHILADELPHIA,PA 19107		PUBLIC CHARITY	GENERAL OPERATION	1,500
WYCK ASSOCIATION 6026 GERMANTOWN AVENUE PHILADELPHIA,PA 19144		PUBLIC CHARITY	GENERAL OPERATION	1,500
Total  3a				177,675

TY 2012 Accounting Fees Schedule

Name: UNION BENEVOLENT ASSOCIATION

EIN: 23-1360861

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTANT FEE	4,188	2,094		2,094

TY 2012 General Explanation Attachment

Name: UNION BENEVOLENT ASSOCIATION

EIN: 23-1360861

Identifier	Return Reference	Explanation
		<p>FORM 990-PF, PAGE 10, PART XV, LINES 2B, 2C, AND 2DELIGIBILITY UNION BENEVOLENT ASSOCIATION MAKES GRANTS ONLY TO NONPROFIT ORGANIZATIONS RECOGNIZED UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE - THE UNION BENEVOLENT ASSOCIATION DOES NOT MAKE GRANTS TO INDIVIDUALS - THE UNION BENEVOLENT ASSOCIATION MAKES GRANTS ONLY TO ORGANIZATIONS THAT WORK WITH PEOPLE WITHIN THE CITY OF PHILADELPHIA - THE UNION BENEVOLENT ASSOCIATION DOES NOT MAKE GRANTS TO SUPPORT CAPITAL RENOVATIONS THE UNION BENEVOLENT ASSOCIATION WILL ONLY FUND AN ORGANIZATION FOR THREE YEARS OUT OF FIVE IN THE INTEREST OF ACCOMMODATING SMALL AND EMERGING ORGANIZATIONS DOING IMPACTFUL WORK, UBA DID APPROVE A POLICY THAT WOULD ALLOW APPLICANTS WITHOUT THEIR OWN 501(C)(3) TO APPLY FOR UBA FUNDS THE STIPULATION WAS THAT THEY MUST FIND A REGISTERED NON-PROFIT TO ACT AS THEIR FISCAL SPONSOR A LETTER FROM SAID SPONSOR IS A REQUIREMENT FOR THE APPLICATION FROM THESE GRANT SEEKERS FORM AND CONTENT OF APPLICATIONS APPLICATIONS MUST INCLUDE DESCRIPTION OF FUNCTION, AMOUNT REQUIRED, A COPY OF BOARD OF DIRECTORS LISTING FINANCIAL STATEMENTS AND A COPY OF ITS IRS EXEMPTION LETTER</p>

**TY 2012 Investments Corporate
Bonds Schedule****Name:** UNION BENEVOLENT ASSOCIATION**EIN:** 23-1360861

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CORPORATE BONDS	429,453	475,445

**TY 2012 Investments Corporate
Stock Schedule****Name:** UNION BENEVOLENT ASSOCIATION**EIN:** 23-1360861

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CORPORATE STOCK	2,030,868	3,363,717

**TY 2012 Investments Government
Obligations Schedule****Name:** UNION BENEVOLENT ASSOCIATION**EIN:** 23-1360861**US Government Securities - End of
Year Book Value:**

153,271

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

154,850

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

0

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

0

TY 2012 Other Decreases Schedule

Name: UNION BENEVOLENT ASSOCIATION

EIN: 23-1360861

Description	Amount
PRIOR YEAR ADJUSTMENT-RECLASS DIVIDEND AS RETURN OF CAPITAL	4,508

TY 2012 Other Expenses Schedule**Name:** UNION BENEVOLENT ASSOCIATION**EIN:** 23-1360861

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
POSTAGE AND DELIVERY	112	0		112
DUES	1,445	0		1,445
TELEPHONE	233	0		233
WEBSITE	155	0		155
ADMINISTRATIVE EXPENSES	13,150	0		13,150
OTHER DEDUCTION-MSS	18	18		0
BANK CHARGES AND OTHERS	131	0		106

TY 2012 Other Income Schedule

Name: UNION BENEVOLENT ASSOCIATION

EIN: 23-1360861

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
THE REINVESTMENT FUND-FINAL	2,060	2,060	2,060

TY 2012 Other Increases Schedule

Name: UNION BENEVOLENT ASSOCIATION

EIN: 23-1360861

Description	Amount
NONDIVIDEND DISTRIBUTION	1,714
RETURN OF INVESTMENTS-LIQUIDATION	2,992

TY 2012 Other Professional Fees Schedule

Name: UNION BENEVOLENT ASSOCIATION

EIN: 23-1360861

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEE	15,948	15,948		0
CONSULTANT	7,000	0		7,000

TY 2012 Taxes Schedule**Name:** UNION BENEVOLENT ASSOCIATION**EIN:** 23-1360861

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PAID FOREIGN TAX	3,383	3,383		0
EXCISE TAX	2,780	0		0