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

ENVELOPE POSTMARK DATE

For calendar year 2012 or tax year beginning , and ending

Name of foundation: BEATTY HELEN D GROOME U/W

A Employer identification number: 23-6224798

Number and street (or P O box number if mail is not delivered to street address): BNY Mellon, N A - P O Box 185 | Room/suite

B Telephone number (see instructions): (215) 553-2363

City or town, state, and ZIP code: Pittsburgh PA 15230-0185

C If exemption application is pending, check here ▶ ☐

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ 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)* ▶ $ 11,585,022

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

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) (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)				
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	198,669	204,340		
	5 a Gross rents				
	b Net rental income or (loss)				
	6 a Net gain or (loss) from sale of assets not on line 10	613,149			
	b Gross sales price for all assets on line 6a 3,513,331				
	7 Capital gain net income (from Part IV, line 2)		613,149		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 **Total.** Add lines 1 through 11	811,818	817,489	0	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	48,437	29,062		19,375
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	14,293	4,336		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	109	109		
	24 **Total operating and administrative expenses.** Add lines 13 through 23	62,839	33,507	0	19,375
	25 Contributions, gifts, grants paid	187,300			187,300
	26 **Total expenses and disbursements.** Add lines 24 and 25	250,139	33,507	0	206,675
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	561,679			
	b **Net investment income** (if negative, enter -0-)		783,982		
	c **Adjusted net income** (if negative, enter -0-)			0	

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For Paperwork Reduction Act Notice, see instructions.

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Part II Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets				
1	Cash—non-interest-bearing	6,310		
2	Savings and temporary cash investments	316,362	223,673	223,673
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 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			
10 a	Investments—U S and state government obligations (attach schedule)			
b	Investments—corporate stock (attach schedule)			
c	Investments—corporate bonds (attach schedule)			
11	Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)	9,698,570	10,484,565	11,361,349
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)	10,021,242	10,708,238	11,585,022
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 ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds	10,021,242	10,708,238	
28	Paid-in or capital surplus, or land, bldg , and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds			
30	**Total net assets or fund balances** (see instructions)	10,021,242	10,708,238	
31	**Total liabilities and net assets/fund balances** (see instructions)	10,021,242	10,708,238	

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	10,021,242
2	Enter amount from Part I, line 27a	2	561,679
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	125,489
4	Add lines 1, 2, and 3	4	10,708,410
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	172
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	10,708,238

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(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				0
b				0
c				0
d				0
e				0

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				0
b				0
c				0
d				0
e				0

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	613,149
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	0

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	650,341	11,448,298	0 056807
2010	605,308	10,955,399	0 055252
2009	637,507	10,079,597	0 063247
2008	966,705	11,825,159	0 081750
2007	526,728	13,539,551	0 038903

2 **Total** of line 1, column (d)	2	0 295959
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 059192
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	11,133,548
5 Multiply line 4 by line 3	5	659,017
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	7,840
7 Add lines 5 and 6	7	666,857
8 Enter qualifying distributions from Part XII, line 4	8	206,675

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)

1 a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter ________ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b		1	7,840
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	7,840
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-		5	7,840
6	Credits/Payments			
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a 6,016		
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	6,016
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	1,824
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	0
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶	Refunded ▶	11	0

Part VII-A Statements Regarding Activities

			Yes	No
1 a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	*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		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ ________ (2) On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		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*	3		X
4 a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		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?	6	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*	7	X	
8 a	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	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*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

				Yes	No
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?		13	X	
	Website address ▶ N/A				
14	The books are in care of ▶ BNY MELLON, N A Telephone no ▶ (215) 553-2363				
	Located at ▶ P O BOX 185, PITTSBURGH, PA ZIP+4 ▶ 15230-0185				
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?		16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶				

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

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

				Yes	No
1a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐				
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?		1c		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?	☐ Yes ☒ No			
	If "Yes," list the years ▶ 20______ , 20______ , 20______ , 20______				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)		2b	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 ▶ 20______ , 20______ , 20______ , 20______				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2012 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)*		3b	N/A	
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)? (see instructions) ☐ Yes ☒ No

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

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

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

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? 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? **6b** No: X

If "Yes" to 6b, file Form 8870

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b** N/A

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
BNY Mellon, N A P O Box 185 Pittsburgh, PA 15230-0185	TRUSTEE FEES	98,692	NONE	NONE
BNY Mellon, N A P O Box 185 Pittsburgh, PA 15230-0185	FEE REIMBURSEN	-50,255	NONE	NONE

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 ▶ NONE

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 ▶		NONE

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 NONE	
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 NONE	
2	
All other program-related investments See instructions 3 NONE	
Total. Add lines 1 through 3 ▶	NONE

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	11,061,717
b	Average of monthly cash balances	1b	241,377
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	11,303,094
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	11,303,094
4	Cash deemed held for charitable activities Enter 1 ½ % of line 3 (for greater amount, see instructions)	4	169,546
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	11,133,548
6	**Minimum investment return.** Enter 5% of line 5	6	556,677

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	556,677
2a	Tax on investment income for 2012 from Part VI, line 5	2a	7,840		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	7,840
3	Distributable amount before adjustments Subtract line 2c from line 1			3	548,837
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	548,837
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	548,837

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	206,675
b	Program-related investments—total from Part IX-B	1b	NONE
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	206,675
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	7,840
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	198,835

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				548,837
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____				
3	Excess distributions carryover, if any, to 2012				
a	From 2007				
b	From 2008 73,807				
c	From 2009 136,751				
d	From 2010 60,428				
e	From 2011 89,956				
f	**Total** of lines 3a through e	360,942			
4	Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 206,675				
a	Applied to 2011, but not more than line 2a				
b	Applied to undistributed income of prior years (Election required—see instructions)				
c	Treated as distributions out of corpus (Election required—see instructions)				
d	Applied to 2012 distributable amount				206,675
e	Remaining amount distributed out of corpus				
5	Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a))*	342,162			342,162
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	18,780			
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				
d	Subtract line 6c from line 6b Taxable amount—see instructions				
e	Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f	Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				0
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8	Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
9	**Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	18,780			
10	Analysis of line 9				
a	Excess from 2008				
b	Excess from 2009				
c	Excess from 2010				
d	Excess from 2011 18,780				
e	Excess from 2012				

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					0
b 85% of line 2a					0
c Qualifying distributions from Part XII, line 4 for each year listed					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					0
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter (1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
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)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

Part XV Supplementary Information (Complete this part only if the foundation 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))

NONE

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

NONE

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

NOT APPLICABLE

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

NOT APPLICABLE

c Any submission deadlines

NOT APPLICABLE

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

NOT APPLICABLE

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
See Attached Statement				
Total			▶ **3a**	187,300
b *Approved for future payment*				
NONE				
Total			▶ **3b**	NONE

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions)
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	198,669	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	613,149	
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		811,818	0
13 Total. Add line 12, columns (b), (d), and (e)				13	811,818

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
	NOT APPLICABLE

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

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		NOT APPLICABLE	

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) is based on all information of which preparer has any knowledge

Signature of officer or trustee | Date: 5/2/2013 | Title: VICE PRESIDENT

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check if self-employed	PTIN
Shawn P Hanlon	, CPA	5/2/2013	☒	P00965923
Firm's name ▶ PRICEWATERHOUSECOOPERS LLP			Firm's EIN ▶ 13-4008324	
Firm's address ▶ 600 GRANT STREET, PITTSBURGH, PA 15219			Phone no (412) 355-6000	

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name				
BAKER INDUSTRIES INC				
Street				
184 PENNSYLVANIA AVENUE				
City		**State**	**Zip Code**	**Foreign Country**
MALVERN		PA	19355	
Relationship	**Foundation Status**			
NONE	PUBLIC			
Purpose of grant/contribution				**Amount**
GENERAL OPERATING PURPOSES				15,000

Name				
BRANDYWINE HEALTH FOUNDATION				
Street				
50 SOUTH FIRST AVENUE				
City		**State**	**Zip Code**	**Foreign Country**
COATESVILLE		PA	19320	
Relationship	**Foundation Status**			
NONE	PUBLIC			
Purpose of grant/contribution				**Amount**
GENERAL OPERATING PURPOSES				10,000

Name				
CAMPHILL VILLAGE KIMBERTON HILLS, INC				
Street				
1601 PUGHTOWN ROAD				
City		**State**	**Zip Code**	**Foreign Country**
PHOENIXVILLE		PA	19335	
Relationship	**Foundation Status**			
NONE	PUBLIC			
Purpose of grant/contribution				**Amount**
GENERAL OPERATING PURPOSES				10,000

Name				
CARSON VALLEY CHILDRENS AID				
Street				
1419 BETHLEHEM PIKE				
City		**State**	**Zip Code**	**Foreign Country**
FLOURTOWN		PA	19031	
Relationship	**Foundation Status**			
NONE	PUBLIC			
Purpose of grant/contribution				**Amount**
GENERAL OPERATING PURPOSES				10,000

Name				
CENTER FOR LITERACY, INC				
Street				
399 MARKET STREET, SUITE 201				
City		**State**	**Zip Code**	**Foreign Country**
PHILADELPHIA		PA	19106	
Relationship	**Foundation Status**			
NONE	PUBLIC			
Purpose of grant/contribution				**Amount**
GENERAL OPERATING PURPOSES				24,000

Name				
CHILDRENS SCHOLARSHIP FUND				
Street				
1616 WALNUT STREET, SUITE 1502				
City		**State**	**Zip Code**	**Foreign Country**
PHILADELPHIA		PA	19103	
Relationship	**Foundation Status**			
NONE	PUBLIC			
Purpose of grant/contribution				**Amount**
GENERAL OPERATING PURPOSES				13,300

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name					
HACC FOUNDATION					
Street					
ONE HACC DRIVE					
City		**State**	**Zip Code**	**Foreign Country**	
HARRISBURG		PA	17110-2999		
Relationship	**Foundation Status**				
NONE	PUBLIC				
Purpose of grant/contribution					**Amount**
GENERAL OPERATING PURPOSES					10,000

Name					
OUTWARD BOUND PHILADELPHIA CENTER					
Street					
3250 WEST SEDGELEY DRIVE EAST FAIRMOUNT PARK					
City		**State**	**Zip Code**	**Foreign Country**	
PHILADELPHIA		PA	19130		
Relationship	**Foundation Status**				
NONE	PUBLIC				
Purpose of grant/contribution					**Amount**
GENERAL OPERATING PURPOSES					15,000

Name					
PHILADELPHIA ACADEMIES, INC					
Street					
230 SOUTH BORAD STREET, SUITE 1300					
City		**State**	**Zip Code**	**Foreign Country**	
PHILADELPHIA		PA	19102		
Relationship	**Foundation Status**				
NONE	PUBLIC				
Purpose of grant/contribution					**Amount**
GENERAL OPERATING PURPOSES					10,000

Name					
RETIRED SENIOR VOLUNTEER PROGRAM OF MONTGOMERY COUNTY					
Street					
925 HARVEST DRIVE, SUITE 100					
City		**State**	**Zip Code**	**Foreign Country**	
BLUE BELL		PA	19422		
Relationship	**Foundation Status**				
NONE	PUBLIC				
Purpose of grant/contribution					**Amount**
GENERAL OPERATING PURPOSES					15,000

Name					
WOODLAND COMMUNITY DEVELOPMENT CORPORATION					
Street					
1500 FEDERAL STREET					
City		**State**	**Zip Code**	**Foreign Country**	
CAMDEN		NJ	08105		
Relationship	**Foundation Status**				
NONE	PUBLIC				
Purpose of grant/contribution					**Amount**
GENERAL OPERATING PURPOSES					15,000

Name					
YMCA OF PHILADELPHIA & VICINITY					
Street					
2000 MARKET STREET, SUITE 750					
City		**State**	**Zip Code**	**Foreign Country**	
PHILADELPHIA		PA	19103		
Relationship	**Foundation Status**				
NONE	PUBLIC				
Purpose of grant/contribution					**Amount**
GENERAL OPERATING PURPOSES					25,000

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name				
YORK COLLEGE OF PENNSYLVANIA				
Street				
331 COUNTRY CLUB ROAD GH 125A				
City	**State**	**Zip Code**	**Foreign Country**	
YORK	PA	17403-3651		
Relationship	**Foundation Status**			
NONE	PUBLIC			
Purpose of grant/contribution				**Amount**
GENERAL OPERATING PURPOSES				15,000

Name				
Street				
City	**State**	**Zip Code**	**Foreign Country**	
Relationship	**Foundation Status**			
Purpose of grant/contribution				**Amount**

Name				
Street				
City	**State**	**Zip Code**	**Foreign Country**	
Relationship	**Foundation Status**			
Purpose of grant/contribution				**Amount**

Name				
Street				
City	**State**	**Zip Code**	**Foreign Country**	
Relationship	**Foundation Status**			
Purpose of grant/contribution				**Amount**

Name				
Street				
City	**State**	**Zip Code**	**Foreign Country**	
Relationship	**Foundation Status**			
Purpose of grant/contribution				**Amount**

Name				
Street				
City	**State**	**Zip Code**	**Foreign Country**	
Relationship	**Foundation Status**			
Purpose of grant/contribution				**Amount**

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount
Long Term CG Distributions	124,575
Short Term CG Distributions	0

Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Capital Gains/Losses	3,513,331	2,900,182	613,149
Other sales	0	0	0

	Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
1	X	BNY MELLON INTERNATIONA	05569M871			9/14/2011		8/17/2012	24,085	23,394				0	691
2	X	DREYFUS SELECT MGER S/C	86271F677			9/14/2011		12/17/2012	40,000	35,331				0	4,669
3	X	DREYFUS US EQUITY FUND-I	86271F727			9/14/2011		12/17/2012	18,000	15,254				0	2,746
4	X	MELLON OPTIMA L/S STRATE	999Z86567			9/29/2010		12/31/2012	94,074	104,776				0	-10,702
5	X	MELLON OPTIMA L/S STRATE	999Z86567			2/27/2006		12/31/2012	225,926	241,654				0	-15,728
6	X	ADVANTAGE GLOBAL ALPHA-	007565302			7/7/2011		8/17/2012	55,000	53,410				0	1,590
7	X	BNY MELLON LARGE CAP STI	05569M103			4/25/2003		8/17/2012	97,807	78,690				0	19,117
8	X	BNY MELLON LARGE CAP STI	05569M103			12/17/2008		8/17/2012	69,502	44,133				0	25,369
9	X	BNY MELLON LARGE CAP STI	05569M103			12/14/2009		8/17/2012	13,204	10,580				0	2,624
10	X	BNY MELLON LARGE CAP STI	05569M103			1/11/2012		8/17/2012	7,683	6,845				0	838
11	X	BNY MELLON LARGE CAP STI	05569M103			2/19/2009		8/17/2012	11,804	6,590				0	5,214
12	X	BNY MELLON LARGE CAP STI	05569M103			2/19/2009		12/17/2012	1,012,718	585,655				0	427,063
13	X	BNY MELLON LARGE CAP STI	05569M103			12/13/2012		12/17/2012	46,788	46,422				0	366
14	X	BNY MELLON INCOME STOCK	05569M301			9/14/2011		12/17/2012	6,500	5,438				0	1,062
15	X	BNY MELLON FOC EQ OPP-M	05569M475			12/13/2011		12/17/2012	1,245	1,044				0	201
16	X	BNY MELLON FOC EQ OPP-M	05569M475			1/11/2012		12/17/2012	3,147	2,819				0	328
17	X	BNY MELLON FOC EQ OPP-M	05569M475			2/18/2010		12/17/2012	15,608	12,750				0	2,858
18	X	BNY MEL US CORE EQ 130/30	05569M582			1/11/2012		12/17/2012	3,197	2,819				0	378
19	X	BNY MEL US CORE EQ 130/30	05569M582			2/18/2010		12/17/2012	28,303	22,878				0	5,425
20	X	BNY MELLON S/T US GOV SE	05569M780			2/18/2010		8/17/2012	95,000	96,323				0	-1,323
21	X	BNY MELLON SMALL CAP STK	05569M806			1/11/2012		8/15/2012	1,282	1,208				0	74
22	X	BNY MELLON BOND FUND-M	05569M830			12/15/2011		8/17/2012	3,803	3,722				0	81
23	X	BNY MELLON BOND FUND-M	05569M830			1/11/2012		8/17/2012	9,392	9,261				0	131
24	X	BNY MELLON BOND FUND-M	05569M830			8/31/2009		8/17/2012	401,805	381,685				0	20,120
25	X	BNY MELLON EMERGING MKT	05569M855			7/7/2011		12/17/2012	53,000	62,993				0	-9,993
26	X	BNY MELLON INTERNATIONA	05569M871			4/25/2003		8/17/2012	100,915	102,308				0	-1,393
27	X	BNY MELLON INTERNATIONA	05569M871			9/14/2011		12/17/2012	1,794	1,606				0	188
28	X	BNY MELLON INTERNATIONA	05569M871			1/11/2012		12/17/2012	1,852	1,611				0	241
29	X	BNY MELLON INTERNATIONA	05569M871			12/16/2008		12/17/2012	20,355	16,889				0	3,466
30	X	DREYFUS INFLTN ADJ SEC-IN	261967830			12/20/2011		8/17/2012	2,674	2,641				0	33
31	X	DREYFUS INFLTN ADJ SEC-IN	261967830			9/14/2011		8/17/2012	7,327	7,171				0	156
32	X	DREYFUS GLOBAL REAL ES S	261986582			9/14/2011		8/17/2012	10,000	8,472				0	1,528
33	X	DREYFUS GLOBAL REAL ES S	261986582			9/14/2011		12/17/2012	5,000	4,060				0	940
34	X	DREYFUS DIVERSIFIED INTL-	261986632			1/11/2012		8/15/2012	2,159	2,013				0	146
35	X	DREYFUS OPPORTUNISTIC S	26200C403			8/17/2012		12/17/2012	20,000	19,580				0	420
36	X	DREYFUS EMERGING MARKE	26201H500			5/6/2010		8/17/2012	74,322	86,000				0	-11,678
37	X	DREYFUS EMERGING MARKE	26201H500			7/7/2011		8/17/2012	14,343	20,000				0	-5,657
38	X	DREYFUS EMERGING MARKE	26201H500			12/28/2011		8/17/2012	10,554	9,873				0	681
39	X	DREYFUS/NEWTON INTERN E	26203E604			9/14/2011		8/17/2012	200,000	193,020				0	6,980
40	X	BNY MELLON SM/MID CAP-M	05569M442			2/18/2010		8/17/2012	160,956	134,968				0	25,988
41	X	BNY MELLON SM/MID CAP-M	05569M442			1/11/2012		8/17/2012	1,673	1,611				0	62
42	X	DREYFUS/NEWTON INTERN E	26203E604			9/14/2011		12/17/2012	40,000	36,566				0	3,434
43	X	ISHARES S&P GSCI COMMOD	46428R107			8/17/2012		12/17/2012	42,642	45,013				0	-2,371
44	X	HIGHBRIDGE DYNAMIC COMM	48121A670			5/2/2011		8/17/2012	14,000	18,976				0	-4,976
45	X	DREYFUS MIDCAP INDEX FUN	712223106			9/7/2010		8/17/2012	18,587	15,173				0	3,414
46	X	DREYFUS MIDCAP INDEX FUN	712223106			12/28/2011		8/17/2012	818	725				0	93
47	X	DREYFUS MIDCAP INDEX FUN	712223106			3/27/2012		8/17/2012	9	9				0	0
48	X	RYDEX MANAGED FUTURES S	78356A160			7/7/2011		8/17/2012	174,903	199,506				0	-24,603
49	X	DREYFUS SELECT MGER S/C	86271F578			8/17/2012		12/17/2012	25,000	25,094				0	-94
50	X	DREYFUS SELECT MGER S/C	86271F677			12/31/2010		8/17/2012	1,135	1,164				0	-29
51	X	DREYFUS SELECT MGER S/C	86271F677			3/28/2012		8/17/2012	19	19				0	0
52	X	DREYFUS SELECT MGER S/C	86271F677			9/14/2011		8/17/2012	98,846	90,440				0	8,406

Part I, Line 18 (990-PF) - Taxes

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
		14,293	4,336	0	0
1	FOREIGN TAXES WITHHELD	4,336	4,336		
2	PIOR YEAR EXCISE TAX DUE	3,941			
3	FEDERAL ESTIMATED PAYMENT	6,016			

Part I, Line 23 (990-PF) - Other Expenses

		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
		109	109	0	0
	Description				
1	OTHER PARTNERSHIP EXPESNES	109	109		

Part II, Line 13 (990-PF) - Investments - Other

			9,698,570	10,484,565	11,361,349
	Asset Description	Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
1	OTHER INVESTMENTS			10,484,565	11,361,349

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	OPTIMA COST BASIS ADJUSTMENT	1	58,700
2	OPTIMA COST ADJUSTMENT	2	40,265
3	ISHARES INCOME ADJUSTMENT	3	95
4	LOSS ON CY SALES NOT SETTLED AT YEAR END	4	26,429
5	Total	5	125,489

Line 5 - Decreases not included in Part III, Line 2

1	ISHARES COST BASIS ADJUSTMENT	1	95
2	COST BASIS ADJUSTMENT	2	77
3	Total	3	172

5/2/2013 8 52 18 AM - 1352 - MBP - BEATTY HELEN D GROOME U-W

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Amount
Long Term CG Distributions	124,575
Short Term CG Distributions	0

	Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
						3,388,756	0	0	2,900,182	488,574	0	0	0	488,574
1	BNY MELLON INTERNATIONAL-M	05569M871		9/14/2011	8/17/2012	24,085		0	23,394	691	0	0	0	691
2	DREYFUS SELECT MGER S/C VL I	86271F677		9/14/2011	12/17/2012	40 000		0	35 331	4,669	0	0	0	4 669
3	DREYFUS US EQUITY FUND-I	86271F727		9/14/2011	12/17/2012	18 000		0	15,254	2 746	0	0	0	2 746
4	MELLON OPTIMA L/S STRATEGY FD LL	999Z86567		9/29/2010	12/31/2012	94 074		0	104,776	-10,702	0	0	0	-10 702
5	MELLON OPTIMA L/S STRATEGY FD LL	999Z86567		2/27/2006	12/31/2012	225 926		0	241 654	-15 728	0	0	0	-15 728
6	ADVANTAGE GLOBAL ALPHA I	007565302		7/7/2011	8/17/2012	55,000		0	53 410	1 590	0	0	0	1 590
7	BNY MELLON LARGE CAP STK-M	05569M103		4/25/2003	8/17/2012	97,807		0	78,690	19,117	0	0	0	19,117
8	BNY MELLON LARGE CAP STK-M	05569M103		12/17/2008	8/17/2012	69,502		0	44,133	25 369	0	0	0	25,369
9	BNY MELLON LARGE CAP STK-M	05569M103		12/14/2009	8/17/2012	13,204		0	10 580	2 624	0	0	0	2 624
10	BNY MELLON LARGE CAP STK-M	05569M103		1/11/2012	8/17/2012	7,683		0	6 845	838	0	0	0	838
11	BNY MELLON LARGE CAP STK-M	05569M103		2/19/2009	8/17/2012	11,804		0	6,590	5 214	0	0	0	5 214
12	BNY MELLON LARGE CAP STK-M	05569M103		2/19/2009	12/17/2012	1 012,718		0	585 655	427 063	0	0	0	427,063
13	BNY MELLON LARGE CAP STK-M	05569M103		12/13/2012	12/17/2012	46 788		0	46 422	366	0	0	0	366
14	BNY MELLON INCOME STOCK-M	05569M301		9/14/2011	12/17/2012	6,500		0	5,438	1,062	0	0	0	1 062
15	BNY MELLON FOC EQ OPP M	05569M475		12/13/2011	12/17/2012	1 245		0	1,044	201	0	0	0	201
16	BNY MELLON FOC EQ OPP-M	05569M475		1/11/2012	12/17/2012	3 147		0	2,819	328	0	0	0	328
17	BNY MELLON FOC EQ OPP-M	05569M475		2/18/2010	12/17/2012	15,608		0	12,750	2 858	0	0	0	2,858
18	BNY MEL US CORE EQ 130/30-M	05569M582		1/11/2012	12/17/2012	3,197		0	2 819	378	0	0	0	378
19	BNY MEL US CORE EQ 130/30-M	05569M582		2/18/2010	12/17/2012	28,303		0	22 878	5 425	0	0	0	5,425
20	BNY MELLON S/T US GOV SECS-M	05569M780		2/18/2010	8/17/2012	95,000		0	96 323	-1,323	0	0	0	-1 323
21	BNY MELLON SMALL CAP STK-M	05569M806		1/11/2012	8/15/2012	1,282		0	1,208	74	0	0	0	74
22	BNY MELLON BOND FUND-M	05569M830		12/15/2011	8/17/2012	3,803		0	3,722	81	0	0	0	81
23	BNY MELLON BOND FUND-M	05569M830		1/11/2012	8/17/2012	9 392		0	9,261	131	0	0	0	131
24	BNY MELLON BOND FUND-M	05569M830		8/31/2009	8/17/2012	401 805		0	381,685	20 120	0	0	0	20 120
25	BNY MELLON EMERGING MKTS M	05569M855		7/7/2011	12/17/2012	53 000		0	62 993	-9 993	0	0	0	-9 993
26	BNY MELLON INTERNATIONAL-M	05569M871		4/25/2003	8/17/2012	100 915		0	102 308	-1 393	0	0	0	-1 393
27	BNY MELLON INTERNATIONAL-M	05569M871		9/14/2011	12/17/2012	1,794		0	1 606	188	0	0	0	188
28	BNY MELLON INTERNATIONAL-M	05569M871		1/11/2012	12/17/2012	1,852		0	1 611	241	0	0	0	241
29	BNY MELLON INTERNATIONAL-M	05569M871		12/16/2008	12/17/2012	20 355		0	16,889	3,466	0	0	0	3,466
30	DREYFUS INFLTN ADJ SEC-INST	261967830		12/20/2011	8/17/2012	2,674		0	2 641	33	0	0	0	33
31	DREYFUS INFLTN ADJ SEC-INST	261967830		9/14/2011	8/17/2012	7,327		0	7,171	156	0	0	0	156
32	DREYFUS GLOBAL REAL ES SEC-I	261986582		9/14/2011	8/17/2012	10,000		0	8 472	1 528	0	0	0	1,528
33	DREYFUS GLOBAL REAL ES SEC-I	261986582		9/14/2011	12/17/2012	5,000		0	4,060	940	0	0	0	940
34	DREYFUS DIVERSIFIED INTL-I	261986632		1/11/2012	8/15/2012	2,159		0	2,013	146	0	0	0	146
35	DREYFUS OPPORTUNISTIC S/C	26200C403		8/17/2012	12/17/2012	20 000		0	19,580	420	0	0	0	420
36	DREYFUS EMERGING MARKETS - I	26201H500		5/6/2010	8/17/2012	74,322		0	86,000	-11 678	0	0	0	-11 678
37	DREYFUS EMERGING MARKETS - I	26201H500		7/7/2011	8/17/2012	14 343		0	20,000	-5 657	0	0	0	-5 657
38	DREYFUS EMERGING MARKETS - I	26201H500		12/28/2011	8/17/2012	10 554		0	9 873	681	0	0	0	681
39	DREYFUS/NEWTON INTERN EQTY-I	26203E604		9/14/2011	8/17/2012	200,000		0	193 020	6 980	0	0	0	6 980
40	BNY MELLON SM/MID CAP-M	05569M442		2/18/2010	8/17/2012	160 956		0	134 968	25 988	0	0	0	25,988
41	BNY MELLON SM/MID CAP-M	05569M442		1/11/2012	8/17/2012	1,673		0	1 611	62	0	0	0	62
42	DREYFUS/NEWTON INTERN EQTY-I	26203E604		9/14/2011	12/17/2012	40,000		0	36 566	3 434	0	0	0	3,434
43	ISHARES S&P GSCI COMMODITY-IND	46428R107		8/17/2012	12/17/2012	42,642		0	45 013	-2 371	0	0	0	-2,371
44	HIGHBRIDGE DYNAMIC COMM STRAT F	48121A670		5/2/2011	8/17/2012	14,000		0	18,976	-4 976	0	0	0	-4,976
45	DREYFUS MIDCAP INDEX FUND	712223106		9/7/2010	8/17/2012	18,587		0	15,173	3 414	0	0	0	3 414
46	DREYFUS MIDCAP INDEX FUND	712223106		12/28/2011	8/17/2012	818		0	725	93	0	0	0	93
47	DREYFUS MIDCAP INDEX FUND	712223106		3/27/2012	8/17/2012	9		0	9	0	0	0	0	0
48	RYDEX MANAGED FUTURES STRATEG	78356A160		7/7/2011	8/17/2012	174 903		0	199 506	-24 603	0	0	0	-24 603
49	DREYFUS SELECT MGER S/C GR-I	86271F578		8/17/2012	12/17/2012	25 000		0	25,094	-94	0	0	0	-94
50	DREYFUS SELECT MGER S/C VL-I	86271F677		12/31/2010	8/17/2012	1,135		0	1,164	-29	0	0	0	-29
51	DREYFUS SELECT MGER S/C VL-I	86271F677		3/28/2012	8/17/2012	19		0	19	0	0	0	0	0
52	DREYFUS SELECT MGER S/C VL-I	86271F677		9/14/2011	8/17/2012	98 846		0	90 440	8 406	0	0	0	8,406

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
										48,437	0	0
1	BNY Mellon, N A		P O Box 185	Pittsburgh	PA	15230-0185		TRUSTEE FEES		98,692	NONE	NONE
2	BNY Mellon, N A		P O Box 185	Pittsburgh	PA	15230-0185		FEE REIMBURSEMENT		-50,255	NONE	NONE

Part VI, Line 6a (990-PF) - Estimated Tax Payments

		Date		Amount
1	Credit from prior year return		1	0
2	First quarter estimated tax payment		2	
3	Second quarter estimated tax payment		3	
4	Third quarter estimated tax payment		4	
5	Fourth quarter estimated tax payment		5	
6	Other payments		6	6,016
7	Total		7	6,016

BEATTY HELEN D GROOME U/W	FOREIGN COMMON STOCK	G0408V102	AON PLC	340 00	18,907 40	19,389 52
BEATTY HELEN D GROOME U/W	FOREIGN COMMON STOCK	G1151C101	ACCENTURE PLC-CL A	200 00	13,300 00	14,160 15
BEATTY HELEN D GROOME U/W	FOREIGN COMMON STOCK	G2554F113	COVIDIEN PLC	260 00	15,012 40	15,016 34
BEATTY HELEN D GROOME U/W	FOREIGN COMMON STOCK	G29183103	EATON CORP PLC	360 00	19,504 80	19,184 83
BEATTY HELEN D GROOME U/W	FOREIGN COMMON STOCK	G47791101	INGERSOLL-RAND PLC	340 00	16,306 40	16,166 38
BEATTY HELEN D GROOME U/W	FOREIGN COMMON STOCK	G491BT108	INVESCO LTD	770 00	20,089 30	19,926 06
BEATTY HELEN D GROOME U/W	FOREIGN COMMON STOCK	N6596X109	NXP SEMICONDUCTORS N V	440 00	11,580 84	11,229 16
BEATTY HELEN D GROOME U/W	COMMON STOCK	00206R102	AT&T INC	210 00	7,079 10	7,162 68
BEATTY HELEN D GROOME U/W	EQUITY/BALANCED MUTUAL FUNDS	007565302	ADVANTAGE GLOBAL ALPHA-I	13,371 23	171,151 83	166,207 61
BEATTY HELEN D GROOME U/W	COMMON STOCK	009158106	AIR PRODS & CHEMS INC	120 00	10,082 40	10,024 19
BEATTY HELEN D GROOME U/W	COMMON STOCK	023135106	AMAZON COM INC	72 00	18,062 64	18,579 05
BEATTY HELEN D GROOME U/W	COMMON STOCK	037833100	APPLE INC	115 00	61,199 90	60,354 92
BEATTY HELEN D GROOME U/W	COMMON STOCK	054937107	B B & T CORPORATION	400 00	11,644 00	11,675 20
BEATTY HELEN D GROOME U/W	MELLON EQUITY/BALANCE MUT FND	05569M301	BNY MELLON INCOME STOCK-M	26,200 73	189,693 35	159,562 50
BEATTY HELEN D GROOME U/W	MELLON FIXED INCOME MUT FUNDS	05569M368	BNY MELLON CORP BOND-M	45,043 66	586,918 90	575,000 00
BEATTY HELEN D GROOME U/W	MELLON EQUITY/BALANCE MUT FND	05569M475	BNY MELLON FOC EQ OPP-M	39,931 59	524,701 17	427,667 40
BEATTY HELEN D GROOME U/W	MELLON EQUITY/BALANCE MUT FND	05569M509	BNY MELLON M/C MULTI-STRATEGY FUND	55,438 96	620,916 40	581,530 03
BEATTY HELEN D GROOME U/W	MELLON EQUITY/BALANCE MUT FND	05569M582	BNY MEL US CORE EQ 130/30-M	42,659 00	524,279 20	422,750 75
BEATTY HELEN D GROOME U/W	MELLON FIXED INCOME MUT FUNDS	05569M780	BNY MELLON S/T US GOV SECS-M	29,312 22	356,436 63	362,435 66
BEATTY HELEN D GROOME U/W	MELLON FIXED INCOME MUT FUNDS	05569M814	BNY MELLON INTERMEDIATE BD-M	32,777 48	432,662 84	397,868 83
BEATTY HELEN D GROOME U/W	MELLON FIXED INCOME MUT FUNDS	05569M830	BNY MELLON BOND FUND-M	108,119 67	1,468,265 21	1,350,536 71
BEATTY HELEN D GROOME U/W	MELLON EQUITY/BALANCE MUT FND	05569M855	BNY MELLON EMERGING MKTS-M	113,354 86	1,161,887 37	984,613 95
BEATTY HELEN D GROOME U/W	MELLON EQUITY/BALANCE MUT FND	05569M871	BNY MELLON INTERNATIONAL-M	22,563 25	226,760 69	159,046 19
BEATTY HELEN D GROOME U/W	COMMON STOCK	111320107	BROADCOM CORP CL A	540 00	17,933 40	17,998 14
BEATTY HELEN D GROOME U/W	FOREIGN COMMON STOCK	143658300	CARNIVAL CORP	370 00	13,604 90	14,429 88
BEATTY HELEN D GROOME U/W	COMMON STOCK	149123101	CATERPILLAR INC	170 00	15,233 45	15,385 21
BEATTY HELEN D GROOME U/W	COMMON STOCK	150870103	CELANESE CORP -SER A	290 00	12,913 70	12,576 72
BEATTY HELEN D GROOME U/W	COMMON STOCK	15189T107	CENTERPOINT ENERGY INC	910 00	17,517 50	18,139 94
BEATTY HELEN D GROOME U/W	COMMON STOCK	166764100	CHEVRON CORPORATION	173 00	18,708 22	18,873 16
BEATTY HELEN D GROOME U/W	COMMON STOCK	191216100	COCA - COLA CO	450 00	16,312 50	16,923 60
BEATTY HELEN D GROOME U/W	COMMON STOCK	20030N101	COMCAST CORP CL A	610 00	22,789 60	22,855 77
BEATTY HELEN D GROOME U/W	COMMON STOCK	22160K105	COSTCO WHSL CORP NEW	150 00	14,809 50	14,847 80
BEATTY HELEN D GROOME U/W	COMMON STOCK	254687106	WALT DISNEY CO/THE	490 00	24,397 10	24,214 82
BEATTY HELEN D GROOME U/W	COMMON STOCK	260003108	DOVER CORP	230 00	15,113 30	14,862 14
BEATTY HELEN D GROOME U/W	FIXED INCOME MUTUAL FUNDS	261967830	DREYFUS INFLTN ADJ SEC-INST	22,756 31	314,947 41	302,382 02
BEATTY HELEN D GROOME U/W	FIXED INCOME MUTUAL FUNDS	261980494	DREYFUS EMG MKT DEBT LOC C-I	7,303 67	112,038 39	105,000 00
BEATTY HELEN D GROOME U/W	FIXED INCOME MUTUAL FUNDS	261980759	DREYFUS HIGH YIELD-I	46,514 70	310,253 09	295,000 00
BEATTY HELEN D GROOME U/W	EQUITY/BALANCED MUTUAL FUNDS	261986582	DREYFUS GLOBAL REAL ES SEC-I	27,488 04	223,477 77	187,468 43
BEATTY HELEN D GROOME U/W	EQUITY/BALANCED MUTUAL FUNDS	26200C403	DREYFUS OPPORTUNISTIC S/C	4,767 05	130,760 29	124,420 10
BEATTY HELEN D GROOME U/W	EQUITY/BALANCED MUTUAL FUNDS	26203E604	DREYFUS/NEWTON INTERN EQTY-I	6,688 76	117,722 21	105,414 88
BEATTY HELEN D GROOME U/W	COMMON STOCK	268648102	E M C CORP MASS	320 00	8,096 00	8,178 56
BEATTY HELEN D GROOME U/W	COMMON STOCK	30219G108	EXPRESS SCRIPTS HOLDING CO	350 00	18,900 00	19,364 80
BEATTY HELEN D GROOME U/W	COMMON STOCK	30231G102	EXXON MOBIL CORP	220 00	19,041 00	19,546 16
BEATTY HELEN D GROOME U/W	COMMON STOCK	307000109	FAMILY DLR STORES INC	150 00	9,511 50	9,932 70
BEATTY HELEN D GROOME U/W	COMMON STOCK	35671D857	FREEPORT MCMORAN COPPER & GOLD INC	310 00	10,602 00	10,483 58
BEATTY HELEN D GROOME U/W	COMMON STOCK	369604103	GENERAL ELECTRIC COMPANY	610 00	12,803 90	13,272 38
BEATTY HELEN D GROOME U/W	COMMON STOCK	375558103	GILEAD SCIENCES INC	260 00	19,097 00	19,585 40
BEATTY HELEN D GROOME U/W	COMMON STOCK	406216101	HALLIBURTON CO	450 00	15,610 50	15,195 60
BEATTY HELEN D GROOME U/W	COMMON STOCK	437076102	HOME DEPOT INC	350 00	21,647 50	22,044 05
BEATTY HELEN D GROOME U/W	COMMON STOCK	438516106	HONEYWELL INTL INC	260 00	16,502 20	16,350 88
BEATTY HELEN D GROOME U/W	COMMON STOCK	459200101	INTERNATIONAL BUSINESS MACHINES COR	165 00	31,605 75	32,149 91
BEATTY HELEN D GROOME U/W	COMMON STOCK	46625H100	JP MORGAN CHASE & CO	250 00	10,992 28	10,874 50
BEATTY HELEN D GROOME U/W	COMMON STOCK	478366107	JOHNSON CONTROLS INC	370 00	11,347 90	10,799 56

BEATTY HELEN D GROOME U/W	EQUITY/BALANCED MUTUAL FUNDS	48121A670	HIGHBRIDGE DYNAMIC COMM STRAT FUND-	9,490 09	132,576 66	179,616 34
BEATTY HELEN D GROOME U/W	COMMON STOCK	517834107	LAS VEGAS SANDS CORP	290 00	13,386 40	13,542 29
BEATTY HELEN D GROOME U/W	COMMON STOCK	532457108	LILLY ELI & CO	330 00	16,275 60	16,027 44
BEATTY HELEN D GROOME U/W	COMMON STOCK	565849106	MARATHON OIL CORP	590 00	18,089 40	18,217 37
BEATTY HELEN D GROOME U/W	COMMON STOCK	582839106	MEAD JOHNSON NUTRITION	140 00	9,224 60	9,297 31
BEATTY HELEN D GROOME U/W	COMMON STOCK	59156R108	METLIFE INC	420 00	13,834 80	13,628 02
BEATTY HELEN D GROOME U/W	COMMON STOCK	609207105	MONDELEZ INTERNATIONAL-W/I	790 00	20,108 03	20,569 86
BEATTY HELEN D GROOME U/W	EQUITY/BALANCED MUTUAL FUNDS	63872T729	ASG MANAGED FUTURES STRAT-Y	18,607 04	169,324 07	176,000 00
BEATTY HELEN D GROOME U/W	EQUITY/BALANCED MUTUAL FUNDS	63872T885	ASG GLOBAL ALTERNATIVES FUND-Y	2,921 13	31,314 51	30,000 00
BEATTY HELEN D GROOME U/W	COMMON STOCK	674599105	OCCIDENTAL PETROLEUM CORP	190 00	14,555 90	14,707 35
BEATTY HELEN D GROOME U/W	COMMON STOCK	693475105	PNC FINANCIAL SERVICES GROUP	400 00	23,324 00	23,203 74
BEATTY HELEN D GROOME U/W	COMMON STOCK	713448108	PEPSICO INC	270 00	18,476 10	19,012 78
BEATTY HELEN D GROOME U/W	COMMON STOCK	717081103	PFIZER INC	1,080 00	27,085 64	27,419 04
BEATTY HELEN D GROOME U/W	COMMON STOCK	718172109	PHILIP MORRIS INTERNAT-W/I	180 00	15,055 20	15,573 24
BEATTY HELEN D GROOME U/W	COMMON STOCK	742718109	PROCTER & GAMBLE CO	350 00	23,761 50	24,388 45
BEATTY HELEN D GROOME U/W	COMMON STOCK	747525103	QUALCOMM INC	450 00	27,836 82	28,137 23
BEATTY HELEN D GROOME U/W	COMMON STOCK	79466L302	SALESFORCE COM INC	112 00	18,827 20	18,977 09
BEATTY HELEN D GROOME U/W	FOREIGN COMMON STOCK	806857108	SCHLUMBERGER LTD	270 00	18,710 62	18,942 00
BEATTY HELEN D GROOME U/W	COMMON STOCK	816851109	SEMPRA ENERGY	190 00	13,478 60	13,795 64
BEATTY HELEN D GROOME U/W	FOREIGN COMMON STOCK	82481R106	SHIRE PLC	140 00	12,905 20	13,131 72
BEATTY HELEN D GROOME U/W	COMMON STOCK	845467109	SOUTHWESTERN ENERGY CO	530 00	17,707 30	17,911 60
BEATTY HELEN D GROOME U/W	COMMON STOCK	857477103	STATE STREET CORP	400 00	18,804 00	18,605 84
BEATTY HELEN D GROOME U/W	EQUITY/BALANCED MUTUAL FUNDS	86271F578	DREYFUS SELECT MGER S/C GR-I	6,705 34	126,932 24	114,906 31
BEATTY HELEN D GROOME U/W	EQUITY/BALANCED MUTUAL FUNDS	86271F677	DREYFUS SELECT MGER S/C VL-I	6,619 46	128,682 40	117,320 81
BEATTY HELEN D GROOME U/W	EQUITY/BALANCED MUTUAL FUNDS	86271F727	DREYFUS US EQUITY FUND-I	38,240 53	595,022 74	509,746 35
BEATTY HELEN D GROOME U/W	EQUITY/BALANCED MUTUAL FUNDS	86271F768	DREYFUS PRE STRAT INTER ST-I	15,826 06	229,477 99	195,000 00
BEATTY HELEN D GROOME U/W	FIXED INCOME MUTUAL FUNDS	87234N765	TCW EMERGING MARKETS INCOME FUND-I	17,543 86	163,508 78	149,922 04
BEATTY HELEN D GROOME U/W	COMMON STOCK	88076W103	TERADATA CORPORATION	290 00	17,948 10	17,914 69
BEATTY HELEN D GROOME U/W	FOREIGN COMMON STOCK	881624209	TEVA PHARMACEUTICAL INDS ADR	450 00	16,803 00	17,330 09
BEATTY HELEN D GROOME U/W	COMMON STOCK	89417E109	THE TRAVELERS COMPANIES INC	200 00	14,364 00	14,845 78
BEATTY HELEN D GROOME U/W	COMMON STOCK	902973304	US BANCORP	490 00	15,650 60	15,789 27
BEATTY HELEN D GROOME U/W	COMMON STOCK	907818108	UNION PAC CORP	110 00	13,829 20	13,793 89
BEATTY HELEN D GROOME U/W	COMMON STOCK	913017109	UNITED TECHNOLOGIES CORP	210 00	17,222 10	16,847 88
BEATTY HELEN D GROOME U/W	COMMON STOCK	91913Y100	VALERO ENERGY CORP NEW	460 00	15,695 20	15,597 68
BEATTY HELEN D GROOME U/W	COMMON STOCK	92343V104	VERIZON COMMUNICATIONS INC	190 00	8,221 30	8,317 82
BEATTY HELEN D GROOME U/W	COMMON STOCK	942683103	WATSON PHARMACEUTICALS INC	170 00	14,620 00	15,053 97
BEATTY HELEN D GROOME U/W	COMMON STOCK	949746101	WELLS FARGO & COMPANY	760 00	25,976 80	26,302 08
BEATTY HELEN D GROOME U/W	COMMON STOCK	984332106	YAHOO INC	740 00	14,726 00	14,576 52
BEATTY HELEN D GROOME U/W	COMMON STOCK	988498101	YUM! BRANDS INC	170 00	11,288 00	11,908 75
BEATTY HELEN D GROOME U/W	CASH MANAGEMENT VEHICLES	991061052	CRA (BNY MELLON, N A , MEMBER FDIC)	223,672 93	223,672 93	223,672 93
BEATTY HELEN D GROOME U/W	MELLON EQUITY/BALANCE MUT FND	999Z86567	MELLON OPTIMA L/S STRATEGY FD LLC	12,533 90	1,143,295 56	1,127,337 99
BEATTY HELEN D GROOME U/W	MELLON EQUITY/BALANCE MUT FND	999Z86880	COMMIT TO PUR MELLON OPTIMA L/S FND	22,689 91	22,689 91	22,689 91
TOTAL					11,585,021 63	10,708,237 91

Attachment to Form 990-PF Part VIII, Column (b) Title and average hours per week devoted to position

As Trustee, BNY Mellon, N.A. provides administrative services such as acting as investment manager for the named organization. These services require numerous individual bank employees' involvement in the activities of the organization and thus cannot be quantified on an hourly basis. Therefore, the Trustee's fees are not based upon an hourly basis but are calculated based upon factors such as the market value of the account and in accordance with our agreement with the client.