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 , and ending

ENVELOPE POSTMARK DATE MAY 14 2013

Name of foundation: UBER RAE S TRUST U/W

A Employer identification number: 23-6578512

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) 553-4741

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)* ▶ $ 1,050,144

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	19,774	19,404		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	82,605			
	b Gross sales price for all assets on line 6a 511,164				
	7 Capital gain net income (from Part IV, line 2)		82,605		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 **Total.** Add lines 1 through 11	102,379	102,009	0	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	11,703	7,022		4,681
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	1,304	423		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	5	5		
	24 **Total operating and administrative expenses.** Add lines 13 through 23	13,012	7,450	0	4,681
	25 Contributions, gifts, grants paid				
	26 **Total expenses and disbursements** Add lines 24 and 25	13,012	7,450	0	4,681
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	89,367			
	b **Net investment income** (if negative, enter -0-)		94,559		
	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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	21,985		
	2 Savings and temporary cash investments		9,204	9,204
	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)	885,218	1,000,565	1,040,940
	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)	907,203	1,009,769	1,050,144
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	907,203	1,009,769	
	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)	907,203	1,009,769	
	31 **Total liabilities and net assets/fund balances** (see instructions)	907,203	1,009,769	

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	907,203
2	Enter amount from Part I, line 27a	2	89,367
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	13,205
4	Add lines 1, 2, and 3	4	1,009,775
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	6
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,009,769

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	82,605
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	77,517	1,070,969	0 072380
2010	57,128	1,009,946	0 056565
2009	61,092	944,956	0 064651
2008	54,174	1,120,840	0 048333
2007	61,440	1,246,366	0 049295

2	**Total** of line 1, column (d)	2	0 291224
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 058245
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	1,005,922
5	Multiply line 4 by line 3	5	58,590
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	946
7	Add lines 5 and 6	7	59,536
8	Enter qualifying distributions from Part XII, line 4	8	4,681

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	946
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	946
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	946
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012 — 6a: 517		
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	517
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	429
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)? *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*	1b		X
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) 553-4741

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

			Yes	No
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 *If "Yes," attach the statement required by Regulations section 53 4945–5(d)*	☐ Yes ☐ No			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? *If "Yes" to 6b, file Form 8870*		**6b**		X
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		**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	16,163	NONE	NONE
BNY Mellon, N A P O Box 185 Pittsburgh, PA 15230-0185	FEE REIMBURSEN	-4,460	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	1,000,339
b	Average of monthly cash balances	1b	20,902
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	1,021,241
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	1,021,241
4	Cash deemed held for charitable activities Enter 1 ½ % of line 3 (for greater amount, see instructions)	4	15,319
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,005,922
6	**Minimum investment return.** Enter 5% of line 5	6	50,296

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	50,296
2a	Tax on investment income for 2012 from Part VI, line 5	2a	946		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	946
3	Distributable amount before adjustments Subtract line 2c from line 1			3	49,350
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	49,350
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	49,350

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	4,681
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	4,681
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	946
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	3,735

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					49,350
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	2,242				
b	From 2008					
c	From 2009	14,004				
d	From 2010	6,785				
e	From 2011	25,003				
f	**Total** of lines 3a through e		48,034			
4	Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 4,681					
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					4,681
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))*		44,669			44,669
6	**Enter the net total of each column as indicated below:**					
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5		3,365			
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		3,365			
10	Analysis of line 9					
a	Excess from 2008					
b	Excess from 2009					
c	Excess from 2010					
d	Excess from 2011	3,365				
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

SEE ATTACHED STATEMENT

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

SEE ATTACHED STATEMENT

c Any submission deadlines

SEE ATTACHED STATEMENT

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

SEE ATTACHED STATEMENT

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*				
NONE				
Total . .			▶ **3a**	0
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	19,774	
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	82,605	
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		102,379	0

13 Total. Add line 12, columns (b), (d), and (e) 13 102,379

(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	Title
	5/1/2013	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	5/1/2013	☒	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

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

	Amount
Long Term CG Distributions	13,178
Short Term CG Distributions	0

Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Capital Gains/Losses	511,164	428,559	82,605
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 LARGE CAP STI	05569M103			4/21/2003		12/14/2012	32,218	27,031				0	5,187
2	X	BNY MELLON LARGE CAP STI	05569M103			12/17/2008		12/14/2012	6,182	4,121				0	2,061
3	X	BNY MELLON LARGE CAP STI	05569M103			12/13/2012		12/14/2012	5,859	5,893				0	-34
4	X	BNY MELLON LARGE CAP STI	05569M103			2/19/2009		12/14/2012	82,566	48,397				0	34,169
5	X	BNY MELLON SM/MID CAP-M	05569M442			2/18/2010		8/17/2012	14,889	12,485				0	2,404
6	X	BNY MELLON FOC EQ OPP-M	05569M475			2/18/2010		12/14/2012	67,064	55,422				0	11,642
7	X	BNY MELLON FOC EQ OPP-M	05569M475			12/13/2011		12/14/2012	155	131				0	24
8	X	BNY MEL US CORE EQ 130/30	05569M582			2/18/2010		8/17/2012	68,980	55,175				0	13,805
9	X	BNY MELLON S/T US GOV SE	05569M780			2/18/2010		12/14/2012	9,314	9,466				0	-152
10	X	BNY MELLON S/T US GOV SE	05569M780			3/31/2010		12/14/2012	66	67				0	-1
11	X	BNY MELLON S/T US GOV SE	05569M780			4/30/2010		12/14/2012	66	67				0	-1
12	X	BNY MELLON S/T US GOV SE	05569M780			5/28/2010		12/14/2012	66	67				0	-1
13	X	BNY MELLON S/T US GOV SE	05569M780			11/30/2010		12/14/2012	60	61				0	-1
14	X	BNY MELLON BOND FUND-M	05569M830			8/28/2009		8/17/2012	45,000	42,780				0	2,220
15	X	BNY MELLON EMERGING MK	05569M855			12/21/2007		12/14/2012	3,500	6,955				0	-3,455
16	X	BNY MELLON INTERNATIONA	05569M871			4/21/2003		8/17/2012	11,622	11,795				0	-173
17	X	BNY MELLON INTERNATIONA	05569M871			12/16/2008		8/17/2012	2,146	1,932				0	214
18	X	BNY MELLON INTERNATIONA	05569M871			2/19/2009		8/17/2012	18,328	13,659				0	4,669
19	X	BNY MELLON INTERNATIONA	05569M871			5/17/2011		8/17/2012	5,851	7,000				0	-1,149
20	X	DREYFUS DIVERSIFIED INTL-	261986632			3/3/2011		12/14/2012	3,000	3,179				0	-179
21	X	ISHARES S&P GSCI COMMOD	46428R107			8/17/2012		12/14/2012	1,994	2,111				0	-117
22	X	RYDEX MANAGED FUTURES	78356A160			7/7/2011		8/17/2012	13,150	15,000				0	-1,850
23	X	RYDEX MANAGED FUTURES	78356A160			12/20/2011		8/17/2012	15,594	17,000				0	-1,406
24	X	DREYFUS SELECT MGER S/C	86271F677			8/17/2012		12/14/2012	5,200	5,083				0	117
25	X	MELLON OPTIMA L/S STRATE	999Z86567			2/27/2006		12/31/2012	49,075	52,319				0	-3,244
26	X	MELLON OPTIMA L/S STRATE	999Z86567			12/30/2011		12/31/2012	925	934				0	-9
27	X	BNY MELLON S/T US GOV SE	05569M780			12/16/2010		12/14/2012	74	75				0	-1
28	X	BNY MELLON S/T US GOV SE	05569M780			1/31/2011		12/14/2012	60	61				0	-1
29	X	BNY MELLON S/T US GOV SE	05569M780			2/28/2011		12/14/2012	57	57				0	0
30	X	BNY MELLON S/T US GOV SE	05569M780			3/3/2011		12/14/2012	3,886	3,911				0	-25
31	X	BNY MELLON S/T US GOV SE	05569M780			8/17/2012		12/14/2012	351	351				0	0
32	X	BNY MELLON SMALL CAP STI	05569M806			4/21/2003		8/17/2012	20,438	18,605				0	1,833
33	X	BNY MELLON SMALL CAP STI	05569M806			12/3/2008		8/17/2012	55	35				0	20
34	X	BNY MELLON SMALL CAP STI	05569M806			2/19/2009		8/17/2012	7,227	4,180				0	3,047
35	X	BNY MELLON SMALL CAP STI	05569M806			3/27/2009		8/17/2012	11	6				0	5
36	X	BNY MELLON SMALL CAP STI	05569M806			5/17/2011		8/17/2012	2,957	3,148				0	-191

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

		1,304	423	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	423	423		
2	PRIOR YEAR EXCISE TAX	364			
3	FEDERAL ESTIMATED PAYMENT	517			

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

		5	5	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	OTHER PARTNERSHIP EXPENSES	5	5		

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

			885,218	1,000,565	1,040,940
	Asset Description	Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
1	OTHER INVESTMENTS		885,218	1,000,565	1,040,940

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

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

1	ISHARES INCOME ADJUSTMENT	1	4
2	OPTIMA COST ADJUSTMENT	2	4,223
3	OPTIMA COST BASIS ADJUSTMENT	3	5,727
4	LOSS ON CY SALES NOT SETTLED AT YEAR END	4	3,251
5	Total	5	13,205

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

1	ISHARES COST BASIS ADJUSTMENT	1	4
2	COST BASIS ADJUSTMENT	2	2
3	Total	3	6

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

	Amount
Long Term CG Distributions	13,178
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
						497,986	0	0	428,559	69,427	0	0	0	69,427
1	BNY MELLON LARGE CAP STK-M	05569M103		4/21/2003	12/14/2012	32,218		0	27,031	5,187	0	0	0	5,187
2	BNY MELLON LARGE CAP STK-M	05569M103		12/17/2008	12/14/2012	6,182		0	4,121	2 061	0	0	0	2 061
3	BNY MELLON LARGE CAP STK-M	05569M103		12/13/2012	12/14/2012	5,859		0	5 893	-34	0	0	0	-34
4	BNY MELLON LARGE CAP STK-M	05569M103		2/19/2009	12/14/2012	82,566		0	48,397	34 169	0	0	0	34,169
5	BNY MELLON SM/MID CAP-M	05569M442		2/18/2010	8/17/2012	14,889		0	12 485	2 404	0	0	0	2 404
6	BNY MELLON FOC EQ OPP-M	05569M475		2/18/2010	12/14/2012	67,064		0	55,422	11 642	0	0	0	11,642
7	BNY MELLON FOC EQ OPP-M	05569M475		12/13/2011	12/14/2012	155		0	131	24	0	0	0	24
8	BNY MEL US CORE EQ 130/30-M	05569M582		2/18/2010	8/17/2012	68,980		0	55,175	13,805	0	0	0	13,805
9	BNY MELLON S/T US GOV SECS M	05569M780		2/18/2010	12/14/2012	9,314		0	9 466	152	0	0	0	-152
10	BNY MELLON S/T US GOV SECS-M	05569M780		3/31/2010	12/14/2012	66		0	67	-1	0	0	0	-1
11	BNY MELLON S/T US GOV SECS-M	05569M780		4/30/2010	12/14/2012	66		0	67	1	0	0	0	1
12	BNY MELLON S/T US GOV SECS-M	05569M780		5/28/2010	12/14/2012	66		0	67	-1	0	0	0	-1
13	BNY MELLON S/T US GOV SECS M	05569M780		11/30/2010	12/14/2012	60		0	61	-1	0	0	0	-1
14	BNY MELLON BOND FUND-M	05569M830		8/28/2009	8/17/2012	45,000		0	42,780	2 220	0	0	0	2 220
15	BNY MELLON EMERGING MKTS M	05569M855		12/21/2007	12/14/2012	3 500		0	6,955	3,455	0	0	0	-3,455
16	BNY MELLON INTERNATIONAL-M	05569M871		4/21/2003	8/17/2012	11,622		0	11,795	-173	0	0	0	-173
17	BNY MELLON INTERNATIONAL-M	05569M871		12/16/2008	8/17/2012	2 146		0	1,932	214	0	0	0	214
18	BNY MELLON INTERNATIONAL-M	05569M871		2/19/2009	8/17/2012	18,328		0	13,659	4 669	0	0	0	4,669
19	BNY MELLON INTERNATIONAL-M	05569M871		5/17/2011	8/17/2012	5,851		0	7,000	-1,149	0	0	0	-1,149
20	DREYFUS DIVERSIFIED INTL-I	261986632		3/3/2011	12/14/2012	3 000		0	3,179	-179	0	0	0	-179
21	ISHARES S&P GSCI COMMODITY IND	46428R107		8/17/2012	12/14/2012	1,994		0	2,111	-117	0	0	0	-117
22	RYDEX MANAGED FUTURES STRATEG	78356A160		7/7/2011	8/17/2012	13,150		0	15,000	-1,850	0	0	0	-1,850
23	RYDEX MANAGED FUTURES STRATEG	78356A160		12/20/2011	8/17/2012	15 594		0	17,000	-1,406	0	0	0	-1,406
24	DREYFUS SELECT MGER S/C VL-I	86271F677		8/17/2012	12/14/2012	5 200		0	5,083	117	0	0	0	117
25	MELLON OPTIMA L/S STRATEGY FD LL	999Z86567		2/27/2006	12/31/2012	49 075		0	52,319	3,244	0	0	0	-3 244
26	MELLON OPTIMA L/S STRATEGY FD LL	999Z86567		12/30/2011	12/31/2012	925		0	934	-9	0	0	0	-9
27	BNY MELLON S/T US GOV SECS-M	05569M780		12/16/2010	12/14/2012	74		0	75	-1	0	0	0	-1
28	BNY MELLON S/T US GOV SECS-M	05569M780		1/31/2011	12/14/2012	60		0	61	-1	0	0	0	-1
29	BNY MELLON S/T US GOV SECS-M	05569M780		2/28/2011	12/14/2012	57		0	57	0	0	0	0	0
30	BNY MELLON S/T US GOV SECS M	05569M780		3/3/2011	12/14/2012	3 886		0	3,911	-25	0	0	0	-25
31	BNY MELLON S/T US GOV SECS-M	05569M780		8/17/2012	12/14/2012	351		0	351	0	0	0	0	0
32	BNY MELLON SMALL CAP STK-M	05569M806		4/21/2003	8/17/2012	20 438		0	18,605	1 833	0	0	0	1,833
33	BNY MELLON SMALL CAP STK-M	05569M806		12/3/2008	8/17/2012	55		0	35	20	0	0	0	20
34	BNY MELLON SMALL CAP STK-M	05569M806		2/19/2009	8/17/2012	7 227		0	4,180	3 047	0	0	0	3,047
35	BNY MELLON SMALL CAP STK-M	05569M806		3/27/2009	8/17/2012	11		0	6	5	0	0	0	5
36	BNY MELLON SMALL CAP STK-M	05569M806		5/17/2011	8/17/2012	2,957		0	3,148	-191	0	0	0	-191

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
										11,703	0	0
1	BNY Mellon, N A		P O Box 185	Pittsburgh	PA	15230-0185		TRUSTEE FEES		16,163	NONE	NONE
2	BNY Mellon, N A		P O Box 185	Pittsburgh	PA	15230-0185		FEE REIMBURSEMENT		-4,460	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	517
7	Total		7	517

FORM 990 – PF, PART XV – SUPPLEMENTARY INFORMATION

2A THE NAME, ADDRESS, AND TELEPHONE NUMBER OF PERSON TO WHOM APPLICATIONS SHOULD BE ADDRESSED:

STEVEN KAPLAN, BNY MELLON, N A BOX 7236, PHILADELPHIA, PA 19101, (512) 553-4741

2B THE FORM IN WHICH APPLICATIONS SHOULD BE SUBMITTED AND INFORMATION AND MATERIALS THEY SHOULD INCLUDE:

A FULL PROPOSAL RELATED TO ONE OF THE RESTRICTED AREAS NOTED BELOW INCLUDING REQUEST, PURPOSE OF ORGANIZATION, TAX CLASSIFICATION LETTER, AND AUDITED FINANCIAL STATEMENTS MORE THAN ONE PROPOSAL FROM THE SAME ORGANIZATION MY BE SUBMITTED IF REQUESTING FUNDS UNDER MORE THAN ONE OF THE DESIGNATED AREAS

2C ANY SUBMISSION DEADLINES:

NOVEMBER 15TH OF EACH YEAR

2D ANY RESTRICTIONS OR LIMITATIONS ON AWARDS SUCH AS GEOGRAPHICAL AREAS, CHARITABLE FIELDS, KINDS OF INSTITUTIONS, OR OTHER

ONE TO THREE GRANTS RANGING FROM $2,000 TO $6,000 AWARDED ANNUALLY IN EACH OF THE FOLLOWING AREAS BLIND PERSONS, CRIPPLEED CHILDREN, AGED PERSONS, CANCER REASEARCH, AND RELIEF OF THE MENTALLY DISTURBED WHILE THER IS NO GEOGRAPHIC RESTRICITON, THE PHILADELPHIA COUNTY AREA IS PREFERRED BY POLICY

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.

UBER RAE S TRUST U/W	EQUITY/BALANCED MUTUAL FUNDS	007565302	ADVANTAGE GLOBAL ALPHA-I	1,171 87	15,000 00	15,000 00
UBER RAE S TRUST U/W	MELLON EQUITY/BALANCE MUT FND	05569M103	BNY MELLON LARGE CAP STK-M	664 33	5,939 12	3,434 59
UBER RAE S TRUST U/W	MELLON EQUITY/BALANCE MUT FND	05569M301	BNY MELLON INCOME STOCK-M	2,411 34	17,458 16	17,000 00
UBER RAE S TRUST U/W	MELLON FIXED INCOME MUT FUNDS	05569M368	BNY MELLON CORP BOND-M	4,682 43	61,012 15	60,000 00
UBER RAE S TRUST U/W	MELLON EQUITY/BALANCE MUT FND	05569M418	BNY MELLON L/C MKT OPP-M	11,816 85	145,938 13	145,000 00
UBER RAE S TRUST U/W	MELLON EQUITY/BALANCE MUT FND	05569M509	BNY MELLON M/C MULTI-STRATEGY FUND	5,049 31	56,552 32	49,732 62
UBER RAE S TRUST U/W	MELLON FIXED INCOME MUT FUNDS	05569M780	BNY MELLON S/T US GOV SECS-M	1,322 57	16,082 48	16,148 61
UBER RAE S TRUST U/W	MELLON FIXED INCOME MUT FUNDS	05569M814	BNY MELLON INTERMEDIATE BD-M	3,505 27	46,269 60	42,734 87
UBER RAE S TRUST U/W	MELLON FIXED INCOME MUT FUNDS	05569M830	BNY MELLON BOND FUND-M	9,152 71	124,293 82	113,807 08
UBER RAE S TRUST U/W	MELLON EQUITY/BALANCE MUT FND	05569M855	BNY MELLON EMERGING MKTS-M	10,437 15	106,980 83	95,883 44
UBER RAE S TRUST U/W	FIXED INCOME MUTUAL FUNDS	261967830	DREYFUS INFLTN ADJ SEC-INST	2,215 08	30,656 71	31,000 00
UBER RAE S TRUST U/W	FIXED INCOME MUTUAL FUNDS	261980494	DREYFUS EMG MKT DEBT LOC C-I	671 14	10,295 30	9,000 00
UBER RAE S TRUST U/W	FIXED INCOME MUTUAL FUNDS	261980759	DREYFUS HIGH YIELD-I	4,651 56	31,025 93	29,000 00
UBER RAE S TRUST U/W	EQUITY/BALANCED MUTUAL FUNDS	261986541	DREYFUS L/C EQUITY FUND-IN	8,868 24	105,975 50	105,000 00
UBER RAE S TRUST U/W	EQUITY/BALANCED MUTUAL FUNDS	261986582	DREYFUS GLOBAL REAL ES SEC-I	2,546 67	20,704 46	18,000 00
UBER RAE S TRUST U/W	EQUITY/BALANCED MUTUAL FUNDS	261986632	DREYFUS DIVERSIFIED INTL-I	5,094 92	52,121 07	54,197 47
UBER RAE S TRUST U/W	EQUITY/BALANCED MUTUAL FUNDS	26200C403	DREYFUS OPPORTUNISTIC S/C	498 08	13,662 44	13,000 00
UBER RAE S TRUST U/W	EQUITY/BALANCED MUTUAL FUNDS	48121A670	HIGHBRIDGE DYNAMIC COMM STRAT FUND-	615 30	8,595 82	13,542 55
UBER RAE S TRUST U/W	EQUITY/BALANCED MUTUAL FUNDS	63872T729	ASG MANAGED FUTURES STRAT-Y	1,582 27	14,398 73	15,000 00
UBER RAE S TRUST U/W	EQUITY/BALANCED MUTUAL FUNDS	86271F578	DREYFUS SELECT MGER S/C GR-I	693 33	13,124 79	13,000 00
UBER RAE S TRUST U/W	EQUITY/BALANCED MUTUAL FUNDS	86271F677	DREYFUS SELECT MGER S/C VL-I	405 59	7,884 73	7,917 17
UBER RAE S TRUST U/W	FIXED INCOME MUTUAL FUNDS	87234N765	TCW EMERGING MARKETS INCOME FUND-I	1,575 75	14,686 06	13,000 00
UBER RAE S TRUST U/W	CASH MANAGEMENT VEHICLES	991061052	CRA (BNY MELLON, N A , MEMBER FDIC)	9,203 55	9,203 55	9,203 55
UBER RAE S TRUST U/W	MELLON EQUITY/BALANCE MUT FND	999Z86567	MELLON OPTIMA L/S STRATEGY FD LLC	1,314 48	119,902 43	117,787 05
UBER RAE S TRUST U/W	MELLON EQUITY/BALANCE MUT FND	999Z86880	COMMIT TO PUR MELLON OPTIMA L/S FND	2,379 59	2,379 59	2,379 59
					1,050,143 72	1,009,768 59