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For calendar year 2013 or tax year beginning

, and ending

Name of foundation FIRST HOSPITAL FOUNDATION		A Employer identification number 23-2904262
Number and street (or P.O. box number if mail is not delivered to street address) 230 SOUTH BROAD STREET	Room/suite 810	B Telephone number 2155464290
City or town, state or province, country, and ZIP or foreign postal code PHILADELPHIA, PA 19102		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 44,020,594	J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		173.	173.		STATEMENT 1
4 Dividends and interest from securities		304,058.	638,210.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		1,070,390.			
b Gross sales price for all assets on line 6a		13,507,211.			
7 Capital gain net income (from Part IV, line 2)			2,418,335.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		392,928.	<29,416.>		STATEMENT 3
12 Total. Add lines 1 through 11		1,767,549.	3,027,302.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees STMT 4		7,208.	360.		6,848.
b Accounting fees STMT 5		45,193.	1,510.		42,524.
c Other professional fees STMT 6		72,634.	62,053.		10,581.
17 Interest STMT 7		20,500.	18,161.		0.
18 Taxes STMT 7		1,378.	0.		
19 Depreciation and depletion		11,388.	569.		10,819.
20 Occupancy		4,639.	0.		4,252.
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 8		279,290.	241,051.		265,513.
24 Total operating and administrative expenses. Add lines 13 through 23		442,230.	339,256.		340,537.
25 Contributions, gifts, grants paid		1,383,361.			1,392,772.
26 Total expenses and disbursements. Add lines 24 and 25		1,825,591.	339,256.		1,733,309.
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements		<58,042.>			
b Net investment income (if negative, enter -0-)			2,688,046.		
c Adjusted net income (if negative, enter -0-)				N/A	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	3,057.	3,664.	3,664.
	2 Savings and temporary cash investments	444,404.	1,371,521.	1,371,521.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	3,408.	4,471.	4,471.
	10a Investments - US and state government obligations STMT 9	2,009,231.	1,939,709.	1,939,709.
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
Liabilities	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 10	32,774,072.	40,683,176.	40,683,176.
	14 Land, buildings, and equipment basis ▶ 11,667.			
	Less: accumulated depreciation ▶ 11,381.	1,664.	286.	286.
	15 Other assets (describe ▶ STATEMENT 11)	4,425,709.	17,767.	17,767.
	16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item 1)	39,661,545.	44,020,594.	44,020,594.
	17 Accounts payable and accrued expenses	39,794.	42,799.	
	18 Grants payable	331,750.	322,856.	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ STATEMENT 12)	97,000.	185,000.	
	23 Total liabilities (add lines 17 through 22)	468,544.	550,655.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	39,193,001.	43,469,939.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances	39,193,001.	43,469,939.	
	31 Total liabilities and net assets/fund balances	39,661,545.	44,020,594.	

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	39,193,001.
2 Enter amount from Part I, line 27a	2	<58,042.>
3 Other increases not included in line 2 (itemize) ▶ UNREALIZED GAIN ON INVESTMENTS	3	4,422,980.
4 Add lines 1, 2, and 3	4	43,557,939.
5 Decreases not included in line 2 (itemize) ▶ DEFERRED FEDERAL EXCISE TAX EXPENSE	5	88,000.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	43,469,939.

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Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 13,507,211.		12,997,842.	2,418,335.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			
b			
c			
d			
e			2,418,335.

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	2,418,335.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8	{ }	3	N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	1,784,580.	38,406,888.	.046465
2011	1,715,436.	38,584,616.	.044459
2010			
2009			
2008			

2 Total of line 1, column (d)	2	.090924
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	.045462
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	41,111,984.
5 Multiply line 4 by line 3	5	1,869,033.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	26,880.
7 Add lines 5 and 6	7	1,895,913.
8 Enter qualifying distributions from Part XII, line 4 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	8	1,733,309.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	53,761.
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	53,761.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	53,761.
6 Credits/Payments.			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	19,089.	
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	19,089.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	282.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	34,954.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be Credited to 2014 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		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.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	X	
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> 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	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 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>WWW.FIRSTHOSPITALFDN.ORG</u>	13	X	
14	The books are in care of ► <u>ANN MARIE HEALY, EXECUTIVE DIRECTOR</u> Telephone no ► <u>215-546-4290</u> Located at ► <u>230 SOUTH BROAD STREET, SUITE 810, PHILADELPHIA,</u> ZIP+4 ► <u>19102</u>			
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 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here		X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?		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 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2013 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 2013.)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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 2013?		X

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☒ Yes ☐ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

Organizations relying on a current notice regarding disaster assistance check here

▶ ☐

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?

SEE STATEMENT 14

☒ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

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

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

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

N/A

5b

X

6b

X

7b

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 13		0.	0.	0.

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

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

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

0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
HEALTH FEDERATION OF PHILADELPHIA - 1211 CHESTNUT STREET, SUITE 801, PHILADELPHIA, PA	EMPLOYMENT SERVICES	247,092.
COLONIAL CONSULTING, LLC - 750 THIRD AVENUE, 20TH FLOOR, NEW YORK, NY 10017	INVESTMENT ADVISORS	61,800.
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

	Amount
1 N/A	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	41,627,927.
b	Average of monthly cash balances	1b	110,128.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	41,738,055.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	41,738,055.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	626,071.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	41,111,984.
6	Minimum investment return. Enter 5% of line 5	6	2,055,599.

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	2,055,599.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	53,761.
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	53,761.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,001,838.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	2,001,838.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	2,001,838.

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	1,733,309.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,733,309.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,733,309.

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

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				2,001,838.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			256,808.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2013				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 1,733,309.				
a Applied to 2012, but not more than line 2a			256,808.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				1,476,501.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:	0.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				525,337.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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 2013, enter the date of the ruling

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

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
AMERIHEALTH MERCY FOUNDATION 200 W. STEVENS DRIVE PHILADELPHIA, PA 19113		PUBLIC CHARITY	SPONSORSHIP OF INTEGRATED ORAL HEALTH CONFERENCE	2,500.
ANTI-VIOLENCE PARTNERSHIP OF PHILADELPHIA 2000 HAMILTON STREET, SUITE 304 PHILADELPHIA, PA 19130		PUBLIC CHARITY	AVP COUNSELING CENTER	20,000.
ATTIC YOUTH CENTER 255 SOUTH 16TH STREET PHILADELPHIA, PA 19102		PUBLIC CHARITY	MENTAL HEALTH COUNSELING	20,000.
BENEFITS DATA TRUST 2 LOGAN SQUARE, SUITE 550 PHILADELPHIA, PA 19103		PUBLIC CHARITY	PA BENEFITS CENTER	30,000.
BETHESDA PROJECT 1630 SOUTH STREET PHILADELPHIA, PA 19146		PUBLIC CHARITY	MEDICAL CASE MANAGER POSITION	10,000.
Total SEE CONTINUATION SHEET(S) ▶ 3a				1,392,772.
b Approved for future payment				
BENEFITS DATA TRUST 2 LOGAN SQUARE, SUITE 550 PHILADELPHIA, PA 19103		PUBLIC CHARITY	PA BENEFITS CENTER	30,000.
CHILDREN'S CRISIS TREATMENT CENTER 1080 NORTH DELAWARE AVENUE, SUITE 600 PHILADELPHIA, PA 19125		PUBLIC CHARITY	CCTC'S EXPANSION INTO MONTGOMERY COUNTY	30,000.
COMMUNITY VOLUNTEERS IN MEDICINE 300 B LAWRENCE DRIVE WEST CHESTER, PA 19380		PUBLIC CHARITY	ADVANCING THE IMPACT OF CVIM'S DIABETES PROGRAM	30,000.
Total SEE CONTINUATION SHEET(S) ▶ 3b				322,844.

FIRST HOSPITAL FOUNDATION

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 PUBLICLY TRADED SECURITIES				
b	K-1 PASSTHRU-ADVISORY RESEARCH SMALL/MID CAP	P		
c	K-1 PASSTHRU-THE COLCHESTER GLOBAL BOND FUND	P		
d	K-1 PASSTHRU-GRYPHON INTERNATIONAL EAFE GROWHT FU	P		
e	K-1 PASSTHRU-IRIDIAN PRIVATE BUSINESS VALUE EQUIT	P		
f	K-1 PASSTHRU-MADISON INTERNATIONAL REAL ESTATE LI	P		
g	K-1 PASSTHRU-STOCKPLUS LIMITED PARTNERSHIP	P		
h	K-1 PASSTHRU-TIFF PRIVATE EQUITY PARTNERS 2008 LL	P		
i	K-1 PASSTHRU-TIFF PRIVATE EQUITY PARTNERS 2009 LL	P		
j	K-1 PASSTHRU-TIFF PRIVATE EQUITY PARTNERS 2011 LL	P		
k	K-1 PASSTHRU-LONE JUNIPER, L.P.	P		
l CAPITAL GAINS DIVIDENDS				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 13,142,463.		12,997,842.	144,621.
b			162,395.
c			11,883.
d			5,249.
e			519,253.
f			1,216.
g			1,088,510.
h			27,999.
i			180.
j			23,548.
k			68,733.
l 364,748.			364,748.
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col. (j), if any	
a			144,621.
b			162,395.
c			11,883.
d			5,249.
e			519,253.
f			1,216.
g			1,088,510.
h			27,999.
i			180.
j			23,548.
k			68,733.
l			364,748.
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }		2	2,418,335.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8 }		3	N/A

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
BRIDGING THE GAPS; PHILADELPHIA COMMUNITY HEALTH INTERNSHIP PROGRAM 423 GUARDIAN DRIVE 912 BLOCKLEY HALL PHILADELPHIA, PA 19104		PUBLIC CHARITY	GENERAL OPERATING SUPPORT	15,000.
CAMBODIAN ASSOCIATION OF GREATER PHILADELPHIA 5412 NORTH 5TH STREET PHILADELPHIA, PA 19120		PUBLIC CHARITY	COMMUNITY HEALTH INITIATIVE	25,000.
CENTER FOR ADVOCACY FOR THE RIGHTS AND INTEREST OF THE ELDERLY (CARIE) 100 S. BROAD STREET, SUITE 1500 PHILADELPHIA, PA 19110		PUBLIC CHARITY	CARIE LINE	25,000.
THE CENTER FOR AUTISM 3905 FORD ROAD, SUITE 6 PHILADELPHIA, PA 19131		PUBLIC CHARITY	SOCIAL COMPETENCY PROGRAM	10,000.
CENTER IN THE PARK 5818 GERMANTOWN AVENUE PHILADELPHIA, PA 19144		PUBLIC CHARITY	GENERAL OPERATING SUPPORT	15,000.
CHESPENN HEALTH SERVICES 2600 WEST 9TH STREET, 2 NORTH CHESTER, PA 19013		PUBLIC CHARITY	INTEGRATION OF BEHAVIORAL AND PRIMARY HEALTH IN COATESVILLE	20,000.
CHESTER FOUNDATION, FOR CROZER-CHESTER MEDICAL CENTER ONE MEDICAL CENTER BLVD UPLAND, PA 19013		PUBLIC CHARITY	CROZER WELLNESS CENTER-CHESTER YOUTH COUNCIL	40,006.
CHILD ABUSE PREVENTION EFFORT 499 NORTH FIFTH STREET, SUITE A PHILADELPHIA, PA 19123		PUBLIC CHARITY	EMERGENCY FAMILY FUND	10,000.
CHILDREN'S CRISIS TREATMENT CENTER 1080 NORTH DELAWARE AVENUE, SUITE 600 PHILADELPHIA, PA 19125		PUBLIC CHARITY	CCTC'S EXPANSION INTO MONTGOMERY COUNTY	30,000.
COMMUNITY VOLUNTEERS IN MEDICINE 300 B LAWRENCE DRIVE WEST CHESTER, PA 19380		PUBLIC CHARITY	ADVANCING THE IMPACT OF CVIM'S DIABETES PROGRAM	30,000.
Total from continuation sheets				1,310,272.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
DELAWARE VALLEY GRANTMAKERS 230 SOUTH BOARD STREET, SUITE 402 PHILADELPHIA, PA 19102		PUBLIC CHARITY	FIFTY PERCENT OF ANNUAL MEMBERSHIP	1,875.
DOMESTIC VIOLENCE CENTER OF CHESTER COUNTY PO BOX 832 WEST CHESTER, PA 19381		PUBLIC CHARITY	EMERGENCY SHELTER AND BRIDGE TRANSITIONAL HOUSING	10,000.
DREXEL UNIVERSITY, CENTER FOR HUNGER-FREE COMMUNITIES 1505 RACE STREET, BELLET BUILDING PHILADELPHIA, PA 19102		PUBLIC CHARITY	A TRAUMA-INFORMED TANF: INTEGRATING SELF PEER SUPPORT GROUPS TO IMPROVE MATERNAL AND CHILD HEALTH	38,797.
THE FOOD TRUST 1617 JOHN F. KENNEDY BLVD, SUITE 901 PHILADELPHIA, PA 19103		PUBLIC CHARITY	HEALTHY CORNER STORE INITIATIVE	15,000.
GARCES FOUNDATION 212 RACE STREET, SUITE 1A PHILADELPHIA, PA 19106		PUBLIC CHARITY	COMMUNITY ORAL HEALTH PROGRAM	20,000.
GEARING UP THE TIGER BUILDING 1221 LOCUST STREET, SUITE 105 PHILADELPHIA, PA 19107		PUBLIC CHARITY	GEARING UP COMMUNITY PROGRAMS AND IMPACT EVALUATION	10,000.
GRANTMAKERS IN HEALTH 1100 CONNECTICUT AVE, NW, SUITE 1200 WASHINGTON, DC 20036		PUBLIC CHARITY	FIFTY PERCENT OF ANNUAL MEMBERSHIP	1,650.
INSTITUTE FOR SAFE FAMILIES 3502 SCOTTS LANE, A-4 PHILADELPHIA, PA 19129		PUBLIC CHARITY	GENERAL OPERATING SUPPORT	25,000.
JEWISH HEALTHCARE FOUNDATION 650 SMITHFIELD STREET PITTSBURGH, PA 15222		PUBLIC CHARITY	PENNSYLVANIA HEALTH FUNDERS COLLABORATIVE "MEDICAID EXPANSION, ECONOMIC AND FISCAL IMPACT STUDY"	5,000.
KEYSTONE CARE 8765 STENTON AVENUE WYNDMOOR, PA 19038		PUBLIC CHARITY	GENERAL OPERATING SUPPORT	25,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

<div>Recipient</div> <div>Name and address (home or business)</div>	<div>If recipient is an individual, show any relationship to any foundation manager or substantial contributor</div>	<div>Foundation status of recipient</div>	<div>Purpose of grant or contribution</div>	<div>Amount</div>
KIDS SMILES 3751 ISLAND AVENUE, 2ND FLOOR PHILADELPHIA, PA 19153		PUBLIC CHARITY	INCREASING ACCESS TO CLINICAL CARE, PREVENTION AND EDUCATION	25,000.
LEGAL CLINIC FOR DISABLED 1513 RACE STREET PHILADELPHIA, PA 19102		PUBLIC CHARITY	SERVICE ENHANCEMENT OF THE MEDICAL LEGAL PARTNERSHIP INITIATIVE	30,000.
LUTHERAN SETTLEMENT HOUSE 1340 FRANKFORD AVENUE PHILADELPHIA, PA 19125		PUBLIC CHARITY	CHILDREN'S AND MOM'S PROJECT (CAMP)	30,000.
MATERNAL AND CHILD HEALTH CONSORTIUM 30 WEST BARNARD STREET, SUITE 1 WEST CHESTER, PA 19382		PUBLIC CHARITY	HEALTHY START	25,000.
MATERNITY CARE COALITION OF GREATER PHILADELPHIA 2000 HAMILTON STREET, SUITE 205 PHILADELPHIA, PA 19130		PUBLIC CHARITY	GENERAL OPERATING SUPPORT	15,000.
METROPOLITAN AREA NEIGHBORHOOD NUTRITION ALLIANCE 2323 RANSTEAD ST PHILADELPHIA, PA 19103		PUBLIC CHARITY	MEDICALLY APPROPRIATE NUTRITION SERVICES FOR THE CRITICALLY ILL	10,000.
MISSION KIDS - CHILD ADVOCACY CENTER OF MONTGOMERY COUNTY PO BOX 413 BLUE BELL, PA 19422		PUBLIC CHARITY	MISSION KIDS: A COORDINATED COMMUNITY RESPONSE TO CHILD ABUSE: CASE COORDINATOR PROGRAM	40,000.
PENNSYLVANIA HOSPITAL 800 SPRUCE STREET PHILADELPHIA, PA 19107		PUBLIC CHARITY	HISTORIC COLLECTIONS AND PINE BUILDING PRESERVATION PLAN AND FUNDING NEEDS ASSESSMENT	94,500.
PENNSYLVANIA HEALTH LAW PROJECT CORN EXCHANGE BUILDING 123 CHESTNUT STREET, SUITE 400 PHILADELPHIA, PA 19106		PUBLIC CHARITY	MAKING COVERAGE WORK: SECURING ESSENTIAL HEALTH BENEFITS FOR LOW-INCOME PENNSYLVANIANS	15,000.
PENNSYLVANIA HOSPITAL - DEPARTMENT OF OBSTETRICS & GYNECOLOGY 800 SPRUCE STREET PHILADELPHIA, PA 19107		PUBLIC CHARITY	LATINA COMMUNITY HEALTH SERVICES	96,700.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
PENNSYLVANIA HOSPITAL - DIABETES EDUCATION CENTER 800 SPRUCE STREET PHILADELPHIA, PA 19107		PUBLIC CHARITY	CERTIFIED HEALTH EDUCATION SPECIALIST, DIABETES EDUCATION CENTER	51,619.
PENNSYLVANIA HOSPITAL, HALL MERCER COMMUNITY BEHAVIORAL HEALTH CENTER 800 SPRUCE STREET PHILADELPHIA, PA 19107		PUBLIC CHARITY	CHILD AND FAMILY SERVICE THERAPEUTIC DAY PROGRAM	60,000.
PENNSYLVANIA HOSPITAL, HALL MERCER COMMUNITY BEHAVIORAL HEALTH CENTER 800 SPRUCE STREET PHILADELPHIA, PA 19107		PUBLIC CHARITY	PENN CENTER FOR YOUTH & FAMILY TRAUMA RESPONSE & RECOVERY	40,000.
PENNSYLVANIA HOSPITAL 800 SPRUCE STREET PHILADELPHIA, PA 19107		PUBLIC CHARITY	PALLIATIVE CARE PROGRAM	35,000.
PHILADELPHIA CHILDREN'S ALLIANCE 42 SOUTH 15TH STREET, SUITE 300 PHILADELPHIA, PA 19102		PUBLIC CHARITY	VICTIM ADVOCACY AND MENTAL HEALTH SERVICES	20,000.
PHOENIXVILLE HEALTHCARE ACCESS FOUNDATION 723 WHEATLAND STREET, SUITE 2C, PO BOX 591 PHOENIXVILLE, PA 19460		PRIVATE FOUNDATION	HEALTH CARE ACCESS DENTAL PROGRAM	20,000.
PLANNED PARENTHOOD SOUTHEASTERN PENNSYLVANIA 1144 LOCUST STREET PHILADELPHIA, PA 19107		PUBLIC CHARITY	PROMOTORES DE SALUD IN NORRISTOWN AND COATESVILLE	35,000.
PREVENTION POINT PHILADELPHIA 166 WEST LEHIGH AVENUE, LOWER LEVEL PHILADELPHIA, PA 19133		PUBLIC CHARITY	STREET-SIDE HEALTH PROJECT	35,000.
PUBLIC CITIZENS FOR CHILDREN AND YOUTH 1709 BENJAMIN FRANKLIN PARKWAY PHILADELPHIA, PA 19103		PUBLIC CHARITY	ENHANCED HEALTH OUTREACH PROGRAM	35,000.
PUENTES DE SALUD 2029 SOUTH 8TH STREET PHILADELPHIA, PA 19148		PUBLIC CHARITY	LATINO INTEGRATED PRIMARY CARE AND BEHAVIORAL HEALTH PROGRAM	40,125.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

<div>Recipient</div> <div>Name and address (home or business)</div>	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
RESOURCES FOR HUMAN DEVELOPMENT FOR HEALTHY NEWSWORKS 4700 WISSAHICKON AVENUE PHILADELPHIA, PA 19144		PUBLIC CHARITY	HEALTHY NEWSWORKS STUDENT MEDIA PROGRAM	15,000.
SALUS UNIVERSITY, THE EYE INSTITUTE 8360 OLD YORK ROAD ELKINS PARK, PA 19027		PUBLIC CHARITY	MEETING THE VISION CARE NEEDS OF UNDERSERVED CHILDREN IN THE PHILADELPHIA PUBLIC SCHOOLS	12,000.
ST. CATHERINE LABOURE MEDICAL CLINIC 5838 GERMANTOWN AVENUE PHILADELPHIA, PA 19144		PUBLIC CHARITY	REGISTERED NURSE POSITION	40,000.
SUNDAY SUPPERS, A DIVISION OF SHARE FOOD PROGRAM 7203 LINCOLN DRIVE PHILADELPHIA, PA 19119		PUBLIC CHARITY	SUNDAY SUPPERS	30,000.
UNIVERSITY OF PENNSYLVANIA - URBAN NUTRITION INITIATIVE 3451 WALNUT STREET, SUITE 221 PHILADELPHIA, PA 19104		PUBLIC CHARITY	AUNI GROWING TOGETHER FOR HEALTHY COMMUNITIES	20,000.
VISITING NURSE ASSOCIATION - COMMUNITY SERVICES 1421 HIGHLAND AVENUE ABINGTON, PA 19001		PUBLIC CHARITY	CHILDREN'S HEALTH CENTER WITH SUPPORT FOR ACCESSING PUBLIC AND SOCIAL SERVICE BENEFITS	20,000.
VISITING NURSE ASSOCIATION OF GREATER PHILADELPHIA 3300 HENRY AVENUE, SUITE 500 PHILADELPHIA, PA 19129		PUBLIC CHARITY	NURSE PRACTITIONER IN THE HOME	40,000.
WOMEN OF FAITH AND HOPE P.O. BOX 14228 PHILADELPHIA, PA 19138		PUBLIC CHARITY	SUPPORT GROUPS AND COMMUNITY OUTREACH	8,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Approved for Future Payment (Continuation)**

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
DREXEL UNIVERSITY, CENTER FOR HUNGER-FREE COMMUNITIES 1505 RACE STREET, BELLET BUILDING PHILADELPHIA, PA 19102		PUBLIC CHARITY	A TRAUMA-INFORMED TANF: INTEGRATING SELF PEER SUPPORT GROUPS TO IMPROVE MATERNAL AND CHILD HEALTH	46,156.
GEARING UP THE TIGER BUILDING 1221 LOCUST STREET, SUITE 105 PHILADELPHIA, PA 19107		PUBLIC CHARITY	GEARING UP COMMUNITY PROGRAMS AND IMPACT EVALUATION	10,000.
MISSION KIDS - CHILD ADVOCACY CENTER OF MONTGOMERY COUNTY PO BOX 413 BLUE BELL, PA 19422		PUBLIC CHARITY	MISSION KIDS: A COORDINATED COMMUNITY RESPONSE TO CHILD ABUSE: CASE COORDINATOR PROGRAM	40,000.
PENNSYLVANIA HOSPITAL - DEPARTMENT OF OBSTETRICS & GYNECOLOGY 800 SPRUCE STREET PHILADELPHIA, PA 19107		PUBLIC CHARITY	LATINA COMMUNITY HEALTH SERVICES	96,688.
PHILADELPHIA CHILDREN'S ALLIANCE 42 SOUTH 15TH STREET, SUITE 300 PHILADELPHIA, PA 19102		PUBLIC CHARITY	VICTIM ADVOCACY AND MENTAL HEALTH SERVICES	20,000.
UNIVERSITY OF PENNSYLVANIA - URBAN NUTRITION INITIATIVE 3451 WALNUT STREET, SUITE 221 PHILADELPHIA, PA 19104		PUBLIC CHARITY	AUNI GROWING TOGETHER FOR HEALTHY COMMUNITIES	20,000.
Total from continuation sheets				232,844.

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
INTEREST	173.	173.	
TOTAL TO PART I, LINE 3	173.	173.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
CAPITAL GAINS					
DISTRIBUTIONS	364,748.	364,748.	0.	0.	
DIVIDENDS	304,058.	0.	304,058.	638,210.	
TO PART I, LINE 4	668,806.	364,748.	304,058.	638,210.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ALLOCATION OF PARTNERSHIP INCOME	392,928.		
TOTAL TO FORM 990-PF, PART I, LINE 11	392,928.		

FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL	7,208.	360.		6,848.
TO FM 990-PF, PG 1, LN 16A	7,208.	360.		6,848.

FORM 990-PF	ACCOUNTING FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTING	45,193.	1,510.		42,524.	
TO FORM 990-PF, PG 1, LN 16B	45,193.	1,510.		42,524.	

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT ADVISORY FEES	61,800.	61,800.		0.	
GRANT PROPOSAL REVIEWER	3,674.	0.		3,674.	
WEBSITE DEVELOPMENT	2,100.	0.		2,100.	
IT CONSULTING	5,060.	253.		4,807.	
TO FORM 990-PF, PG 1, LN 16C	72,634.	62,053.		10,581.	

FORM 990-PF	TAXES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
PF EXCISE TAX	20,500.	0.		0.	
FOREIGN TAXES	0.	15,552.		0.	
TO FORM 990-PF, PG 1, LN 18	20,500.	15,552.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ADMINISTRATIVE FEES	247,092.	12,355.		233,384.	
OFFICE EXPENSES	16,607.	830.		16,733.	
DUES AND SUBSCRIPTIONS	15,396.	0.		15,396.	
BANK CHARGES	195.	195.		0.	
OTHER PARTNERSHIP EXPENSES FROM K-1'S	0.	227,671.		0.	
TO FORM 990-PF, PG 1, LN 23	279,290.	241,051.		265,513.	

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT	9
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE	
U.S. GOVERNMENT AND FOREIGN GOVERNMENT BONDS (SEE ATTACHMENT A)	X		1,939,709.	1,939,709.	
TOTAL U.S. GOVERNMENT OBLIGATIONS			1,939,709.	1,939,709.	
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS					
TOTAL TO FORM 990-PF, PART II, LINE 10A			1,939,709.	1,939,709.	

FORM 990-PF	OTHER INVESTMENTS			STATEMENT	10
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE		
FIXED INCOME BONDS-LOOMIS CORE PLUS BOND FUND	FMV	3,964,684.	3,964,684.		
FIXED INCOME BONDS-SANKATY SENIOR LOAN FUND	FMV	1,287,821.	1,287,821.		
FIXED INCOME BONDS-PIMCO TOTAL RETURN BOND FUND Y	FMV	0.	0.		
EQUITY FUNDS-ABERDEEN EMERGING MARKETS	FMV	2,277,169.	2,277,169.		
EQUITY FUNDS-ARTISAN MID CAP FUND INST SHS	FMV	3,138,214.	3,138,214.		
EQUITY FUNDS-BMO SMALL-CAP GROWTH FUND INST	FMV	1,102,038.	1,102,038.		

EQUITY FUNDS-HARBOR INTERNATIONAL FUND-INST	FMV	4,034,045.	4,034,045.
EQUITY FUNDS-PIMCO COMMODITY/REAL RETURN	FMV	1,025,136.	1,025,136.
HEDGE FUNDS-PIMCO STOCK PLUS LP B	FMV	4,021,172.	4,021,172.
HEDGE FUNDS-GRYPHON INTERNATIONAL EAFE GROWTH FUND	FMV	4,037,841.	4,037,841.
HEDGE FUNDS-IRIDIAN PRIVATE EQUITY	FMV	3,610,918.	3,610,918.
HEDGE FUNDS-ADVISORY SMALL/MID CAP VALUE II	FMV	1,334,294.	1,334,294.
HEDGE FUNDS-FORESTER OFFSHORE LTD CLASS B 1/10	FMV	2,591,578.	2,591,578.
HEDGE FUNDS-FORESTER OFFSHORE LTD CLASS A 10/09	FMV	1,606,925.	1,606,925.
PRIVATE EQUITY-TIFF PRIVATE EQUITY PARTNERS 2008,LLC	FMV	736,275.	736,275.
PRIVATE EQUITY-TIFF PRIVATE EQUITY PARTNERS 2009,LLC	FMV	627,649.	627,649.
PRIVATE EQUITY-TIFF PRIVATE EQUITY PARTNERS 2011,LLC	FMV	545,896.	545,896.
REAL ESTATE FUNDS-MADISON INTERNATIONAL REAL ESTATE LIQUIDITY FUND	FMV	982,481.	982,481.
REAL ESTATE FUNDS-BPG FUND IX	FMV	278,618.	278,618.
HEDGE FUNDS-FPA MULTI ADVISOR FUND	FMV	1,907,753.	1,907,753.
HEDGE FUNDS-LONE JUNIPER	FMV	1,409,120.	1,409,120.
PRIVATE EQUITY-RCP FUND VIII	FMV	163,549.	163,549.
TOTAL TO FORM 990-PF, PART II, LINE 13		40,683,176.	40,683,176.

FORM 990-PF	OTHER ASSETS		STATEMENT 11
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
DEPOSITS	15,767.	15,767.	15,767.
DUE FROM INVESTMENT CUSTODIAN	4,387,442.	0.	0.
PREPAID FEDERAL EXCISE TAX	22,500.	2,000.	2,000.
TO FORM 990-PF, PART II, LINE 15	4,425,709.	17,767.	17,767.

FORM 990-PF	OTHER LIABILITIES	STATEMENT 12
DESCRIPTION	BOY AMOUNT	EOY AMOUNT
DEFERRED FEDERAL EXCISE TAX LIABILITY	97,000.	185,000.
TOTAL TO FORM 990-PF, PART II, LINE 22	97,000.	185,000.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT 13
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
JULIA R. DUTTON, PHD 230 SOUTH BROAD STREET, SUITE 402 PHILADELPHIA, PA 19102	CHAIR 3.00	0.	0.	0.
JANE G. PEPPER 230 SOUTH BROAD STREET, SUITE 402 PHILADELPHIA, PA 19102	VICE CHAIR 2.00	0.	0.	0.
KEITH KASPER 230 SOUTH BROAD STREET, SUITE 402 PHILADELPHIA, PA 19102	TREASURER 2.00	0.	0.	0.
SUZANNE SHEEHAN BECKER 230 SOUTH BROAD STREET, SUITE 402 PHILADELPHIA, PA 19102	SECRETARY 2.00	0.	0.	0.
RONNIE L. BLOOM, ESQ. 230 SOUTH BROAD STREET, SUITE 402 PHILADELPHIA, PA 19102	DIRECTOR 1.00	0.	0.	0.
R. MICHAEL BUCKLEY, MD, FACP 230 SOUTH BROAD STREET, SUITE 402 PHILADELPHIA, PA 19102	DIRECTOR 1.00	0.	0.	0.
HELEN L. COONS, PHD, ABPP 230 SOUTH BROAD STREET, SUITE 402 PHILADELPHIA, PA 19102	DIRECTOR 1.00	0.	0.	0.
JOAN KENNERSON KING 230 SOUTH BROAD STREET, SUITE 402 PHILADELPHIA, PA 19102	DIRECTOR 1.00	0.	0.	0.

FIRST HOSPITAL FOUNDATION

23-2904262

LAWRENCE T. MANGAN 230 SOUTH BROAD STREET, SUITE 402 PHILADELPHIA, PA 19102	DIRECTOR 2.00	0.	0.	0.
A. SCOTT MCNEAL, DO 230 SOUTH BROAD STREET, SUITE 402 PHILADELPHIA, PA 19102	DIRECTOR 2.00	0.	0.	0.
SUSAN E. PHILLIPS 230 SOUTH BROAD STREET, SUITE 402 PHILADELPHIA, PA 19102	DIRECTOR 2.00	0.	0.	0.
ESTELLE B. RICHMAN 230 SOUTH BROAD STREET, SUITE 402 PHILADELPHIA, PA 19102	DIRECTOR 1.00	0.	0.	0.
WANDA RONNER, MD 230 SOUTH BROAD STREET, SUITE 402 PHILADELPHIA, PA 19102	DIRECTOR 1.00	0.	0.	0.
PAMELA A. STRISOFKY, CPA 230 SOUTH BROAD STREET, SUITE 402 PHILADELPHIA, PA 19102	DIRECTOR 2.00	0.	0.	0.
PETER A. THOMPSON 230 SOUTH BROAD STREET, SUITE 402 PHILADELPHIA, PA 19102	DIRECTOR 1.00	0.	0.	0.
DAVID J. WILLIAMS, PHD 230 SOUTH BROAD STREET, SUITE 402 PHILADELPHIA, PA 19102	DIRECTOR 2.00	0.	0.	0.
JOANNE R. DENWORTH (THRU 4.13) 230 SOUTH BROAD STREET, SUITE 402 PHILADELPHIA, PA 19102	DIRECTOR 2.00	0.	0.	0.
BRUCE W. HERDMAN (THRU 4.13) 230 SOUTH BROAD STREET, SUITE 402 PHILADELPHIA, PA 19102	DIRECTOR 2.00	0.	0.	0.
NATALIE LEVKOVICH (THRU 4.13) 230 SOUTH BROAD STREET, SUITE 402 PHILADELPHIA, PA 19102	DIRECTOR 2.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF

EXPENDITURE RESPONSIBILITY STATEMENT
PART VII-B, LINE 5C

STATEMENT 14

GRANTEE'S NAME

PHOENIXVILLE HEALTHCARE ACCESS FOUNDATION

GRANTEE'S ADDRESS723 WHEATLAND STREET, SUITE 2C PO BOX 591
PHOENIXVILLE, PA 19460

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>	<u>VERIFICATION DATE</u>
20,000.	12/17/13	20,000.	07/31/13

PURPOSE OF GRANT

TO SUPPORT THE DENTAL PROGRAM WHICH PROVIDES DENTAL CARE TO LOW-INCOME CHILDREN AND ADULTS WHOSE FAMILIES LACK INSURANCE COVERAGE FOR DENTAL SERVICES

DATES OF REPORTS BY GRANTEE

INTERIM GRANT REPORT DATED JULY 31, 2013

ANY DIVERSION BY GRANTEE

NO KNOWN FUNDS DIVERTED FROM GRANT PURPOSE

RESULTS OF VERIFICATION

GRANT FUNDS WERE FOUND TO HAVE BEEN USED FOR GRANT PURPOSE