Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation

▶ Do not enter Social Security numbers on this form as it may be made public.

▶ Information about Form 990-PF and its separate instructions is at *www.irs.gov/form990pf*.

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning , 2013, and ending , 20

Name of foundation Aqua Charitable Trust	A Employer identification number 23-2985234
Number and street (or P O box number if mail is not delivered to street address) Room/suite 762 West Lancaster Avenue	B Telephone number (see instructions) 610 645 1134
City or town, state or province, country, and ZIP or foreign postal code Bryn Mawr, PA 19010	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)* ▶ $ 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)	900,500			
	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				
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10				
	b	Gross sales price for all assets on line 6a				
	7	Capital gain net income (from Part IV, line 2)				
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less: Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	900,500		900,500	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	4,500		4,500	4,500
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions)				
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)				
	24	**Total operating and administrative expenses.** Add lines 13 through 23	4,500			4,500
	25	Contributions, gifts, grants paid	489,220			489,220
	26	**Total expenses and disbursements.** Add lines 24 and 25	493,720			493720
	27	Subtract line 26 from line 12.				
	a	**Excess of revenue over expenses and disbursements**	406,780			
	b	**Net investment income** (if negative, enter -0-)				
	c	**Adjusted net income** (if negative, enter -0-)			406,780	

SCANNED NOV 17 2014

5-16

14

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	End of year (c) Fair Market Value
Assets	1 Cash—non-interest-bearing	54,494	424674	424,674
	2 Savings and temporary cash investments			
	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			
	10a 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)			
	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)	54,494	424,674	424,674
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)			
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	54,494	424,674	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	54,494	426,674	
	31 Total liabilities and net assets/fund balances (see instructions)			

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	54,494
2	Enter amount from Part I, line 27a	2	406,780
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	491,274
5	Decreases not included in line 2 (itemize) ▶ Outstanding Checks	5	36,600
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	424,674

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				
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				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(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	
a				
b				
c				
d				
e				

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

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

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

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

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

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

1 Enter the appropriate amount in each column for each year; see 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			
2011			
2010			
2009			
2008			

2	**Total** of line 1, column (d)	2	
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	
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	
5	Multiply line 4 by line 3	5	
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	
7	Add lines 5 and 6	7	
8	Enter qualifying distributions from Part XII, line 4	8	493,720

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1		
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		
3	Add lines 1 and 2	3		
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		
6	Credits/Payments:			
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — 6a			
b	Exempt foreign organizations—tax withheld at source — 6b			
c	Tax paid with application for extension of time to file (Form 8868) — 6c			
d	Backup withholding erroneously withheld — 6d			
7	Total credits and payments. Add lines 6a through 6d	7		
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9		
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10		
11	Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ▶ ________ **Refunded** ▶	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?	1a		✓
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		✓
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		✓
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		✓
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		✓
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		✓
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		✓
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		
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	✓	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ ________			
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	✓	
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*	9		
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		✓

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		✓
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		✓
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	✓	

Website address ▶ WWW.AQUAAMERICA.COM

14 The books are in care of ▶ The Directors Telephone no. ▶ 610 525 1400

Located at ▶ 762 West Lancaster Avenue, Bryn Mawr PA 19010 ZIP+4 ▶

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 |

			Yes	No
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?	16		✓
	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		✓
	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 2013?	1c		✓
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? ☐ 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		✓
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 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.)*	3b		✓
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		✓
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?	4b		✓

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** ✓

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? ☐ Yes ☑ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** ✓

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

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

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

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
Nicholas DeBenedictis 762 West Lancaster Ave. Bryn Maw, Pa 19010	Chairman/CEO	.5 hrs 0	0	0
Christopher H Franklin Address same as above	Ex VP COO	5 hrs -0-0-.5hr	0	0
David P Smeltzer Address same as above	Ex VP CFO	.5 hrs 0-0 5hr	0	0
Karl Kyriss Address same as above	Ex VP	.5 hrs 0-0.5hr	0	0

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
NOT APPLICABLE				

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

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	
NOT APPLICABLE		
Total number of others receiving over $50,000 for professional services ▶		

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
2 NONE	
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	
Total. Add lines 1 through 3 ▶	

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	NA
b	Average of monthly cash balances	1b	
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	
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	
4	Cash deemed held for charitable activities. Enter 1 ½ % of line 3 (for greater amount, see instructions)	4	
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	
6	***Minimum investment return.*** Enter 5% of line 5	6	

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	
2a	Tax on investment income for 2013 from Part VI, line 5 2a		
b	Income tax for 2013. (This does not include the tax from Part VI.) 2b		
c	Add lines 2a and 2b	2c	
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	
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	

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	493,720
b	Program-related investments—total from Part IX-B	1b	
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	493,720
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	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	493,720

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 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only				
b Total for prior years: 20___,20___,20___				
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				
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ $				
a Applied to 2012, 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 2013 distributable amount				
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2013 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6 **Enter the net total of each column as indicated below:**				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b				
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 2012. Subtract line 4a from line 2a. Taxable amount—see instructions				
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				
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 2008 not applied on line 5 or line 7 (see instructions)				
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a				
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)

1a 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(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon. a "Assets" alternative test—enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test—enter ⅔ of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

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

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

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

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

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

c Any submission deadlines:

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

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*				
PLEASE SEE THE ATTACHED LIST OF PAYMENTS MADE				489,220
Total ▶ 3a				
b *Approved for future payment*				
Total ▶ 3b				

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) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b NA					
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					
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					
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)					

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

(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.)

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

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

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: [signature] Date: 10/22/14 Title: CFO

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
		10/22/14		
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no	

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at *www.irs.gov/form990.*

OMB No 1545-0047
2013

Name of the organization	Employer identification number

Organization type (check one):

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☑ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

☑ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the $33\frac{1}{3}$% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than $1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions of $5,000 or more during the year . . . . ▶ $ ____________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization	Employer identification number

Part I **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
	AQUA PENNSYLVANIA INC. 762 WEST LANCASTER AVENUE BRYN MAWR, PA 19010	$ 900,500	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Tran. Date	Tran. Account Name	Tran. Disbursed Amount	Status	Purpose
1/7/2013	Pennsylvania Horticultural Society	$5,000.00	Exempt	Community
1/7/2013	Williamson Free School, The	$5,000.00	Exempt	Community
1/7/2013	Pennsylvania Society	$700.00	Exempt	Community
1/7/2013	Valley Forge Fire Co.	$1,000.00	Exempt	Health& Human Service
1/7/2013	Bryn Mawr Fire Company	$1,000.00	Exempt	Health& Human Service
1/7/2013	Springfield Fire Company	$1,000.00	Exempt	Health& Human Service
1/7/2013	Goshen Fire Company	$1,000.00	Exempt	Health& Human Service
1/7/2013	Willow Grove Fire Company	$1,000.00	Exempt	Health& Human Service
1/7/2013	King of Prussia Volunteer Fire Company	$1,000.00	Exempt	Health& Human Service
1/7/2013	Parkland Fire Company	$1,000.00	Exempt	Health& Human Service
1/7/2013	Middletown Township Fire Company	$1,000.00	Exempt	Health& Human Service
1/7/2013	West Bradford Fire Company	$1,000.00	Exempt	Health& Human Service
1/7/2013	Rose Tree Fire Company	$1,000.00	Exempt	Health& Human Service
1/7/2013	Alex's Lemonade Stand	$1,000.00	Exempt	Community
1/16/2013	Silver Lake Nature Center	($500.00)	Exempt	Human Service
1/16/2013	Springfield Fire Company	($1,000.00)	Exempt	Health& Human Service
1/16/2013	Goshen Fire Company	($1,000.00)	Exempt	Health& Human Service
1/16/2013	Willow Grove Fire Company	($1,000.00)	Exempt	Health& Human Service
1/16/2013	King of Prussia Volunteer Fire Company	($1,000.00)	Exempt	Health& Human Service
1/16/2013	Parkland Fire Company	($1,000.00)	Exempt	Health& Human Service
1/16/2013	Middletown Township Fire Company	($1,000.00)	Exempt	Health& Human Service
1/16/2013	West Bradford Fire Company	($1,000.00)	Exempt	Health& Human Service
1/16/2013	Rose Tree Fire Company	($1,000.00)	Exempt	Health& Human Service
1/21/2013	Settlement Music School	$5,000.00	Exempt	Community
1/21/2013	Commonwealth Foundation	$1,000.00	Exempt	Health& Human Service
1/21/2013	Operation Understanding	$600.00	Exempt	Community
1/21/2013	Natural Lands Trust	$1,000.00	Exempt	Envioronment
1/21/2013	Nepal Foundation, The	$5,000.00	Exempt	Arts & Culture
1/21/2013	Gettysburg Foundation	$2,500.00	Exempt	Community
1/21/2013	Echoes Around the World	$5,000.00	Exempt	Education
1/30/2013	March of Dimes	$5,000.00	Exempt	Human Services
1/30/2013	American Heart Association	$2,500.00	Exempt	Health& Human Service
1/30/2013	Water for People	$3,500.00	Exempt	Human Services
1/30/2013	Epilepsy Foundation of Eastern PA	$2,500.00	Exempt	Health& Human Service

1/30/2013	Tyler Arboretum	$1,000.00	Exempt	Community
1/30/2013	Girl Scouts of Eastern Pennsylvania	$2,500.00	Exempt	Education
1/30/2013	Delaware County Historical Society	$500.00	Exempt	Community
1/30/2013	West Chester University Foundation	$2,500.00	Exempt	Education
1/30/2013	Friends of West Chester Parks & Recreation	$5,000.00	Exempt	Envioronment
2/7/2013	Associatione Regionale Abruzzo Delaware County	($500.00)	Exempt	Community
2/11/2013	American Red Cross	$700.00	Exempt	Community
2/11/2013	UNCF	$3,000.00	Exempt	Health& Human Service
2/11/2013	Media Theatre for the Performing Arts, The	$1,000.00	Exempt	Arts & Culture
2/11/2013	Chester County Futures	$1,000.00	Exempt	Arts & Culture
2/11/2013	Associatione Regionale Abruzzo Delaware County	$500.00	Exempt	Community
2/11/2013	Women Organized Against Rape	$5,000.00	Exempt	Human Services
2/14/2013	Cabrini College	$1,000.00	Exempt	Education
2/14/2013	Drexel University	$5,000.00	Exempt	Education
2/14/2013	Elwyn Foundation	$5,000.00	Exempt	Human Services
2/14/2013	Rock School for Dance Education, The	$5,000.00	Exempt	Human Services
2/14/2013	African American Museum in Philadelphia	$1,500.00	Exempt	Community
2/14/2013	Presbyterian Children's Village	$500.00	Exempt	Community
2/22/2013	Women's Resource Center	$500.00	Exempt	Human Services
2/22/2013	Water Resources Assoc. of the Delaware River Basin	$1,875.00	Exempt	Envioronment
2/22/2013	Crozer-Chester Foundation	$3,500.00	Exempt	Human Services
2/22/2013	Friends of the Medal of Honor Grove	$1,500.00	Exempt	Community
3/8/2013	Main Line Art Center	$1,000.00	Exempt	Arts & Culture
3/8/2013	Paoli Hospital Foundation	$1,000.00	Exempt	Health& Human Service
3/8/2013	Wissahickon Valley Watershed Assoc.	$500.00	Exempt	Envioronment
3/8/2013	Darby Creek Valley Association	$500.00	Exempt	Envioronment
3/8/2013	Community Volunteers in Medicine	$1,000.00	Exempt	Health& Human Service
3/15/2013	American Red Cross	$6,465.00	Exempt	Community
3/15/2013	Walnut Street Theatre	$1,000.00	Exempt	Arts & Culture
3/15/2013	Surrey Services for Seniors	$2,500.00	Exempt	Human Services
3/15/2013	Academy of Music	$2,400.00	Exempt	Arts & Culture
3/15/2013	Chester-Ridley-Crum Watershed Association	$1,500.00	Exempt	Envioronment
3/15/2013	Magee Rehabilitation	$1,250.00	Exempt	Health& Human Service
3/15/2013	University of the Arts	$1,000.00	Exempt	Arts & Culture
3/15/2013	Water for Waslala	$250.00	Exempt	Envioronment

4/3/2013	Perkiomen Watershed Conservancy	$2,000.00	Exempt	Enviorenment
4/3/2013	Saint Joseph's University	$3,000.00	Exempt	Education
4/3/2013	Bryn Mawr Hospital, The	$1,500.00	Exempt	Health& Human Service
4/3/2013	Sickle Cell Disease Association	$180.00	Exempt	Health& Human Service
4/3/2013	Bryn Mawr Beautiful Foundation	$500.00	Exempt	Community
4/3/2013	Riverbend Envir. Educational Center	$1,000.00	Exempt	Enviorenment
4/3/2013	Cooper Foundation, The	$1,000.00	Exempt	Arts & Culture
4/3/2013	Girl Scouts	$2,000.00	Exempt	Community
4/3/2013	WePAC	$250.00	Exempt	Human Services
4/3/2013	Philadelphia Global Water Initiative	$500.00	Exempt	Human Services
4/11/2013	American Cancer Society	$1,000.00	Exempt	Health& Human Service
4/11/2013	Walnut Street Theatre	$5,000.00	Exempt	Arts & Culture
4/11/2013	Brandywine Valley Association, Inc.	$1,000.00	Exempt	Enviorenment
4/11/2013	Pennsylvania Society	$3,500.00	Exempt	Community
4/11/2013	New Horizons Center	$500.00	Exempt	Human Services
4/11/2013	Mission Kids Child Advocacy Center of Montgomery County	$500.00	Exempt	Human Services
4/11/2013	Bringing Hope Home	$3,000.00	Exempt	Community
4/11/2013	Saint John Neumann Society	$1,500.00	Exempt	Community
4/11/2013	Habitat for Humanity	$2,500.00	Exempt	Human Services
4/11/2013	Bethesda Project	$1,000.00	Exempt	Human Services
4/11/2013	CLARIFI	$250.00	Exempt	Health& Human Service
4/24/2013	Cabrini College	$750.00	Exempt	Education
4/24/2013	Whyy	$1,500.00	Exempt	Community
4/24/2013	Rosemont College	$10,000.00	Exempt	Education
4/24/2013	LaSalle University	$500.00	Exempt	Education
4/24/2013	Cradle of Liberty, BSA	$5,000.00	Exempt	Education
4/24/2013	Elder Net	$500.00	Exempt	Human Services
5/8/2013	Gaudenzia, Inc.	$500.00	Exempt	Human Services
5/8/2013	Fairmount Park Conservancy	$5,000.00	Exempt	Community
5/8/2013	World Trade Center of Greater Philadelphia	$500.00	Exempt	Community
5/8/2013	Millay Club, The	$500.00	Exempt	Arts & Culture
5/8/2013	Green Lane Fire Company	$250.00	Exempt	Community
5/8/2013	Chester County Council, BSA	$750.00	Exempt	Community
5/9/2013	Team Pennsylvania Foundation	$5,000.00	Exempt	Community
5/9/2013	Woodlynde School	$500.00	Exempt	Education

5/9/2013	Moore College of Art & Design	$500.00	Exempt	Arts & Culture
5/9/2013	DARE New Jersey, Inc.	$1,000.00	Exempt	Community
6/3/2013	American Red Cross	$750.00	Exempt	Health& Human Service
6/3/2013	Drexel University	$5,000.00	Exempt	Education
6/3/2013	Arden Theater Company	$500.00	Exempt	Arts & Culture
6/3/2013	Arden Theater Company	$2,500.00	Exempt	Arts & Culture
6/3/2013	DCCC Educational Foundation	$1,500.00	Exempt	Education
6/3/2013	BLOCS-Business Leaders Organized for Catholic Schools	$1,500.00	Exempt	Education
6/3/2013	Chester-Ridley-Crum Watershed Association	$200.00	Exempt	Envriorenment
6/3/2013	Drexel University College of Medicine	$2,000.00	Exempt	Education
6/3/2013	Kimmel Center	$5,000.00	Exempt	Community
6/3/2013	American Cancer Society	$500.00	Exempt	Health& Human Service
6/3/2013	Delaware County Historical Society	$2,500.00	Exempt	Education
6/3/2013	Walk for the Wounded	$500.00	Exempt	Human Services
6/3/2013	Delaware County Veterans Memorial Association	$50.00	Exempt	Health& Human Service
6/3/2013	Colonial Neighborhood Council	$500.00	Exempt	Arts & Culture
6/3/2013	Pelotonia	$1,000.00	Exempt	Human Services
6/3/2013	Hardy Williams Education Fund	$1,000.00	Exempt	Education
6/3/2013	Volunteer English Program in Chester County	$1,000.00	Exempt	Community
6/12/2013	World Affairs Council of Philadelphia	$2,500.00	Exempt	Community
6/12/2013	Community YMCA	$2,250.00	Exempt	Community
6/12/2013	Economy League of Greater Philadelphia	$1,000.00	Exempt	Community
6/12/2013	Junior Achievement of Delaware Valley	$4,000.00	Exempt	Community
6/12/2013	Saint Joseph's University	$2,500.00	Exempt	Education
6/12/2013	Pennsylvania Environmental Council	$3,000.00	Exempt	Enviorenment
6/12/2013	Natural Lands Trust	$1,000.00	Exempt	Enviorenment
6/12/2013	Lower Merion Conservancy	$500.00	Exempt	Community
6/12/2013	Freire Charter School	$1,000.00	Exempt	Education
6/12/2013	Foundation Fighting Blindness	$3,000.00	Exempt	Human Services
6/12/2013	American Water Resources Association	$500.00	Exempt	Enviorenment
6/12/2013	Central Pennsylvania Conservancy	$500.00	Exempt	Community
7/1/2013	Wayne Art Center	$1,000.00	Exempt	Arts & Culture
7/1/2013	Harcum College	$500.00	Exempt	Education
7/1/2013	American Diabetes Association	$500.00	Exempt	Human Services
7/1/2013	Bryn Mawr Beautiful Foundation	$500.00	Exempt	Community

7/1/2013	United Cerebral Palsy Association	$1,000.00	Exempt	Human Services
7/1/2013	Siloam Ministries, Inc.	$500.00	Exempt	Community
7/1/2013	Northwestern Human Services Foundation	$500.00	Exempt	Human Services
7/1/2013	Conservation Fund	$1,000.00	Exempt	Human Services
7/1/2013	Laurel House	$5,000.00	Exempt	Human Services
7/1/2013	Greater Glenside Patriotic Association	$500.00	Exempt	Community
7/1/2013	Sons of Italy	$250.00	Exempt	Community
7/1/2013	Chester County Chamber Foundation	$1,750.00	Exempt	Community
7/1/2013	Community Arts Center	$500.00	Exempt	Arts & Culture
7/1/2013	CHAD	$500.00	Exempt	Human Services
7/11/2013	Perkiomen Watershed Conservancy	$1,500.00	Exempt	Enviorenment
7/11/2013	Delaware County Historical Society	$2,500.00	Exempt	Education
7/11/2013	Checking for Charity Corp	$250.00	Exempt	Education
7/11/2013	Newlin Grist Mill	$500.00	Exempt	Human Services
7/11/2013	St. Paul's Episcopal Church	$250.00	Exempt	Community
7/11/2013	Domestic Abuse Project of Delaware County	$300.00	Exempt	Human Services
7/11/2013	Saint Mary Manor	$100.00	Exempt	Community
7/11/2013	Center City District Foundation	$2,500.00	Exempt	Community
7/15/2013	Drexel University College of Medicine	($300.00)	Exempt	Education
7/26/2013	Academy of Natural Sciences	$1,500.00	Exempt	Community
7/26/2013	Philadelphia Orchestra, The	$5,000.00	Exempt	Arts & Culture
7/26/2013	Nello Memorial Committee	$650.00	Exempt	Education
7/26/2013	Veterans National Education Program	$2,500.00	Exempt	Community
8/2/2013	Magee Rehabilitation	$1,000.00	Exempt	Human Services
8/2/2013	Angel Flight East	$1,000.00	Exempt	Human Services
8/2/2013	African American Female Entrepreneurs	$500.00	Exempt	Community
8/2/2013	American Legion	$250.00	Exempt	Community
8/2/2013	Trustees of the University of Pennsylvania	$1,000.00	Exempt	Education
8/2/2013	Els for Autism	$1,000.00	Exempt	Education
8/15/2013	Franklin Institute Science Museum	$1,000.00	Exempt	Education
8/15/2013	Lansdowne Economic Development Corporation	$500.00	Exempt	Community
8/15/2013	Bringing Hope Home	$300.00	Exempt	Human Services
8/15/2013	R.W. Sorrell Scholarship Fund	$150.00	Exempt	Education
8/15/2013	Saint Mary Manor	$660.00	Exempt	Community
9/4/2013	American Red Cross	$250.00	Exempt	Human Services

9/4/2013	National Italian American Foundation	$1,000.00	Exempt	Community
9/4/2013	National Liberty Museum	$1,000.00	Exempt	Community
9/4/2013	REDI, Inc.	$500.00	Exempt	Envioronment
9/4/2013	Friends of Independence National Historical Park	$1,000.00	Exempt	Education
9/4/2013	Wayne Memorial Health Foundation	$550.00	Exempt	Community
9/5/2013	American Legion	($250.00)	Exempt	Community
9/5/2013	American Legion	$250.00	Exempt	Community
9/9/2013	Lansdowne Economic Development Corporation	($500.00)	Exempt	Community
9/11/2013	Partnership for the Delaware Estuary, Inc.	$2,000.00	Exempt	Education
9/11/2013	Lincoln University	$1,500.00	Exempt	Education
9/11/2013	Walk for the Wounded	($500.00)	Exempt	Community
9/11/2013	Schuylkill River Heritage Center	$1,000.00	Exempt	Community
9/11/2013	Moyer Foundation, The	$2,000.00	Exempt	Community
9/23/2013	Temple University	$3,015.00	Exempt	Education
9/23/2013	YMCA-Lionville Community	$350.00	Exempt	Community
9/23/2013	Eastern University	$800.00	Exempt	Education
9/23/2013	National Multiple Sclerosis Society	$500.00	Exempt	Health& Human Service
9/23/2013	Living Beyond Breast Cancer	$1,000.00	Exempt	Health& Human Service
9/23/2013	St. Thomas More Society	$500.00	Exempt	Community
9/23/2013	Foundation for Enhancing Communities, The	$5,000.00	Exempt	Community
9/23/2013	Penn Wood Foundation	$600.00	Exempt	Community
9/27/2013	Whyy	$1,000.00	Exempt	Community
9/27/2013	Perkiomen Watershed Conservancy	$1,400.00	Exempt	Envioronment
9/27/2013	Roman Catholic High School	$3,500.00	Exempt	Education
9/27/2013	Run for Heroes, Inc.	$2,500.00	Exempt	Community
9/27/2013	Leukemia & Lymphoma Society	$2,500.00	Exempt	Human Services
9/27/2013	Unite for HER	$1,000.00	Exempt	Human Services
10/12/2013	United Way of Greater Philadelphia & Southern NJ	$37,000.00	Exempt	Human Services
10/12/2013	Brandywine Valley Association, Inc.	$500.00	Exempt	Envioronment
10/12/2013	Caron Foundation	$5,000.00	Exempt	Community
10/12/2013	Bryn Mawr Rehabilitation Hospital	$1,000.00	Exempt	Health& Human Service
10/12/2013	Chester-Ridley-Crum Watershed Association	$1,000.00	Exempt	Envioronment
10/12/2013	Riverbend Envir. Educational Center	$3,300.00	Exempt	Envioronment
10/12/2013	Bryn Mawr Film Institute	$5,000.00	Exempt	Arts & Culture
10/12/2013	Community Action Agency of Delaware County	$1,000.00	Exempt	Community

10/12/2013	WYCK Association	$500.00	Exempt	Human Services
10/16/2013	Paoli Hospital Foundation	($1,000.00)	Exempt	Health& Human Service
10/16/2013	Paoli Hospital Foundation	$1,000.00	Exempt	Health& Human Service
10/16/2013	Ann Silverman Community Health Clinic	$1,000.00	Exempt	Health& Human Service
10/28/2013	Anti-Defamation League	$3,000.00	Exempt	Community
10/28/2013	Economy League of Greater Philadelphia	$1,000.00	Exempt	Community
10/28/2013	Junior Achievement of Delaware Valley	$6,000.00	Exempt	Community
10/28/2013	Cystic Fibrosis Foundation- Del. Valley Chapter	$1,200.00	Exempt	Health& Human Service
10/28/2013	Brandywine Valley Association, Inc.	$625.00	Exempt	Community
10/28/2013	Avenue of the Arts	$1,000.00	Exempt	Arts & Culture
10/28/2013	YMCA - Philadelphia Freedom Valley	$500.00	Exempt	Community
10/28/2013	Delaware County Veterans Memorial Association	$5,000.00	Exempt	Human Services
10/28/2013	Clinic, The	$500.00	Exempt	Human Services
11/11/2013	League of Women Voters	$500.00	Exempt	Community
11/11/2013	Pennsylvania Resources Council, Inc. (PRC)	$1,500.00	Exempt	Community
11/11/2013	Temple University	$1,500.00	Exempt	Education
11/11/2013	Chester County Historical Society	$2,500.00	Exempt	Community
11/11/2013	Water Resources Assoc. of the Delaware River Basin	$200.00	Exempt	Enviorenment
11/11/2013	Philadelphia Hospitality, Inc.	$2,500.00	Exempt	Community
11/11/2013	Surrey Services for Seniors	$2,500.00	Exempt	Human Services
11/11/2013	American Jewish Committee	$2,500.00	Exempt	Community
11/11/2013	Foreign Policy Research Institute	$1,000.00	Exempt	Community
11/11/2013	Magee Rehabilitation	$5,000.00	Exempt	Human Services
11/11/2013	Devereux PA	$2,000.00	Exempt	Human Services
11/11/2013	Pennsylvania Veterans Museum	$300.00	Exempt	Community
11/11/2013	Academy In Manyunk	$1,000.00	Exempt	Education
11/11/2013	Delaware County Community Foundation	$5,000.00	Exempt	Community
11/11/2013	American Revolution Center, The	$5,000.00	Exempt	Community
11/11/2013	Philadelphia Mummers Brigade Association	$5,000.00	Exempt	Community
11/11/2013	Philadelphia Education Fund	$1,000.00	Exempt	Education
11/11/2013	Philadelphia Festival of the Arts, Inc.	$5,000.00	Exempt	Arts & Culture
11/20/2013	Free Library of Philadelphia	$5,000.00	Exempt	Community
11/20/2013	CORA Services, Inc.	$2,500.00	Exempt	Enviorenment
11/20/2013	Urban League of Philadelphia	$1,000.00	Exempt	Education
11/20/2013	Northwestern Human Services Foundation	$1,000.00	Exempt	Human Services

11/20/2013	Elwyn Foundation	$1,000.00	Exempt	Human Services
11/20/2013	Pennsylvania Society	$5,000.00	Exempt	Community
11/20/2013	Pennsylvania Society	$4,800.00	Exempt	Community
11/20/2013	PCVB Foundation	$10,000.00	Exempt	Human Services
11/20/2013	CASA Youth Advocates	$200.00	Exempt	Arts & Culture
11/20/2013	Friends Association	$1,000.00	Exempt	Community
11/25/2013	Ludington Public Library	$500.00	Exempt	Community
11/25/2013	Women for Greater Philadelphia	$250.00	Exempt	Community
11/25/2013	Cynwyd HSA	$250.00	Exempt	Education
11/25/2013	Folcroft Fire Company	$250.00	Exempt	Community
12/11/2013	United Way of Greater Philadelphia & Southern NJ	$150.00	Exempt	Community
12/11/2013	WVIA Public Media	$150.00	Exempt	Community
12/11/2013	Blind Relief Fund of Philadelphia	$500.00	Exempt	Human Services
12/11/2013	Pennsylvania Society	$1,000.00	Exempt	Community
12/11/2013	Cradle of Liberty, BSA	$5,000.00	Exempt	Education
12/11/2013	Project H.O.M.E.	$150.00	Exempt	Education
12/11/2013	Community Action Agency of Delaware County	$200.00	Exempt	Human Services
12/11/2013	Crisis Assistance Ministry	$150.00	Exempt	Human Services
12/11/2013	Food Allergy Research Initiative	$500.00	Exempt	Health& Human Service
12/11/2013	Stuart Country Day School of the Sacred Heart	$150.00	Exempt	Education
12/19/2013	Drexel University	$5,000.00	Exempt	Education
12/19/2013	Historic Philadelphia, Inc.	$500.00	Exempt	Community
12/19/2013	YMCA - Philadelphia Freedom Valley	$5,000.00	Exempt	Community
12/19/2013	University of Pittsburgh/Thornburgh Forum	$500.00	Exempt	Education
12/19/2013	Nepal Foundation, The	$150.00	Exempt	Arts & Culture
12/19/2013	Oakmont Fire Company No. 1	$5,000.00	Exempt	Health& Human Service
12/19/2013	Holy Redeemer Health System	$150.00	Exempt	Health& Human Service
12/19/2013	Heritage of Faith - Vision of Hope	$5,000.00	Exempt	Education
12/19/2013	Salvation Army	$5,000.00	Exempt	Human Services
12/19/2013	West Chester University Foundation	$5,000.00	Exempt	Education
12/19/2013	Rotary Club of Central Delaware County	$100.00	Exempt	Community
Total		$489,220.00		

PACServices
Political Action Committee Services LLC
150 Post Office Road #2398
Waldorf, MD 20604
Phone: (301) 868-1888 * FAX: (301) 868-5810
FEIN. 54-2060982

INVOICE

CLIENT	INVOICE NUMBER
Aqua America Inc. 762 West Lancaster Avenue Bryn Mawr, PA 19010	

PO NUMBER	PAYMENT TERMS	INVOICE DATE	DUE DATE
	Due on Receipt	5/24/2013	06/01/2013

DESCRIPTION	AMOUNT
Aqua Charitable Trust Services: 01/01/2013-12/31/2013	$ 4,500.00

Total Invoice Amount	$ 4,500.00
Payments/Credit Applied	
Total Due	$ 4,500.00