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

2013

Department of the Treasury
Internal Revenue Service

▶ **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.

For calendar year 2013, or tax year beginning _____ **, 2013, and ending** _____

THE SCHOLLER FOUNDATION
C/O WILLIAM W. KEFFER, ESQ.
MMWR, 123 SOUTH BROAD STREET
PHILADELPHIA, PA 19109

A	Employer identification number 23-6245158
B	Telephone number (see the instructions) 215-772-7505
C	If exemption application is pending, check here. <input type="checkbox"/>
D 1	Foreign organizations, check here <input type="checkbox"/>
D 2	Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
E	If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
F	If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

G Check all that apply

<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change

H Check type of organization: Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

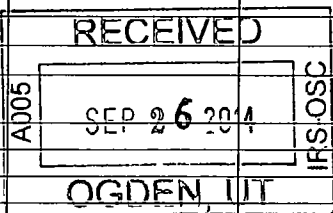
I Fair market value of all assets at end of year (from Part II, column (c), line 16)
 ▶ \$ 15,313,173.

J Accounting method: Cash Accrual
 Other (specify) _____
 (Part I, column (d) must be on cash basis)

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)
1	Contributions, gifts, grants, etc. received (att sch)				
2	Chk <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	407,738.	407,738.		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain/(loss) from sale of assets not on line 10	813,571.			
b	Gross sales price for all assets on line 6a	5,855,353.			
7	Capital gain net income (from Part IV, line 2)		813,571.		
8	Net short-term capital gain			0.	
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit/(loss) (att sch)				
11	Other income (attach schedule)				
12	Total. Add lines 1 through 11	1,221,309.	1,221,309.	0.	
13	Compensation of officers, directors, trustees, etc	0.			
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule) See St 1	36,290.	6,218.		30,072.
b	Accounting fees (attach sch) See St 2	17,500.	10,238.		7,262.
c	Other prof fees (attach sch)				
17	Interest				
18	Taxes (attach schedule)(see instrs) See Stm 3	26,406.			
19	Depreciation (attach sch) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) See Statement 4	75,211.	74,488.		723.
24	Total operating and administrative expenses. Add lines 13 through 23	155,407.	90,944.		38,057.
25	Contributions, gifts, grants paid Part XV	669,403.			669,403.
26	Total expenses and disbursements. Add lines 24 and 25	824,810.	90,944.	0.	707,460.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	396,499.			
b	Net investment income (if negative, enter -0-)		1,130,365.		
c	Adjusted net income (if negative, enter -0-)			0.	

SCANNED OCT 14 2014

ADMINISTRATIVE EXPENSES



15 8

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
ASSETS	1	Cash – non-interest-bearing			
	2	Savings and temporary cash investments	39,399.	200,174.	200,174.
	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 sch)			
		Less: allowance for doubtful accounts			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges	1,300.		
	10a	Investments – U.S. and state government obligations (attach schedule)			
	b	Investments – corporate stock (attach schedule)	7,958,420.	9,653,415.	12,976,845.
	c	Investments – corporate bonds (attach schedule)	3,485,418.	2,040,147.	2,136,154.
	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)	11,484,537.	11,893,736.	15,313,173.	
LIABILITIES	17	Accounts payable and accrued expenses		12,700.	
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, & other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe)			
	23	Total liabilities (add lines 17 through 22)	0.	12,700.	
NET ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input checked="" type="checkbox"/>				
	24	Unrestricted	11,484,537.	11,881,036.	
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, building, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
30	Total net assets or fund balances (see instructions)	11,484,537.	11,881,036.		
31	Total liabilities and net assets/fund balances (see instructions)	11,484,537.	11,893,736.		

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	11,484,537.
2	Enter amount from Part I, line 27a	2	396,499.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	11,881,036.
5	Decreases not included in line 2 (itemize)	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	11,881,036.

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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a SEE ATTACHED SCHEDULE	P	Various	Various
b SEE ATTACHED SCHEDULE	P	Various	Various
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 1,317,695.		1,352,514.	-34,819.
b 4,537,658.		3,689,268.	848,390.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(j) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			-34,819.
b			848,390.
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	813,571.
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	-34,819.

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.

(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 (column (b) divided by column (c))
2012	693,986.	13,660,038.	0.050804
2011	664,914.	14,277,674.	0.046570
2010	582,167.	13,697,560.	0.042502
2009	710,935.	12,128,050.	0.058619
2008	738,170.	14,132,630.	0.052232
2 Total of line 1, column (d)			0.250727
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			0.050145
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			14,454,872.
5 Multiply line 4 by line 3			724,840.
6 Enter 1% of net investment income (1% of Part I, line 27b)			11,304.
7 Add lines 5 and 6			736,144.
8 Enter qualifying distributions from Part XII, line 4			707,460.

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary – see instrs)			
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	22,607.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (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	22,607.
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	22,607.
6 Credits/Payments:			
a 2013 estimated tax pmts and 2012 overpayment credited to 2013	6 a	9,600.	
b Exempt foreign organizations – tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c	19,000.	
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments Add lines 6a through 6d	7	28,600.	
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> 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	0.	
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.	10	5,993.	
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax 5,993. Refunded	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>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</i>		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 ▶ \$ 0. (2) On foundation managers. ▶ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities</i>		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? <i>If 'Yes,' attach a conformed copy of the changes.</i>		X
4 a 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?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		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? <i>If 'Yes,' complete Part II, column (c), and Part XV.</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) PA		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If 'No,' attach explanation.</i>	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)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

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 ▶ N/A	13	X	
14	The books are in care of ▶ <u>JOSEPH M CAHILL LLC</u> Telephone no. ▶ <u>610-889-3300</u> Located at ▶ <u>189 W LANCASTER AVE PAOLI PA</u> ZIP + 4 ▶ <u>19301</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 ▶ <input type="checkbox"/>	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		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
1 a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1 b	N/A
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?	1 c	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years ▶ 20 __ , 20 __ , 20 __ , 20 __		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement – see instructions)	2 b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20 __ , 20 __ , 20 __ , 20 __		
3 a	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)	3 b	N/A
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	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?	4 b	X

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

5 a 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)? Yes No

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). N/A

6 a 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? Yes No

If 'Yes' to 6b, file Form 8870

7 a 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? Yes No

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 5		0.	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
None				

Total number of other employees paid over \$50,000 0

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
NORTHSTAR ASSET MANAGEMENT 488 NORRISTOWN ROAD, SUITE 142 BLUE BELL, PA 19422	INVESTMENT ADVISORY	71,535.

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 NONE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

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

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

BAA

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	1 a	14,171,302.
b Average of monthly cash balances	1 b	503,695.
c Fair market value of all other assets (see instructions)	1 c	
d Total (add lines 1a, b, and c)	1 d	14,674,997.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	14,674,997.
4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	220,125.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	14,454,872.
6 Minimum investment return. Enter 5% of line 5	6	722,744.

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	722,744.
2 a Tax on investment income for 2013 from Part VI, line 5	2 a	22,607.	
b Income tax for 2013 (This does not include the tax from Part VI)	2 b		
c Add lines 2a and 2b		2 c	22,607.
3 Distributable amount before adjustments Subtract line 2c from line 1		3	700,137.
4 Recoveries of amounts treated as qualifying distributions		4	
5 Add lines 3 and 4		5	700,137.
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	700,137.

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	1 a	707,460.
b Program-related investments — total from Part IX-B	1 b	
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)	3 a	
b Cash distribution test (attach the required schedule)	3 b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	707,460.
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	707,460.

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				700,137.
2 Undistributed income, if any, as of the end of 2013.				
a Enter amount for 2012 only			669,403.	
b Total for prior years: 20____, 20____, 20____		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: $\$$ 707,460.				
a Applied to 2012, but not more than line 2a			669,403.	
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				38,057.
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:				
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 instructions			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				662,080.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	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(j)(3) or 4942(j)(5)

	Tax year		Prior 3 years		(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a 'Assets' alternative test – enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b 'Endowment' alternative test – enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c 'Support' alternative test – enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(ii)					
(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))
None

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest
None

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

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

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

See Statement 6

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

See Statement for Line 2a

c Any submission deadlines

See Statement for Line 2a

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

See Statement for Line 2a

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 <i>Paid during the year</i> SEE SCHEDULE ,		N/A		669,403.
Total				▶ 3a 669,403.
b <i>Approved for future payment</i>				
Total				▶ 3b

Statement 1
Form 990-PF, Part I, Line 16a
Legal Fees

	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Total	\$ 36,290.	\$ 6,218.	\$ 0.	\$ 30,072.
	<u>\$ 36,290.</u>	<u>\$ 6,218.</u>	<u>\$ 0.</u>	<u>\$ 30,072.</u>

Statement 2
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Total	\$ 17,500.	\$ 10,238.	\$ 0.	\$ 7,262.
	<u>\$ 17,500.</u>	<u>\$ 10,238.</u>	<u>\$ 0.</u>	<u>\$ 7,262.</u>

Statement 3
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Federal excise tax	\$ 22,232.			
Foreign tax	4,174.			
Total	<u>\$ 26,406.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

Statement 4
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Insurance	\$ 3,615.	\$ 2,892.		\$ 723.
Investment fees	71,535.	71,535.		
MISCELLANEOUS	61.	61.		
Total	<u>\$ 75,211.</u>	<u>\$ 74,488.</u>	<u>\$ 0.</u>	<u>\$ 723.</u>

Statement 5
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

Name and Address	Title and Average Hours Per Week Devoted	Compen- sation	Contri- bution to EBP & DC	Expense Account/ Other
E. BROOKS KEFFER, JR. ESQ C/O W KEFFER, MMWR, 123 S BROAD PHILA, PA 19109	Trustee 0	\$ 0.	\$ 0.	\$ 0.
WILLIAM W. KEFFER C/O MMWR, 123 S BROAD ST PHILA, PA 19109	Chairman 1.00	0.	0.	0.
T SERGEANT PEPPER C/O W KEFFER, MMWR, 123 S BROAD PHILA, PA 19109	Trustee 1.00	0.	0.	0.
JONATHAN SERGEANT PEPPER C/O W KEFFER, MMWR, 123 S BROAD PHILA, PA 19109	Trustee 1.00	0.	0.	0.
ANTHONY J BROWN C/O W KEFFER, MMWR, 123 S BROAD PHILA, PA 19109	Trustee 1.00	0.	0.	0.
DAVID BRADLEY C/O W KEFFER, MMWR, 123 S BROAD PHILA, PA 19109	Trustee 1.00	0.	0.	0.
Total		\$ 0.	\$ 0.	\$ 0.

Statement 6
Form 990-PF, Part XV, Line 2a-d
Application Submission Information

Name of Grant Program:
Name: THE SCHOLLER FOUNDATION
Care Of: WILLIAM W. KEFFER, ESQ.
Street Address: MMWR, 123 SOUTH BROAD STREET
City, State, Zip Code: PHILADELPHIA, PA 19109
Telephone: 215-772-7505
E-Mail Address:
Form and Content: BY LETTER WITH CERTIFICATION OF TAX EXEMPT STATUS AND THAT ORGANIZATION IS NOT A PRIVATE FOUNDATION.
Submission Deadlines: AUGUST 15
Restrictions on Awards: GENERALLY THERE ARE NO RESTRICTIONS ON GRANTS TO 501(C)(3) ORGANIZATIONS.

THE SCHOLLER FOUNDATION

Schedule of Investments

December 31, 2013

<u>Par/Shares</u>	<u>Description</u>	<u>Cost Basis</u>	<u>Market Value</u>
Corporate Bonds			
	40M CALIFORNIA PETRO 8.52%15	\$ 41,607	\$ 38,600
	100M CENTUTYTEL INC 6.15%19	106,256	104,955
	100M ENTERPRISE PROD 6/1/67	106,236	102,375
	100M EVEREST RE HLDG	104,492	98,250
	100M GEN ELEC CAP BONDS	108,098	102,088
	100M GENL ELEC 3/15/73	111,170	111,625
	100M HSBC HOLDINGS 6.5%36	97,685	118,165
	100M JEFFERIES GROUP 5.5%16	101,279	107,634
	100M LINCOLN NATL 05/17/66	104,547	101,875
	100M MAY DEPT STORES 7.6%25	101,235	122,000
	100M MOTOROLA INC 7.5%25	97,046	118,396
	100M PRUDENTIAL FINL FLT 2043	100,956	98,375
	100M PUGET SOUND EGY 06/01/67	110,620	103,000
	100M SOUTHERN CAL ED 6.25%/49	104,425	101,895
	250M TYCO INTL 3/1/23	254,875	286,691
	100M UNION PACIFIC	91,716	101,640
	100M WEYERHAUSER 7.125%23	99,665	119,040
	100M XL GROUP PLC BOND	98,214	98,500
	100M ZIONS BANCORP	100,025	101,050
		<hr/>	<hr/>
		2,040,147	2,136,154
Exchange Traded Funds			
	27,732 ABERDEEN EMERGING MKTS INST	402,405	401,279
	3,500 ALPS ETF TRUST	151,293	137,060
	8,000 FIRST TR EXCH TRADED FD	147,528	212,400
	6,000 ISHARES MSCI ALL COUNTRY	294,269	361,860
	4,500 ISHARES MSCI PAC EX JAPN	169,625	210,285
	38,999 LAZARD INTL STRATEGIC EQUITY	491,827	563,926
	3,300 SPDR DJI REAL ESTATE ETF	134,317	135,960
	6,300 SPDR S&P REGIONAL BKING	229,587	255,843
	10,000 Vanguard EMERGING MARKET	412,228	411,400
	8,300 VANGUARD FINANCIALS	345,367	368,686
	2,250 VANGUARD FTSE ETF	176,075	231,615
	14,000 VANGUARD INFO TECH	821,566	1,253,560
	6,200 Vanguard MID CAP	556,106	682,124
	4,500 Vanguard Small CAP	329,573	494,775
	12,000 WISDOMTREE INDIA EARNING	308,548	299,640
	12,000 WISDOMTREE TRUST ETF	305,889	297,240
		<hr/>	<hr/>
		5,276,203	6,317,653

See accountants' report on supplementary information

THE SCHOLLER FOUNDATION

Schedule of Investments

December 31, 2013

<u>Par/Shares</u>	<u>Description</u>	<u>Cost Basis</u>	<u>Market Value</u>
Hybrid Securities			
4,000	AFFILITATED MGRS 5.25%/22	100,025	102,106
3,750	AFFILITATED MGRS 6.375%/42	95,425	85,313
3,250	AMERICAN TOWER CORP	233,915	259,415
4,000	DELPHI FINL GRP 7.376%/37	<u>102,025</u>	<u>98,752</u>
		531,390	545,586
Corporate Stock			
2,000	ALLERGAN INC	167,983	222,160
7,000	AMETEK INC NEW	80,062	368,690
1,500	APACHE CORP	143,995	128,910
280	APPLE INC	123,746	157,086
4,000	AXIS CAP HLDG 6.875%	107,305	94,320
2,500	BERKSHIRE HATHAWAY B	195,729	296,400
3,000	CANADIAN NATL RY CO	66,746	171,060
4,700	DANAHER CORP	166,046	362,840
2,200	EBAY INC	110,027	120,703
17,500	EV TAX ADV GLB DIV INCM	283,544	296,450
3,600	EXPRESS SCRIPTS INC	202,184	252,864
1,000	FEDEX CORPORATION	107,075	143,770
6,600	FORD MOTOR COMPANY	111,410	101,838
6,000	MONDELEZ INTL INC	177,721	211,800
4,000	NESTLE S A REG B	143,126	294,360
1,500	NIKE INC	82,324	117,960
2,750	NOVARTIS A G SPON ADR F	157,046	221,045
3,500	OCCIDENTAL PETE CORP	128,890	332,850
1,000	PRINCIPAL FINACIAL GROUP	96,025	100,000
1,300	QUALCOMM INC	50,143	96,525
2,600	SCHLUMBERGER LTD	82,376	234,286
4,000	STARBUCKS CORP	224,478	313,560
1,800	TARGET CORPORATION	114,306	113,886
2,600	THERMO FISHER SCIENTIFIC	87,268	289,510
12,600	TORTOISE MLP FUND	339,888	344,610
2,500	United Technologies Corp.	52,956	284,500
4,200	VF CORPORATION	59,116	261,828
5,500	ZOETIS INC	<u>184,305</u>	<u>179,795</u>
		<u>3,845,820</u>	<u>6,113,606</u>
Total Investments		\$ <u>11,693,560</u>	\$ <u>15,112,999</u>

See accountants' report on supplementary information

THE SCHOLLER FOUNDATION

Schedule of Capital Gains and Losses

Year Ended December 31, 2013

<u>Shares</u>	<u>Security</u>	<u>Date</u> <u>Acquired</u>	<u>Date</u> <u>Sold</u>	<u>Gross</u> <u>Sales</u> <u>Price</u>	<u>Cost or</u> <u>Other</u> <u>Basis</u>	<u>Net</u> <u>Short-term</u> <u>Gain/Loss</u>	<u>Net</u> <u>Long-term</u> <u>Gain/Loss</u>
SHORT TERM							
100,000	SCHWAB CHARLES FLT PERP	3/16/2012	1/31/2013	\$ 118,850	\$ 108,194	\$ 10,656	
100,000	PNC FINL SVCS	2/14/2012	2/14/2013	113,844	105,625	8,219	
20,000	CALIFORNIA PETRO 8.52%XXXX	3/6/2013	4/1/2013	20,000	20,803	(803)	
2,050	ISHARES TR S&P LATN AMER	12/24/2012	5/14/2013	89,061	89,776	(715)	
5,000	ALLIANZ SE 8 75% PFD	10/16/2012	6/15/2013	125,000	131,075	(6,075)	
100,000	ALLSTATE CORP 05/15/37	7/18/2012	6/20/2013	111,302	103,352	7,950	
100,000	WACHOVIA CAP TR FLT PERP	6/11/2013	9/13/2013	91,336	101,386	(10,050)	
1,250	AMERICAN TOWER CORP	3/14/2013	11/12/2013	99,676	96,055	3,621	
150	ALLERGAN INC	7/15/2013	11/20/2013	14,393	12,599	1,794	
200	MONDELEZ INTL INC	6/6/2013	11/20/2013	6,802	5,892	910	
3,500	ALPS ETF TRUST	4/30/2013	12/19/2013	134,034	153,408	(19,374)	
5,250	GLOBAL X ASEAN ETF	12/24/2012	12/19/2013	83,105	90,455	(7,350)	
6,750	GLOBAL X ASEAN ETF	8/15/2013	12/19/2013	106,850	115,125	(8,275)	
3,000	ISHARES MSCI MEXICO	5/14/2013	12/19/2013	203,443	218,767	(15,324)	
LONG TERM							
1,250	ALLERGAN INC	12/2/2010	1/31/2013	132,394	83,142		\$ 49,252
100,000	LINCOLN NATL 6 25%20	10/14/2011	2/7/2013	120,586	106,756		13,830
100,000	TRANSOCEAN 6 0%18	8/12/2010	2/12/2013	115,855	103,808		12,047
100,000	MARATHON OIL CORP 6%17	1/2/2009	2/13/2013	120,255	94,642		25,613
100,000	MARRIOTT INTL 5 625%13	6/23/2009	2/15/2013	100,000	101,497		(1,497)
100,000	YUM BRANDS 6 25%16	1/5/2009	2/25/2013	115,232	94,934		20,298
100,000	HARTFORD FINL SVCS 6%19	9/20/2011	2/28/2013	117,442	107,158		10,284
100,000	AVON PRODUCTS 4.8%13	12/6/2011	3/1/2013	100,000	105,871		(5,871)
20,000	CALIFORNIA PETRO 8 52%15	10/4/2010	3/6/2013	20,803	20,803		-
100,000	CSX CORP 5.75%13	1/8/2009	3/15/2013	100,000	101,491		(1,491)
100,000	LABORATORY CORP 5 625%15	12/8/2008	3/25/2013	112,538	88,915		23,623
100,000	WILMINGTON TRUST 4.875%13	1/11/2010	4/15/2013	100,000	98,670		1,330
2,500	STRYKER CORP COMMON	1/10/2005	5/14/2013	167,646	123,558		44,088
500	STRYKER CORP COMMON	7/14/2010	5/14/2013	33,529	26,483		7,046
100,000	BRINKER INTL 5 75%14	12/31/2009	6/7/2013	105,293	100,691		4,602
6,000	VULCAN MATLS CO 6.3%13	6/23/2008	6/15/2013	6,000	6,097		(97)
6,000	WISDOMTREE INDIA EARNING	12/28/2011	7/5/2013	289,971	306,485		(16,514)
4,000	WISDOMTREE INDIA EARNING	1/9/2012	7/5/2013	193,314	208,009		(14,695)
3,000	RIO TINTO PLC	2/7/2012	7/15/2013	124,704	187,898		(63,194)
100,000	INGERSOLL RAND 9 5%14	4/20/2009	7/17/2013	106,571	104,660		1,911
2,000	PRUDENTIAL FINANCIAL	2/3/2010	8/15/2013	159,553	101,389		58,164
1,500	QUALCOMM INC	12/19/2007	8/15/2013	99,459	57,857		41,602
600	Vanguard EMERGING MARKET	3/16/2009	8/15/2013	23,947	12,842		11,105
400	Vanguard EMERGING MARKET	7/7/2009	8/15/2013	15,965	13,059		2,906
4,000	STANLEY BLACK 5.75%/2042	7/25/2012	8/30/2013	91,632	103,225		(11,593)
6,500	E M C CORP MASS	2/2/2011	9/6/2013	164,460	159,453		5,007
1,000	PRUDENTIAL FINANCIAL	2/3/2010	9/6/2013	75,491	50,695		24,796
1,000	PRUDENTIAL FINANCIAL	6/15/2011	9/6/2013	75,491	58,707		16,784
1,200	QUALCOMM INC	12/19/2007	9/6/2013	79,997	46,286		33,711
100,000	KRAFT FOODS 5 25%13	11/6/2008	10/1/2013	100,000	96,623		3,377
1,500	NIKE INC	4/24/2012	10/8/2013	107,707	82,324		25,383

See accountants' report on supplementary information

THE SCHOLLER FOUNDATION

Schedule of Capital Gains and Losses

Year Ended December 31, 2013

<u>Shares</u>	<u>Security</u>	<u>Date</u> <u>Acquired</u>	<u>Date</u> <u>Sold</u>	<u>Gross</u> <u>Sales</u> <u>Price</u>	<u>Cost or</u> <u>Other</u> <u>Basis</u>	<u>Net</u> <u>Short-term</u> <u>Gain/Loss</u>	<u>Net</u> <u>Long-term</u> <u>Gain/Loss</u>
500	CANADIAN NATL RY CO	8/1/2006	11/7/2013	55,414	20,026		35,388
500	NESTLE S A REG B	11/16/2006	11/7/2013	36,030	17,891		18,139
500	NOVARTIS A G SPON ADR F	5/8/2006	11/7/2013	38,636	28,554		10,082
1,000	VANGUARD INFO TECH	8/4/2009	11/7/2013	83,842	47,045		36,797
1,800	Vanguard Small CAP	9/25/2008	11/7/2013	191,450	115,855		75,595
400	SCHLUMBERGER LTD	7/14/1997	11/12/2013	37,143	12,673		24,470
400	THERMO FISHER SCIENTIFIC	8/2/2005	11/12/2013	36,051	13,426		22,625
175	VF CORPORATION	6/3/2009	11/12/2013	39,359	9,853		29,506
1,000	FIRST TR EXCH TRADED FD	8/8/2011	11/12/2013	25,055	18,441		6,614
100	ISHARES MSCI ALL COUNTRY	5/14/2009	11/12/2013	5,997	4,160		1,837
100	ISHARES MSCI ALL COUNTRY	6/3/2009	11/12/2013	5,997	4,452		1,545
500	ISHARES MSCI ALL COUNTRY	6/3/2009	11/12/2013	29,983	22,243		7,740
300	ISHARES MSCI ALL COUNTRY	6/3/2009	11/12/2013	17,990	13,346		4,644
350	ISHARES MSCI PAC EX JAPN	8/4/2009	11/12/2013	17,481	12,452		5,029
183	ISHARES MSCI PAC EX JAPN	9/21/2009	11/12/2013	9,140	7,354		1,786
67	ISHARES MSCI PAC EX JAPN	9/21/2009	11/12/2013	3,346	2,693		653
1,300	Vanguard Small CAP	9/25/2008	11/12/2013	137,703	83,673		54,030
200	APACHE CORP	12/29/2009	11/20/2013	18,514	20,807		(2,293)
200	BERKSHIRE HATHAWAY B	4/27/2011	11/20/2013	23,169	16,461		6,708
100	VANGUARD FTSE ETF	2/18/2010	11/20/2013	10,159	7,822		2,337
150	VANGUARD FTSE ETF	2/18/2010	11/20/2013	15,238	11,739		3,499
400	VANGUARD INFO TECH	8/4/2009	11/20/2013	34,221	18,818		15,403
1,250	VANGUARD INFO TECH	8/4/2009	11/20/2013	106,935	58,807		48,128
350	VANGUARD INFO TECH	7/14/2010	11/20/2013	29,942	18,696		11,246
1,200	Vanguard MID CAP	3/16/2012	11/20/2013	128,311	98,379		29,932
312	AMETEK INC NEW	6/2/2005	11/25/2013	15,092	3,568		11,524
35	APPLE INC	8/29/2011	11/25/2013	18,003	13,037		4,966
500	OCCIDENTAL PETE CORP	10/24/2005	11/25/2013	48,522	18,418		30,104
300	United Technologies Corp.	12/31/2000	11/25/2013	32,366	6,355		26,011
100	Vanguard MID CAP	3/16/2012	12/23/2013	10,733	8,198		2,535
				<u>\$ 5,855,353</u>	<u>\$ 5,041,782</u>	<u>\$ (34,816)</u>	<u>\$ 848,387</u>

See accountants' report on supplementary information

THE SCHOLLER FOUNDATION
Schedule of Grants
For the Year Ended December 31, 2013

<u>A Better Chance Strath Haven</u> , PO Box 495, Swarthmore, PA 19081. A grant was made to pay the health insurance costs and certain out-of-pocket healthcare costs for the young people served through the program. They have 10 students in the program for the 2013-2014 school year, all requiring health insurance.	\$10,000.
<u>Abington Friends School</u> , 575 Washington Lane, Jenkintown, PA 19046. A grant was made to be awarded to a student of middle-income parents.	5,000.
<u>Abington Memorial Hospital</u> , 1200 Old York Road, Abington, PA 19001. A grant was made to provide at least 3,500 dental procedures in fiscal year 2014 to uninsured and underinsured patients in SE Pennsylvania and to upgrade equipment.	10,000.
<u>ALS Foundation, Greater Philadelphia Chapter</u> , 321 Norristown Road, Suite 260, Ambler, PA 19002. A grant was made to enable the purchase of 111 DME items to help patients remain mobile and maintain independence. These devices are loaned to the patient.	10,000.
<u>Associated Services for the Blind</u> , 919 Walnut Street, Philadelphia, PA 19107. A grant was made to support the Computer Technology Center. The goal of this program is to provide skills and training to people with visual disabilities that both empower and enable them to live independently.	5,000.
<u>Baker Industries</u> , 184 Pennsylvania Avenue, Malvern, PA 19355. A grant was made for the general operating cost to support its unique workforce training program. The purpose is to integrate low-income, vulnerable adults (people with disabilities, former substance abusers, ex-offenders, and homeless people) into the workforce.	15,000.
<u>Bestwork Industries for the Blind, Inc.</u> , 801 East Clements Bridge Road, Runnemede, NJ 08078. A grant was made to purchase equipment that will be used to provide training to educate the Organization's blind clientele in the skills they need to get and maintain competitive employment.	5,000.
<u>Bryn Mawr Rehab Hospital</u> , 414 Paoli Pike, Malvern, PA 19355. A grant was made to purchase the SMART EquitTest. This technologically advanced piece of medical equipment will serve to advance the rehabilitation of patients experiencing the effects of dizziness and loss of balance.	10,000.
<u>Camphill Village Kimberton Hills</u> , PO Box 1045, Kimberton, PA 19442. A grant was made to support medical costs in the "Aging in Community Program" to cover medical care for prescriptions, supplies and dental care not covered by Medicare and Medicaid.	2,000.
<u>Center for Advancement in Cancer Education</u> , 130 Almshouse Road, Suite 107A, Richboro, PA 18954. A grant was made to support the Patient Services Program, which provides expert individualized nutritional, immunological, and psychological guidance to nearly 30,000 clients facing cancer.	4,000.

See Accountants' Report on Supplementary Information

<u>Center in the Park</u> , 5818 Germantown Avenue, Philadelphia, PA 19144. A grant was made to make critical upgrades to the Center's bathroom facilities and kitchen.	10,000.
<u>Chandler Hall</u> , 99 Barclay St, Newtown, PA 18940. A grant was made toward the purchase of four new semi-electric, high-low adjustable beds with mattresses for their Friends Nursing Home residents.	5,304.
<u>Children & Youth Services at the Salvation Army Red Shield Family Residence</u> , 701 North Broad Street, Philadelphia, PA 19123. A grant was made for the operating support of Salvation Army's Children and Youth Services Program.	13,000.
<u>Children's Hospital of Philadelphia, Inc.</u> , 34th Street & Civic Center Blvd, Philadelphia, PA 19104. A grant was made to upgrade the current technology supporting CHOP's Day Hospital Feeding Program.	10,000.
<u>Church Farm School</u> , 1001 E. Lincoln Hwy, Exton, PA 19341. A grant was made to support the development and intensification of the School's STEM Program as this curriculum becomes a more critical component in its students' preparation for college and careers.	10,000.
<u>Community Volunteers in Medicine</u> , 300B Lawrence Drive, West Chester, PA 19380. A grant was made to purchase the clinic's first digital X-ray dental unit. This will offer the patients safe, efficient and effective diagnosis of emerging dental issues and enhance their ability to offer state of the art education to hundreds of dental and dental hygiene students who receive practical training at CVIM annually.	12,500.
<u>Curtis Institute of Music</u> , 1726 Locust Street, Philadelphia, PA 19103. A grant was made to support the Curtis Student Assistance Fund, which will provide critical financial support for 12 students from Pennsylvania who lack the resources to pay for costs related to their education.	20,000.
<u>Deborah Hospital Foundation</u> , 212 Trenton Road, Browns Mills, NJ 08015. A grant was made to help fund the purchase of a new Vascular Doppler and Arterial Doppler Ultrasounds Machine to be utilized at the Deborah Heart & Lung Center.	7,500.
<u>Dental Lifeline Network Pennsylvania</u> , P.O. Box 357, Vandergrift, PA 15690. A grant was made to help fund comprehensive pro bono dental care to restore the oral health of needy disabled, aged or medically fragile Pennsylvanians this fiscal year.	7,500.
<u>Devereux Foundation</u> , 444 Devereux Drive, Box 638, Villanova, PA 19085. A grant was made to fund necessary medical equipment to support the adults of Devereux Pennsylvania Adult Services.	10,000.
<u>Drexel University College of Nursing and Health Professionals</u> , 245 N. 15th Street, Philadelphia PA 19102-1192. A grant was made to help meet the education and training needs of the nursing, health professionals and medical students, through the purchase of computerized medical equipment that will be used in the expanded IPE Sessions.	10,000.

See Accountants' Report on Supplementary Information

<u>Ellis Foundation</u> , PO Box 54, Fort Scott, KS 66701. A grant was made for the funding of three college scholarships to be awarded to capable and deserving students within the Philadelphia area.	18,000.
<u>Embrace Kids Foundation</u> , 121 Somerset St, New Brunswick, NJ 08901. A grant was made to the general operations to help diminish the setbacks pediatric patients with cancer and sickle cell diseases confront by helping them maintain some normalcy in their lives by continuing their course work outside of school and by easing their transitions between treatment and school.	5,000.
<u>Episcopal Community Services</u> , 225 S. Third Street, Philadelphia, PA 19106. A grant was made to support an enriching after-school program for homeless children staying at the St. Barnabas Mission shelter, which serves families experiencing homelessness.	7,500.
<u>Esperanza Health Center</u> , 4417 N. 6th Street, Philadelphia, PA 19140. A grant was made to purchase several medical equipment items to be used in the daily clinic operations to assist clinical teams in providing primary medical care services to adult and pediatric patients.	9,470.
<u>Family Practice and Counseling Network</u> , 4700 Wissahickon Ave., Philadelphia, PA 19144. A grant was made for the general operations to the Managed Community Health Center that serves almost 20,000 patients a year with primary care, dental and behavior health.	2,000.
<u>Friends Association for Care and Protection of Children</u> , 113 W. Chestnut St, West Chester, PA 19380. A grant was made for general operating funds in support of the Homelessness to Independence Initiative which includes the Emergency Family Shelter Program and The Homeless Prevention Program.	5,000.
<u>Friends Home in Kennett</u> , 147 West State Street, Kennett Square, PA 19348. A grant was made for the purchase of medical equipment to support the safety, comfort and well-being of older adult residents.	6,000.
<u>Gesu School</u> , 1700 West Thompson Street, Philadelphia, PA 19121. A grant was made to support the Youth Education for Tomorrow Program which is an afterschool literacy initiative started in 2000. The goal of the program is to ensure that struggling students acquire the literacy skills they need for success at Gesu, in high school and in their adult lives.	5,000.
<u>Good News Home, Inc.</u> , 33 Bartles Corner Road, Flemington, NJ 08822. A grant was made to provide operational support for the long and short-term residential treatment program offered to women seeking recovery from the devastating effects of drugs and alcohol addiction.	10,000.
<u>Harcum College</u> , 750 Montgomery Avenue, Bryn Mawr, PA 19010. A grant was made to help meet the growing demand for highly qualified licensed dental hygienists and certified dental assistants by upgrading the clinic with the purchase of a digital Panorex camera and upgrading computer equipment and software and other equipment.	5,000.

See Accountants' Report on Supplementary Information

<u>Hickman Friends Senior Community of West Chester</u> , 400 North Walnut Street, West Chester, PA 19380. A grant was made to help the Hickman in its plan to convert their current medical record system to an electronic medical records system.	2,500.
<u>HMS School for Children with Cerebral Palsy</u> , 4400 Baltimore Avenue, Philadelphia, PA 19104. A grant was made to fund the purchase of equipment to be used to aid in safely meeting the hygiene and toileting needs of students, while assisting them in achieving greater independence.	6,600.
<u>Inglis Foundation</u> , 2600 Belmont Avenue, Philadelphia, PA 19131. A grant was made to purchase a Fiberoptic Endoscopic Evaluation of Swallowing, a diagnostic endoscope that would enable Inglis therapists to evaluate residents' swallowing issues less intrusively in greater comfort at considerably less expense.	10,000.
<u>Judith Creed Homes for Adult Independence, Inc.</u> , 274 South Bryn Mawr Avenue, Bryn Mawr, PA 19010. JCHAI provides extensive residential and daily living training services for adults with special needs in the Philadelphia area. A grant was made for use by the Charity Care Committee in assisting needy clients with their fees.	10,000.
<u>KenCrest Centers</u> , 502 W. Germantown Pike, Plymouth Meeting, PA 19462. A grant was made to help fund the inclusive and inter-generational No Family Left Behind program which provides job and social skills training for youth with autism, while developing technical skills of older adults.	3,000.
<u>Kent Association of Riding Therapy, Inc.</u> , P. O. Box 126, Worton, MD 21678. A grant was made to help fund the salary of a certified instructor and continued education to promote equine assisted activities and therapies for individuals with special needs.	12,000.
<u>Lankenau Institute for Medical Research</u> , 100 East Lancaster Avenue, Wynnewood, PA 19096. A grant was made for the purchase of a software upgrade to the Vevo 770, ultrasound imaging equipment that is used to measure important anatomic variables in mice. This software will improve the scientists' ability to conduct real-time imaging and measurement of small animal anatomy as well as quantitation of heart function in mice.	19,000.
<u>Leukemia & Lymphoma Society</u> , 555 North Lane, Suite 5010, Conshohocken, PA 19428. A grant was made to support the Trish Green Back to School Program for Children with Cancer. Their goal is to reduce the anxieties for children returning to school by giving the child and the parents the tools they need to work with the school and make transition a smooth one for the child with cancer.	5,000.
<u>Live Connections</u> , 3025 Walnut Street, Philadelphia, PA 19104. A grant was made to support the Bridge Sessions education program for the season. This funding will support ticket prices and transportation for underserved schools and further the partnership for education programs with premiere music organizations in the City of Philadelphia.	15,000.

See Accountants' Report on Supplementary Information

<u>Holy Family Home (Little Sisters of the Poor)</u> , 5300 Chester Ave, Philadelphia, PA 19143. A grant was made to fund two new vital signs monitors, along with two mobile stands.	5,528.
<u>Magee Rehabilitation Hospital Foundation</u> , 1513 Race Street, Philadelphia, PA 19102. A grant was made to support the acquisition of medical equipment to treat inpatients at Magee.	20,000.
<u>Main Line Animal Rescue</u> , PO Box 89, Chester Springs, PA 19425. A grant was made for funding to help offset the transaction, production and distribution of Braille Tail books to 80 schools for the blind across the United States.	2,000.
<u>Martins Run Senior Living Community</u> , 11 Martins Run, Media, PA 19063. A grant was made to the nonprofit senior living community for medical equipment for its skilled nursing unit, the Meadows, and its Rehabilitation Department.	2,000.
<u>Mercy Volunteer Corps</u> , PO Box 901, Gwynedd Valley, PA 19437. A grant was made towards general operating expenses to the non-profit organization that strives to improve and enrich the quality of life for the poor and the marginalized.	4,201.
<u>Metropolitan Area Neighborhood Nutrition Alliance (aka MANNA)</u> , 2323 Ranstead Street, Philadelphia, PA 19103. A grant was made to support their meal delivery program to help MANNA prepare approximately 5,556 meals that will be delivered to the homes of men, women and children who are malnourished and battling cancer, HIV/AIDS, renal disease and other chronic or critical conditions.	15,000.
<u>Mighty Writers, Inc.</u> , 1501 Christian Street, Philadelphia, PA 19146. A grant was made to support the Mighty SAT Prep program, which will engage underserved Philadelphia high school juniors and seniors in professionally delivered SAT prep courses.	10,000.
<u>Montgomery County Emergency Service MH-MR</u> , 50 Beech Drive, Norristown, PA 19403. A grant was made to purchase personal safety alarms for unit staff to wear on their person. These units work on Wi-Fi technology and are capable of voice transmission, enabling a staff member witnessing or experiencing an emergency event to instantly communicate the exact location and nature of the incident.	12,000.
<u>Montgomery County Community College Foundation, Inc.</u> , 340 DeKalb Pike, Blue Bell, PA 19422. A grant was made for the acquisition of new equipment from the Dental Hygiene and Nursing programs to incorporate state-of-the-industry equipment into the College's curricula, improve student learning, and help students work with patients who have physical disabilities.	8,000.
<u>Operation Warm</u> , 1653 Brintons Bridge Road, Chadds Ford, PA 19317. A grant was made to support the Delaware Valley Coat Program to provide new coats to approximately 24,000 low income children.	10,000.

See Accountants' Report on Supplementary Information

<u>Orion Communities, Inc.</u> , 205 Bridge St , Phoenixville, PA 19460. A grant was made for general operations of the organization, which is committed to engendering hope, dignity, and self-reliance for those experiencing poverty, disability, or illness.	5,000.
<u>Overbrook School for the Blind</u> , 6333 Malvern Avenue, Philadelphia, PA 19151. A grant was made for funding the Early Intervention Outreach Program which serves children from birth to age three who are blind or visually impaired, and their families, with support to ensure that the child is on track in his or her developmental abilities before entering kindergarten.	10,000.
<u>Paoli Hospital Foundation (Member, Main Line Health)</u> , 255 West Lancaster Avenue, Paoli, PA 19301. A grant was made to fully equip the new maternity patient care rooms.	5,000.
<u>Pegasus Riding Academy, Inc.</u> , 8297 Bustleton Ave, Philadelphia, PA 19152. A grant was made for the operating support of the Academy's therapeutic riding program.	5,000.
<u>Pennsylvania Hospital</u> , 800 Spruce Street, Philadelphia, PA 19107. A grant was made to cover the costs of two pieces of medical equipment that will benefit patients suffering from respiratory and pulmonary issues.	5,000.
<u>Pennsylvania School for the Deaf</u> , 100 W. School House Lane, Philadelphia, PA 19144. A grant was made to pay for loaner hearing aids to students whose hearing aid has been lost or broken.	10,000.
<u>Peter's Place</u> , 150 N. Radnor Chester Road, Radnor, PA 19087. A grant was made to the general operating support for their program serving bereaved children and families. The grant will be used to add more in-school peer support groups, pilot a parent/caregiver educational component to the Outreach Program and increase marketing efforts.	17,500.
<u>Philabundance</u> , 3616 S. Galloway St, Philadelphia, PA 19148. A grant was given to support the Community Food Center in North Philadelphia. The funds will be used for general operational support.	5,000.
<u>Philadelphia University</u> , 4201 Henry Avenue, Philadelphia, PA 19144. A grant was made to provide scholarships to deserving undergraduates to help meet the challenges of achieving their academic goals with grants averaging \$2,000 per individual. The grants are awarded to juniors and seniors who pursue studies in various academic disciplines.	30,000.
<u>Phoebe Ministries/Phoebe Devitt Homes Foundation</u> , 1925 Turner St, Allentown, PA 18104. A grant was made to help fund the Phoebe Dementia Rehabilitation Program currently in development.	5,000.
<u>Project H.O.M.E.</u> , 1515 Fairmount Avenue, Philadelphia, PA 19130. A grant was made for the purchase of medical equipment which the St. Elizabeth's Health Center Clinic uses to address the health and wellness needs of homeless, formerly homeless, low-income and uninsured people.	10,000.

See Accountants' Report on Supplementary Information

<u>Puentes de Salud</u> , 2029 S. 8th St, Philadelphia, PA 19148. A grant was made in support of its Bridge to the Future Program. It is an after-school tutoring, mentoring and wellness program.	10,000.
<u>Ralston Center</u> , 3615 Chestnut Street, Philadelphia, PA 19104. A grant was made to support the My Way Program, which provides a wide array of nonmedical services: transportation, help with activities of daily living, housekeeping, handyman and yard work, meal preparation, and dog-walking.	5,000.
<u>Roman Catholic High School</u> , 301 N. Broad Street, Philadelphia, PA 19107. A grant was made to provide students with scholarships enabling them to attend Roman Catholic High School.	10,000.
<u>Saint Philip Neri School</u> , 437 Ridge Pike, Lafayette Hill, PA 19444. A grant was made for the purchase of iPads and 10 unit racks of iPads for use at school.	1,000.
<u>Spark Philadelphia</u> , 1501 Cherry Street, Philadelphia, PA 19102. A grant was made to support the growth of Spark Philadelphia's youth apprenticeship program in an effort to double the program's reach in the city. During the Pilot semester, Spark Philadelphia paired 67 local 7th and 8th graders with mentors in tailored, hands-on apprenticeships at diverse workplaces.	5,000.
<u>St. Edmund's Home for Children</u> , 320 South Roberts Road, Rosemont, PA 19010. A grant was made to purchase medical devices for children which include a desktop pulse oximeter with a heart rate and respiratory rate alarm, one mobile vital signs monitor, two fingertip pulse oximeters and one dozen dual head stethoscopes. These devices will replace broken or aging machines.	5,300.
<u>St. Raymond School, an Independence Mission School</u> , 7940 Williams Avenue, Philadelphia, PA, 19150. A grant was made to purchase one additional set of 35 iPads loaded with applications focused on improving math for students at the school.	5,000.
<u>Surrey Services for Seniors, Inc.</u> , 28 Bridge Avenue, Berwyn, PA 19312. A grant was made to support the Surrey Cares Program that provides access to a network of center, home and community-based aging-in-place services for seniors in Chester and Delaware Counties.	10,000.
<u>Temple University Hospital</u> , 3500 N. Broad St, Philadelphia, PA 19140. A grant was made to fund purchase of medical equipment which consists of phototherapy units and three privacy screens to be used for the treatment of fragile premature newborns with extremely high bilirubin levels and jaundice.	8,000.
<u>University of Pennsylvania-Penn Medicine School of Medicine</u> , 3451 Walnut Street, Philadelphia, PA 19104. A grant was made to continue to fund Project Bio EYES in seven schools in the Greater Philadelphia area. This program is a K-12 science education program that provides classroom-based learning opportunities through the use of live zebra fish.	10,000.

<u>Visiting Nurse Association of Greater Philadelphia (Philadelphia Home Care)</u> , 3300 Henry Ave, Philadelphia, PA 19129. A grant was made for general operating expenses to help assist in the care of the area's poorest home-bound patients who have little or no health coverage, amounting to over \$2,600,000 each year.	5,000.
<u>Variety-The Children's Charity of Greater Philadelphia</u> , 1520 Locust Street, 2nd Floor, Philadelphia, PA 19102. A grant was made for operational costs for the Camp and Development Center. Children who attend have disabilities that range from physical disabilities, developmental disabilities and children with autism.	5,000.
<u>Wagner Free Institute of Science</u> , 1700 West Montgomery Avenue, Philadelphia, PA 19121. A grant was made to sustain the Wagner's free science education programs, which serves thousands of Philadelphia area children and adults each year.	10,000.
<u>West Chester Area Senior Center</u> , 530 East Union Street, West Chester, PA 19382. A grant was made for general support of the more than 50 programs and services they provide to 3,500 older adults annually.	6,000.
<u>West Chester Public Library</u> , 415 N. Church St, West Chester, PA 19380. A grant was made to replace the outdoor chair lift.	3,000.
<u>Widener University</u> , One University Place, Chester, PA 19013. The grant was made for direct student financial support for the Project Prepare Book and Scholarship Funds.	7,000.
<u>Williamson Free School of Mechanical Trades</u> , 106 S. New Middletown Rd, Media, PA 19063. A grant was made to help fund scholarships for deserving young men at the school during the 2013-2014 school year.	10,000.
<u>Wistar Institute</u> , 3601 Spruce Street, Philadelphia, PA 19104. A grant was made to support the biomedical technician training program, which provides an opportunity for science education and workforce training of interested Philadelphia Community College students giving them the skills needed for future careers in biomedical research.	<u>10,000.</u>
	<u>\$669,403.</u>