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Form 990-PF

Return of Private Foundation

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

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

2013

Open to Public
Inspection

For calendar year 2013, or tax year beginning 01-01-2013, and ending 12-31-2013

Name of foundation HENRIETTA TOWER WURTS MEMORIAL FOUNDATION		A Employer identification number 23-6297977
Number and street (or P O box number if mail is not delivered to street address) 1234 MARKET STREET NO 1800		Room/suite
City or town, state or province, country, and ZIP or foreign postal code PHILADELPHIA, PA 19107		
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		C If exemption application is pending, check here <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 5,362,031		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"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities.	174,187	174,187		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	270,756			
	b Gross sales price for all assets on line 6a 688,992				
	7 Capital gain net income (from Part IV, line 2)		270,756		
	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	444,943	444,943		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	47,508	5,163		39,307
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	7,775	0		0
	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	55,283	5,163		39,307
	25 Contributions, gifts, grants paid.	312,000			312,000
	26 Total expenses and disbursements. Add lines 24 and 25	367,283	5,163		351,307
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	77,660			
	b Net investment income (if negative, enter -0-)		439,780		
	c Adjusted net income (if negative, enter -0-)				

Part III 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	110,618	12,283	12,283
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)	4,143,454	4,287,991	5,349,748
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)	4,254,072	4,300,274	5,362,031
Liabilities				
17	Accounts payable and accrued expenses	32,993	1,535	
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)	32,993	1,535	
Net Assets or Fund Balances				
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
27	Foundations that follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
28	Capital stock, trust principal, or current funds	4,308,893	4,308,893	
29	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
30	Retained earnings, accumulated income, endowment, or other funds	-87,814	-10,154	
31	Total net assets or fund balances (see page 17 of the instructions)	4,221,079	4,298,739	
	Total liabilities and net assets/fund balances (see page 17 of the instructions)	4,254,072	4,300,274	

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	4,221,079
2	Enter amount from Part I, line 27a	2	77,660
3	Other increases not included in line 2 (itemize) ►	3	0
4	Add lines 1, 2, and 3	4	4,298,739
5	Decreases not included in line 2 (itemize) ►	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	4,298,739

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.)
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1a See Additional Data Table			
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 See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
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a See Additional Data Table			
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	270,756
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

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 page 18 of 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	335,729	4,787,434	0 070127
2011	352,808	4,859,604	0 072600
2010	276,407	4,761,969	0 058045
2009	325,278	4,189,685	0 077638
2008	394,777	5,066,809	0 077914

2 Total of line 1, column (d).	2	0 356324
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 071265
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	5,090,858
5 Multiply line 4 by line 3.	5	362,800
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	4,398
7 Add lines 5 and 6.	7	367,198
8 Enter qualifying distributions from Part XII, line 4.	8	351,307

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 page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1		
b	Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)	1	8,796
c	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	2	0
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col. (b)	3	8,796
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0
3	Add lines 1 and 2.	5	8,796
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	5,080
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	3,397
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d.	7	8,477
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	21
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	340
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be Credited to 2014 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

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?	<input type="checkbox"/> Yes	<input type="checkbox"/> No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	<input type="checkbox"/> Yes	<input type="checkbox"/> No
	<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>		
1c	Did the foundation file Form 1120-POL for this year?	<input type="checkbox"/> Yes	<input type="checkbox"/> No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ 0 (2) On foundation managers <input type="checkbox"/> \$ _____ 0		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____ 0		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	<input type="checkbox"/> Yes	<input type="checkbox"/> No
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>	<input type="checkbox"/> Yes	<input type="checkbox"/> No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	<input type="checkbox"/> Yes	<input type="checkbox"/> No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	<input type="checkbox"/> Yes	
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>	<input type="checkbox"/> Yes	<input type="checkbox"/> No
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?	<input type="checkbox"/> Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	<input type="checkbox"/> Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> PA		
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation.</i>	<input type="checkbox"/> Yes	
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>	<input type="checkbox"/> Yes	<input type="checkbox"/> No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	<input type="checkbox"/> Yes	<input type="checkbox"/> No

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).	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
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)	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No

Website address ► N/A

14	The books are in care of ► THE PHILADELPHIA FOUNDATION Located at ► 1234 MARKET STREET SUITE 1800 PHILADELPHIA PA	Telephone no ► (215) 563-6417 ZIP +4 ► 19107
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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	<input checked="" type="checkbox"/> 15
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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?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
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See 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.**

1a	During the year did the foundation (either directly or indirectly)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
	(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 page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	<input type="checkbox"/> 1b	
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?	<input type="checkbox"/> 1c	<input type="checkbox"/> No
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)	<input type="checkbox"/> 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?	<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)	<input type="checkbox"/> 3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<input type="checkbox"/> 4a	<input type="checkbox"/> No
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?	<input type="checkbox"/> 4b	<input type="checkbox"/> No

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))? (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? (3) Provide a grant to an individual for travel, study, or other similar purposes? (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). (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? 5b	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here. 6b	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
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? If "Yes," attach the statement required by Regulations section 53.4945-5(d). 7b	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? 6b	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870. 7b	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? 7b	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 Additional Data Table				

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
THE PHILADELPHIA FOUNDATION	PRIVATE FDN ADMIN	44,220
1234 MARKET STREET SUITE 1800		
PHILADELPHIA, PA 19107		

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

3

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

1

1

2

All other program-related investments See page 24 of the instructions

3

Total. Add lines 1 through 3

0

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	5,142,598
b Average of monthly cash balances.	1b	25,786
c Fair market value of all other assets (see instructions).	1c	0
d Total (add lines 1a, b, and c).	1d	5,168,384
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2 Acquisition indebtedness applicable to line 1 assets.	2	0
3 Subtract line 2 from line 1d.	3	5,168,384
4 Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	77,526
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	5,090,858
6 Minimum investment return. Enter 5% of line 5.	6	254,543

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	254,543
2a Tax on investment income for 2013 from Part VI, line 5.	2a	8,796
b Income tax for 2013 (This does not include the tax from Part VI).	2b	
c Add lines 2a and 2b.	2c	8,796
3 Distributable amount before adjustments Subtract line 2c from line 1.	3	245,747
4 Recoveries of amounts treated as qualifying distributions.	4	0
5 Add lines 3 and 4.	5	245,747
6 Deduction from distributable amount (see instructions).	6	0
7 Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	245,747

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	351,307
b Program-related investments—total from Part IX-B.	1b	0
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3 Amounts set aside for specific charitable projects that satisfy the		
a Suitability test (prior IRS approval required).	3a	
b Cash distribution test (attach the required schedule).	3b	
4 Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	351,307
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	0
6 Adjusted qualifying distributions. Subtract line 5 from line 4.	6	351,307

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				245,747
2 Undistributed income, if any, as of the end of 2013			0	
a Enter amount for 2012 only.		0		
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2013				
a From 2008.	146,215			
b From 2009.	118,628			
c From 2010.	41,742			
d From 2011.	112,992			
e From 2012.	101,399			
f Total of lines 3a through e.	520,976			
4 Qualifying distributions for 2013 from Part XII, line 4 ► \$ _____ 351,307			0	
a Applied to 2012, but not more than line 2a		0		
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.			245,747	
e Remaining amount distributed out of corpus	105,560			
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:	626,536			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	146,215			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	480,321			
10 Analysis of line 9				
a Excess from 2009.	118,628			
b Excess from 2010.	41,742			
c Excess from 2011.	112,992			
d Excess from 2012.	101,399			
e Excess from 2013.	105,560			

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. <input type="text"/>			
b	Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)			
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 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)(III).			
(3)	Largest amount of support from an exempt organization			
(4)	Gross investment income			

Part XV Supplementary Information (Complete this part only if the organization 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

LIBBY WALSH PROGRAM ASSOCIATE
1234 MARKET STREET
PHILADELPHIA, PA 19107
(215) 563-6417

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

APPLICATION FORMS SUPPLIED UPON REQUEST

c Any submission deadlines

FEBRUARY 1, MAY 1, SEPTEMBER 1

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

RESTRICTED TO ORGANIZATIONS FOR PUBLIC SERVICE DESCRIBED UNDER SECTION 509(A)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			► 3a	312,000
b Approved for future payment				
Total			► 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

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					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments.					
3 Interest on savings and temporary cash investments.					
4 Dividends and interest from securities.			14	174,187	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property.					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory.			18	270,756	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory.					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e).		0		444,943	0
13 Total. Add line 12, columns (b), (d), and (e). (See worksheet in line 13 instructions to verify calculations.)			13		444,943

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

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

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

b Other transactions

- (1) Sales of assets to a noncharitable exempt organization.
- (2) Purchases of assets from a noncharitable exempt organization.
- (3) Rental of facilities, equipment, or other assets.
- (4) Reimbursement arrangements.
- (5) Loans or loan guarantees.
- (6) Performance of services or membership or fundraising solicitations.

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.

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.

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

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

* * * * *

2014-06-26

* * * * *

May the IRS discuss this return with the preparer shown below (see instr.)? Yes No

Signature of officer or trustee

Date

Titl

Print/Type preparer's name Preparer's Signature Date Check if self-employed PTIN
P0168541

DAVID JACOBSON		employed	PO1883411
Firm's name ► CLIFTONLARSONALLEN LLP		Firm's EIN ► 41-0746749	
Firm's address ► 610 WGERMANTOWN PIKE STE400 PLYMOUTH MEETING, PA 19462		Phone no (215) 643-3900	

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
TURNER	P	2003-10-21	2013-03-06
VANGUARD DEVELOPED MARKETS IDX	P	2010-11-30	2013-04-01
VANGUARD 500 INDEX FUND SIGNAL	P	2003-10-21	2013-04-01
TURNER	P	2010-11-30	2013-06-26
VANGUARD 500 INDEX FUND SIGNAL	P	2003-10-21	2013-06-21
DIMENSIONAL	P	2010-12-01	2013-06-26
VANGUARD 500 INDEX FUND SIGNAL	P	2003-10-21	2013-08-07
VANGUARD EMERGING MARKETS STOCK	P	2010-11-30	2013-10-24
VANGUARD 500 INDEX FUND SIGNAL	P	2003-10-21	2013-10-03
TURNER	P	2003-10-21	2013-10-04
ARTISAN	P	2010-11-30	2013-11-13
VANGUARD 500 INDEX FUND SIGNAL	P	2003-10-21	2013-12-20
COLCHESTER	P	2010-12-01	2013-12-31

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
7,370		4,318	3,052
50,000		47,177	2,823
58,000		41,810	16,190
25,935		14,649	11,286
50,000		31,540	18,460
25,935		20,722	5,213
11,055		10,534	521
11,055		7,325	3,730
15,564		10,356	5,208
319,629		151,164	168,465
108,000		74,336	33,664
4,955		3,030	1,925
1,494		1,275	219

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			3,052
			2,823
			16,190
			11,286
			18,460
			5,213
			521
			3,730
			5,208
			168,465
			33,664
			1,925
			219

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ELLEN NALLE HASS	PRESIDENT 1 00	0	0	0
1234 MARKET STREET SUITE 1800 PHILADELPHIA, PA 191073794				
SARAH LAUGHLIN	BOARD MEMBER 1 00	0	0	0
1234 MARKET STREET SUITE 1800 PHILADELPHIA, PA 191073794				
ALISON ANDERSON	BOARD MEMBER 1 00	0	0	0
1234 MARKET STREET SUITE 1800 PHILADELPHIA, PA 191073794				
DENISE BROWN	BOARD MEMBER 1 00	0	0	0
1234 MARKET STREET SUITE 1800 PHILADELPHIA, PA 191073794				
JOYCE C MANTELL	BOARD MEMBER 1 00	0	0	0
1234 MARKET STREET SUITE 1800 PHILADELPHIA, PA 191073794				
PATRICIA BLAKELY	BOARD MEMBER 1 00	0	0	0
1234 MARKET STREET SUITE 1800 PHILADELPHIA, PA 191073794				
FRED NEIBAUER	BOARD MEMBER 1 00	0	0	0
1234 MARKET STREET SUITE 1800 PHILADELPHIA, PA 191073794				
TONY LADUCA PHD	BOARD MEMBER 1 00	0	0	0
1234 MARKET STREET SUITE 1800 PHILADELPHIA, PA 191073794				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
1812 PRODUCTIONS INC 2329 SOUTH 3RD STREET PHILADELPHIA, PA 19148		PC	1812 OUTREACH	3,000
AARP EXPERIENCE CORPS PHILADELPHIA 1709 BENJAMIN FRANKLIN PARKWAY PHILADELPHIA, PA 19103		PC	GENERAL SUPPORT	2,000
AFTER-SCHOOL ACTIVITIES PARTNERSHIPS (ASAP) 1520 LOCUST STREET PHILADELPHIA, PA 19102		PC	EXTENDED DAY PROGRAMS FOR TRANSITIONING STUDENTS	3,000
ALLEN'S LANE ART CENTER 601 WEST ALLENS LANE PHILADELPHIA, PA 19119		PC	SUMMER ART CAMP SCHOLARSHIPS FOR HOMELESS CHILDREN	3,000
ANTI-VIOLENCE PARTNERSHIP OF PHILADELPHIA 2000 HAMILTON STREET PHILADELPHIA, PA 19130		PC	COUSELING CENTER	3,000
ARTWELL (FORMERLY ARTS AND SPIRITUALITY CENTER) 4101 FREELAND AVENUE PHILADELPHIA, PA 19128		PC	HEARTSPEAK	2,000
ASIAN ARTS INITIATIVE 1219 VINE STREET PHILADELPHIA, PA 19107		PC	YOUTH ART WORKSHOPS	3,000
ASTRAL ARTISTIC SERVICES 230 SOUTH BROAD STREET PHILADELPHIA, PA 19102		PC	CLASSROOM CLASSICS AND COMMUNITY CLASSICS	2,500
BREAKTHROUGH OF GREATER PHILADELPHIA INC 34 WEST COULTER STREET PHILADELPHIA, PA 19144		PC	GENERAL SUPPORT	3,000
BUILDA BRIDGE INTERNATIONAL 205 W TULPEHOCKEN ST PHILADELPHIA, PA 19144		PC	ARTOLOGY	3,000
CAMBODIAN ASSOCIATION OF GREATER PHILADELPHIA 5412 NORTH 5TH STREET PHILADELPHIA, PA 19120		PC	THE AFTER SCHOOL PROGRAM " HAPPY & HEALTHY" PROJECT	4,000
CASA OF PHILADELPHIA COUNTY 1501 CHERRY STREET PHILADELPHIA, PA 19102		PC	GENERAL SUPPORT	3,500
CENTER IN THE PARK 5818 GERMANTOWN AVENUE PHILADELPHIA, PA 19144		PC	GENERAL SUPPORT	3,000
CENTRO NUEVA CREACION - NEW CREATION COMMUNITY CENTER 185 W TIoga STREET PHILADELPHIA, PA 19140		PC	GENERAL OPERATING	3,000
CHESTNUT HILL MEALS ON WHEELS 8765 STENTON AVENUE WYNDMOOR, PA 19038		PC	GENERAL SUPPORT	3,000
Total			► 3a	312,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
CHILD ABUSE PREVENTION EFFORT (CAPE) 499 NORTH 5TH STREET PHILADELPHIA, PA 19152		PC	EMERGENCY FAMILY FUND	3,000
CHOICE CONCERN FOR HEALTH OPTIONS - INFORMATION CARE AND EDUCAT 1500 WALNUT STREET PHILADELPHIA, PA 19102		PC	COMMUNITY AMBASSADOR PROGRAM	3,000
CHRISTIAN ASSOCIATION OF UNIVERSITY OF PENNSYLVANIA 118 SOUTH 37TH STREET PHILADELPHIA, PA 19104		PC	DANA HOW SCHOLARS MENTORING PROGRAM	3,000
COMMITTEE FOR DIGNITY & FAIRNESS FOR THE HOMELESS HOUSING DEV 5227-R GERMANTOWN AVENUE PHILADELPHIA, PA 19144		PC	PATHS TOWARDS THE FUTURE	3,000
COMMUNITY PARTNERSHIP SCHOOL 1936 NORTH JUDSON ST PHILADELPHIA, PA 19121		PC	EXPAND CULTURAL ENRICHMENT FOR UNDERSERVED STUDENTS	3,000
CRADLES TO CRAYONS PO BOX 799 CONSHOHOCKEN, PA 19428		PC	EVERYDAY ESSENTIALS	3,000
EDDIE'S HOUSE INC 5100 SPRUCE STREET PHILADELPHIA, PA 19139		PC	GENERAL SUPPORT	3,000
EDUCATING COMMUNITIES FOR PARENTING 919 WALNUT STREET PHILADELPHIA, PA 19107		PC	THE IMAGINE PROJECT	3,000
EDUCATION LAW CENTER - PA THE PHILADELPHIA BUILDING PHILADELPHIA, PA 19107		PC	ASSISTANCE TO AT-RISK STUDENTS IN THE PHILADELPHIA SCHOOL SYSTEM	3,000
ENTERPRISE CENTER THE 4548 MARKET STREET PHILADELPHIA, PA 19139		PC	BUSINESS AND LEADERSHIP CAMP	3,000
ESF DREAM CAMP FOUNDATION 750 E HAVERFORD ROAD BRYN MAWR, PA 19010		PC	GENERAL SUPPORT	3,000
ESPERANZA IMMIGRATION LEGAL SERVICES 4261 NORTH 5TH STREET PHILADELPHIA, PA 19140		PC	OPENING DOORS FOR DREAMERS	3,000
FACE TO FACE INC 109 EAST PRICE STREET PHILADELPHIA, PA 19144		PC	BACK TO SCHOOL REDINESS CAMP	3,000
FEAST OF JUSTICE 3101 TYSON AVE PHILADELPHIA, PA 19149		PC	GENERAL SUPPORT	2,500
FEDERATION HOUSING 8900 ROOSEVELT BOULEVARD PHILADELPHIA, PA 19115		PC	GENERAL SUPPORT	3,000
Total			► 3a	312,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
FIRST BOOK- PHILADELPHIA JENNIFER Pitt C/O COMMUNITIES IN SCHOOLS PHILADELPHIA, PA 19130		PC	GENERAL SUPPORT	3,500
FIRST UNITED METHODIST CHURCH OF GERMANTOWN (FUMCOG) 6001 GERMANTOWN AVENUE PHILADELPHIA, PA 19144		PC	AFTER SCHOOL PROGRAM	3,000
GIRLS ROCK PHILLY CO GIRLS ROCK CHICAGO 1867 FRANKFORD AVENUE PHILADELPHIA, PA 19125		PC	BARRACUDA CLUB AND SHARK TANK	2,000
GOOD SHEPHERD CORP DBA GOOD SHEPHERD MEDIATION PROGRAM 5356 CHEW AVENUE PHILADELPHIA, PA 19138		PC	FAMILY PASSAGES INITIATIVE - ELDER DISPUTE SERVICES	2,000
GREATER PHILADELPHIA COALITION AGAINST HUNGER 1725 FAIRMOUNT AVENUE PHILADELPHIA, PA 19130		PC	SENIOR HUNGER OUTREACH PROGRAM	5,000
HANCOCK ST JOHN'S UNITED METHODIST CHURCHH & S LEARNING CENTER 1217 NORTH HANCOCK STREET PHILADELPHIA, PA 19122		PC	SUMMER DAY CAMP	3,000
HEALING HURT PEOPLE PROGRAM CENTER FOR NONVIOLENCE & SOCIAL JUSTICE SCHOOL OF PUBLIC HEALTH PHILADELPHIA, PA 19102		PC	GENERAL SUPPORT	2,000
HIAS AND COUNCIL MIGRATION SERVICES OF PHILADELPHIA 2100 ARCH STREET PHILADELPHIA, PA 19103		PC	IMMIGRANT YOUTH ADVOCACY PROJECT	3,000
HOMELESS ADVOCACY PROJECT 42 SOUTH 15TH STREET PHILADELPHIA, PA 19102		PC	THE CHILDREN & FAMILIES PROJECT	3,000
INDOCHINESE AMERICAN COUNCIL 4934 - 36 OLD YORK ROAD PHILADELPHIA, PA 19141		PC	ACCESS FOR IMMIGRANT SENIORS	2,000
INTERNATIONAL BALLET EXCHANGE 38 EAST SCHOOL HOUSE LANE PHILADELPHIA, PA 19144		PC	BRIDGING BALLET BOUNDARIES CLASSICAL BALLET EDUCATION AND PERFORMANCE	2,000
IPRAXIS 3624 MARKET STREET PHILADELPHIA, PA 19104		PC	IPRAXIS SCIENCE PROGRAM	3,000
JEWISH RELIEF AGENCY 116 BALA AVENUE BALA CYNWYD, PA 19004		PC	JRA MONTHLY FOOD DISTRIBUTION	4,000
JUBILEE SCHOOL 4211 CHESTER AVENUE PHILADELPHIA, PA 19104		PC	GENERAL SUPPORT	3,000
JUVENILE LAW CENTER THE PHILADELPHIA BUILDING PHILADELPHIA, PA 19107		PC	YOUTH ENGAGMENT PROJECT	3,000
Total			► 3a	312,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
KARDON INSTITUTE FOR ARTS THERAPY 10700 KNIGHTS ROAD PHILADELPHIA, PA 19114		PC	GENERAL SUPPORT	3,000
KELLY ANNE DOLAN MEMORIAL FUND PO BOX 556 AMBLER, PA 19002		PC	GENERAL SUPPORT	3,000
KULU MELE AFRICAN DANCE & DRUM ENSEMBLE 6757 GREENE STREET PHILADELPHIA, PA 19119		PC	OMO KULU MELE AFTERSCHOOL	3,000
LEGAL CLINIC FOR THE DISABLED INC 1513 RACE STREET PHILADELPHIA, PA 19102		PC	PHILAKIDS	3,000
LOGAN HOPE 4934 N 13TH ST PHILADELPHIA, PA 19141		PC	LOGAN HOPE SUMMER DAY CAMP	3,000
MERCY NEIGHBORHOOD MINISTRIES OF PHILADELPHIA 1939 WEST VENANGO STREET PHILADELPHIA, PA 19140		PC	GENERAL SUPPORT	2,000
METROPOLITAN BALLET COMPANY 1316 WARNER ROAD RYDAL, PA 19046		PC	PHILADELPHIA OUTREACH - CLASSES AND ATTENDANCE TO PERFORMANCE	1,500
MT AIRY COMMUNITY SERVICES CORPORATION 6601 GREEN STREET PHILADELPHIA, PA 19119		PC	FBO WEAVERS WAY COMMUNITY PROGRAMS, GENERAL OPERATING SUPPORT	4,000
NEED IN DEED THE BELMONT BUILDING PHILADELPHIA, PA 19107		PC	GENERAL SUPPORT	3,000
NEIGHBORHOOD BIKE WORKS 3916 LOCUST WALK PHILADELPHIA, PA 19104		PC	NORTH PHILADELPHIA YOUTH BICYCLE EDUCATION PROGRAM	3,000
NEW DIRECTIONS FOR WOMEN INC 4807 GERMANTOWN AVENUE PHILADELPHIA, PA 19144		PC	MOM'S AWAY FROM HOME	3,000
NONPROFIT TECHNOLOGY RESOURCES 1524 BRANDYWINE STREET PHILADELPHIA, PA 19130		PC	FREE LTT FOR 30 LOW-INCOME ESOL YOUTH	3,000
NORRIS SQUARE NEIGHBORHOOD PROJECT 2141 NORTH HOWARD STREET PHILADELPHIA, PA 19122		PC	GENERAL SUPPORT	3,000
NORTH CENTRAL VICTIMS SERVICES 1415 NORTH BROAD STREET PHILADELPHIA, PA 19122		PC	VICTIMS FIRST PROGRAM	2,000
NORTH LIGHT COMMUNITY CENTER 175 GREEN LANE PHILADELPHIA, PA 19127		PC	GENERAL SUPPORT	4,000
Total			► 3a	312,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
NORTHWEST VICTIM SERVICES 6301 GERMANTOWN AVENUE PHILADELPHIA, PA 19144		PC	COMPREHENSIVE VICTIM SERVICES TO SENIORS	2,000
PAINTED BRIDE ART CENTER 230 VINE STREET PHILADELPHIA, PA 19106		PC	ROCK THE PENI	3,000
PEGASUS RIDING ACADEMY INC 8297 BUSTLETON AVENUE PHILADELPHIA, PA 19152		PC	PEGASUS SCHOLARSHIP PROGRAM	3,000
PENN'S VILLAGE 201 SOUTH 21ST STREET PHILADELPHIA, PA 19103		PC	GENERAL SUPPORT	3,000
PEOPLE AND STORIES- GENTE Y CUENTOS 140 EAST HANOVER STREET TRENTON, NJ 08608		PC	TWO SENIOR PROGRAMS AT NORRIS SQUARE SENIOR CENTER	3,000
PHILADELPHIA DANCE COMPANY 9 NORTH PRESTON STREET - PHILADANCO WAY PHILADELPHIA, PA 191042210		PC	INSTRUCTION & TRAINING PROGRAMS	3,000
PHILADELPHIA ETHICAL SOCIETY 1906 RITTENHOUSE SQUARE PHILADELPHIA, PA 19103		PC	CAMP LINDEN SUMMER DAY CAMP	1,000
PHILADELPHIA FOLKLORE PROJECT 735 SOUTH 50TH STREET PHILADELPHIA, PA 191433328		PC	FOLK ARTS EDUCATION INITIATIVE	3,000
PHILADELPHIA HUNE 2200 NORTH 2ND STREET PHILADELPHIA, PA 19122		PC	GENERAL SUPPORT	3,000
PHILADELPHIA PHOTO ARTS CENTER (PPAC) 1400 N AMERICAN ST PHILADELPHIA, PA 19122		PC	TEEN PHOTO	2,500
PHILADELPHIA READS 325 CHESTNUT STREET PHILADELPHIA, PA 19106		PC	PHILADELPHIA READS CHILDREN'S BOOK BANK	3,000
PHILADELPHIA VIP 1500 WALNUT STREET PHILADELPHIA, PA 19102		PC	FAMILY LAW INITIATIVE	3,000
PHILADELPHIA YOUNG PLAYWRIGHTS 1709 BENJAMIN FRANKLIN PARKWAY PHILADELPHIA, PA 19103		PC	CLASSIC PROGRAM IN A SCHOOL DISTRICT OF PHILADELPHIA CLASSROOM	3,000
PHILADELPHIA YOUTH ORCHESTRA 240 SOUTH 20TH STREET PHILADELPHIA, PA 19103		PC	GENERAL SUPPORT	2,000
PHILADELPHIANS ORGANIZED TO WITNESS EMPOWER & REBUILD (POWER) 1429 NORTH 11TH STREET PHILADELPHIA, PA 19122		PC	JUSTICE FOR IMMIGRANTS-DACA CLINICS	3,000
Total				312,000
			► 3a	

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
PRINT CENTER 1614 LATIMER STREET PHILADELPHIA, PA 19103		PC	ARTISTS-IN-SCHOOLS PROGRAM	3,000
PROGRAMS EMPLOYING PEOPLE 1200 SOUTH BROAD STREET PHILADELPHIA, PA 19146		PC	CAMP PEP	3,000
PROVIDENCE CENTER 2635 NORTH 4TH STREET PHILADELPHIA, PA 19133		PC	GENERAL SUPPORT	3,000
RESOURCES FOR HUMAN DEVELOPMENT INC 4700 WISSAHICKON AVENUE PHILADELPHIA, PA 191444248		PC	FBO I'M FREE - FEMALES REENTERING EMPOWERING EACH OTHER, CHILDREN OF INCARCERATED LOVED ONES - COIL	1,500
RESOURCES FOR HUMAN DEVELOPMENT INC 4700 WISSAHICKON AVENUE PHILADELPHIA, PA 191444248		PC	FBO PHILADELPHIA PUBLIC SCHOOL NOTEBOOK, FALL GUIDE TO HIGH SCHOOLS	2,000
RESOURCES FOR HUMAN DEVELOPMENT INC 4700 WISSAHICKON AVENUE PHILADELPHIA, PA 191444248		PC	FBO WOMEN'S MEDICAL FUND, A SECOND CHANCE AT CHILDHOOD	3,000
RIVERBEND ENVIRONMENTAL EDUCATION CENTER 1950 SPRING MILL ROAD GLADWYNE, PA 19035		PC	OUTREACH TO CHILDREN/ACCESS TO NATURE HEAD START ENRICHMENT PROGRAM	3,000
ROCK TO THE FUTURE 219 MERCER STREET PHILADELPHIA, PA 19125		PC	GENERAL SUPPORT	2,500
SAMUEL S FLEISHER ART MEMORIAL INC 719 CATHERINE STREET PHILADELPHIA, PA 191472811		PC	COMMUNITY PARTNERSHIPS IN THE ARTS	3,000
SCRIBE VIDEO CENTER INC 4212 CHESTNUT STREET PHILADELPHIA, PA 19104		PC	DOCUMENTARY HISTORY PROJECT FOR YOUTH	2,000
SHARE FOOD PROGRAM 2901 W HUNTING PARK AVE PHILADELPHIA, PA 19129		PC	FOOD DISTRIBUTIONS	10,000
SINGING CITY 1501 CHERRY STREET PHILADELPHIA, PA 19102		PC	SINGING CITY CHILDREN'S CHOIR	3,000
SMITH MEMORIAL PLAYGROUND AND PLAYHOUSE EAST FAIRMOUNT PARK PHILADELPHIA, PA 19121		PC	PLAY FOR ALL	3,000
SPIRAL Q PUPPET THEATER INC 4100 HAVERFORD AVENUE PHILADELPHIA, PA 19104		PC	SQUAADS	4,000
ST CHRISTOPHER'S FOUNDATION FOR CHILDREN 1800 JOHN F KENNEDY BLVD PHILADELPHIA, PA 19103		PC	COMMUNITY ORAL HEALTH INITIATIVES	4,000
Total			► 3a	312,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
ST JAMES SCHOOL 3217 WEST CLEARFIELD STREET PHILADELPHIA, PA 19132		PC	GENERAL SUPPORT	2,000
ST MARTIN DE PORRES SCHOOL 2300 WEST LEHIGH AVENUE PHILADELPHIA, PA 19132		PC	GENERAL SUPPORT	2,000
ST PETER'S EPISCOPAL CHURCH FOOD CUPBOARD 313 PINE STREET PHILADELPHIA, PA 19106		PC	GENERAL SUPPORT	4,000
SUMMER SEARCH - PHILADELPHIA 1528 WALNUT STREET BENSEM, PA 19102		PC	GENERAL SUPPORT	4,000
SUPPORT CENTER FOR CHILD ADVOCATES 1900 CHERRY STREET PHILADELPHIA, PA 19103		PC	KINSHIP CARE PROGRAM	3,000
TALLER PUERTORRIQUEO 2721 NORTH 5TH STREET PHILADELPHIA, PA 19133		PC	ART EDUCATION PROGRAMS FOR AT-RISK CHILDREN AND YOUTH	3,000
THE CENTER FOR EMERGING VISUAL ARTISTS 237 SOUTH 18TH STREET PHILADELPHIA, PA 19103		PC	HAND-IN-HAND	1,000
THE CENTER FOR GRIEVING CHILDREN 3300 HENRY AVENUE PHILADELPHIA, PA 19129		PC	GENERAL SUPPORT	3,000
TRINITY MEMORIAL CURCH 2212 SPRUCE STREET PHILADELPHIA, PA 19103		PC	FBO COMMUNITY OUTREACH PARTNERSHIPS, COMMUNICARE	2,000
UNIVERSITY CITY ARTS LEAGUE INC 4226 SPRUCE STREET PHILADELPHIA, PA 191044040		PC	SUMMER ARTS CAMP	3,000
URBAN AFFAIRS COALITION 1207 CHESTNUT STREET PHILADELPHIA, PA 191074102		PC	FBO YOUTH OUTREACH ADOLESCENT COMMUNITY AWARENESS PROGRAM, PROJECT BUILD	2,000
URBAN RESOURCES DEVELOPMENT CORPORATION 6001 GERMANTOWN AVENUE PHILADELPHIA, PA 19144		PC	OWNER OCCUPIED REPAIR PROGRAM (OORP)	4,000
URBAN TREE CONNECTION 5125 WOODBINE AVENUE PHILADELPHIA, PA 191312404		PC	NEIGHBORHOOD FOODS PEARL STREET SPROUTS	3,000
WEST PARK CULTURAL CENTER 5114 PARKSIDE AVENUE PHILADELPHIA, PA 19131		PC	CAMP GINKGO/GINKGO ACADEMY	3,000
WOODMERE ART MUSEUM 9201 GERMANTOWN AVENUE PHILADELPHIA, PA 19118		PC	PHILARTDELPHIA EDUCATION PROGRAMS FOR YOUNG PEOPLE	2,000
Total			► 3a	312,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
WYCK ASSOCIATION 6026 GERMANTOWN AVENUE PHILADELPHIA, PA 19144		PC	YOUTH EDUCATION PROGRAM	2,000
YOUTH EMPOWERMENT SERVICES 1231 NORTH BROAD ST PHILADELPHIA, PA 19122		PC	ADVANCED MEDIA ARTS PROJECT SUPPORT	3,000
Total			► 3a	312,000

TY 2013 Investments Corporate Stock Schedule

Name: HENRIETTA TOWER WURTS MEMORIAL FOUNDATION

EIN: 23-6297977

Name of Stock	End of Year Book Value	End of Year Fair Market Value
HARBOR HIGH YIELD BOND	199,242	198,723
PIMCO TOTAL RETURN	972,889	965,057
TURNER SMALL CAP GROWTH	0	0
VANGUARD 500 INDEX FUND	887,434	1,443,685
VANGUARD EMERGING MKTS-ADMIRAL	237,384	303,803
VANGUARD DEVELOPED	462,707	559,726
VANGUARD INFLATION	266,208	256,961
ARTISAN FUND	814,201	1,041,129
DIMENSIONAL	236,110	333,745
COLCHESTER	211,816	246,919

TY 2013 Other Professional Fees Schedule

Name: HENRIETTA TOWER WURTS MEMORIAL FOUNDATION**EIN:** 23-6297977

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADMINISTRATIVE FEES	44,220	4,913		39,307
TRUSTEE FEES	1,488	0		0
PROFESSIONAL FEES	1,550	0		0
INVESTMENT MANAGEMENT FEES	250	250		0

TY 2013 Taxes Schedule

Name: HENRIETTA TOWER WURTS MEMORIAL FOUNDATION**EIN:** 23-6297977

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAXES, LICENSES AND FEES	7,775	0		0