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Form

990-PF

Department of the Treasury
Internal Revenue Service

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.

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014, or tax year beginning 01-01-2014, and ending 12-31-2014

Name of foundation THE CHARTER FOUNDATION		A Employer identification number 27-1234570	
Number and street (or P O box number if mail is not delivered to street address) 640 NARCISI LANE		B Telephone number (see instructions) (610) 220-9054	
City or town, state or province, country, and ZIP or foreign postal code WAYNE, PA 19087		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ☒ \$ 16,121,455	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	654	654		
	4 Dividends and interest from securities.	345,275	345,275		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	992,903			
	b Gross sales price for all assets on line 6a 3,686,317				
	7 Capital gain net income (from Part IV, line 2) . . .		992,903		
	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)	☒ 1,412	1,412		
	12 Total. Add lines 1 through 11	1,340,244	1,340,244		
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)	☒ 750	0		0
	c Other professional fees (attach schedule)	☒ 53,738	53,738		0
	17 Interest				
	18 Taxes (attach schedule) (see instructions) . . .	☒ 19,236	0		0
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	☒ 59,567	13,750		45,817
	24 Total operating and administrative expenses. Add lines 13 through 23	133,291	67,488		45,817
	25 Contributions, gifts, grants paid	718,000			718,000
	26 Total expenses and disbursements. Add lines 24 and 25	851,291	67,488		763,817
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	488,953			
	b Net investment income (if negative, enter -0-)		1,272,756		
	c Adjusted net income (if negative, enter -0-)				

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	860,984	868,529	868,529
	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)	1,320,476	☒ 1,649,516	1,719,464
	b	Investments—corporate stock (attach schedule)	7,337,455	☒ 7,660,132	12,348,355
	c	Investments—corporate bonds (attach schedule).	1,365,333	☒ 1,195,024	1,185,107
	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)	10,884,248	11,373,201	16,121,455	
Liabilities	17	Accounts payable and accrued expenses		5,000	
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)	0	5,000	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	10,884,248	11,368,201	
	30	Total net assets or fund balances (see instructions)	10,884,248	11,368,201	
31	Total liabilities and net assets/fund balances (see instructions) . . .	10,884,248	11,373,201		

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 10,884,248
2	Enter amount from Part I, line 27a	2 488,953
3	Other increases not included in line 2 (itemize) ▶ _____	3 0
4	Add lines 1, 2, and 3	4 11,373,201
5	Decreases not included in line 2 (itemize) ▶ ☒ _____	5 5,000
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6 11,368,201

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)
1 a	PUBLICLY TRADED SECURITIES	P		
b	PUBLICLY TRADED SECURITIES	P		
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 3,178,858		2,134,785	1,044,073
b 507,459		558,629	-51,170
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			1,044,073
b			-51,170
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	992,903
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	}	3	

Part V

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see 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))
2013	707,347	14,360,433	0 049257
2012	628,482	13,027,825	0 048242
2011	613,209	12,620,286	0 048589
2010	299,636	5,914,666	0 050660
2009	0	0	0 000000

2	Total of line 1, column (d).	2	0 196748
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 039350
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.	4	15,834,259
5	Multiply line 4 by line 3.	5	623,078
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	12,728
7	Add lines 5 and 6.	7	635,806
8	Enter qualifying distributions from Part XII, line 4.	8	763,817

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 VIExcise 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 ☐ and enter "N/A" on line 1			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		112,728	
c		All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2		Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		20	
3		Add lines 1 and 2.		312,728	
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		40	
5		Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		512,728	
6		Credits/Payments			
a		2014 estimated tax payments and 2013 overpayment credited to 2014	6a	12,600	
b		Exempt foreign organizations—tax withheld at source	6b		
c		Tax paid with application for extension of time to file (Form 8868)	6c		
d		Backup withholding erroneously withheld	6d		
7		Total credits and payments. Add lines 6a through 6d.		712,600	
8		Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached.		87	
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9135	
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 2015 estimated tax Refunded		11	

Part VII-AStatements 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?		1a		Yes	No
b		Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?		1b			No
		If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.					
c		Did the foundation file Form 1120-POL for this year?		1c			No
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?		2			No
		If "Yes," attach a detailed description of the activities.					
3		Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		3			No
4a		Did the foundation have unrelated business gross income of \$1,000 or more during the year?		4a			No
b		If "Yes," has it filed a tax return on Form 990-T for this year?		4b			
5		Was there a liquidation, termination, dissolution, or substantial contraction during the year?		5			No
		If "Yes," attach the statement required by General Instruction T.					
6		Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either					
		• By language in the governing instrument, or					
		• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		6		Yes	
7		Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.		7		Yes	
8a		Enter the states to which the foundation reports or with which it is registered (see instructions)					
		PA					
b		If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .		8b		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 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? If "Yes," complete Part XIV		9			No
10		Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.		10			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).	11		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)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address THECHARTERFOUNDATION.COM				
14	The books are in care of GORDON BUSINESS SOLUTIONS LLC Telephone no (610) 220-9054 Located at 640 NARCISI LANE WAYNE PA ZIP+4 190872238			
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		
16	At any time during calendar year 2014, 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 instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country	16	Yes	No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? Yes No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). Yes No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here.	1b		No
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 2014?	1c		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 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? If "Yes," list the years 20 , 20 , 20 , 20 Yes No			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20 , 20 , 20 , 20			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes No			
b	If "Yes," did it have excess business holdings in 2014 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 2014.).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		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 2014?	4b		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))?

YesNo

(2)

Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

YesNo

(3)

Provide a grant to an individual for travel, study, or other similar purposes?

YesNo

(4)

Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions).

YesNo

(5)

Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

YesNo

b

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

5b

Organizations relying on a current notice regarding disaster assistance check here.

c

If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

YesNo

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

6a

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

YesNo

b

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

6b

No

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

7a

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

YesNo

b

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

7b

Part VIII

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

1

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JOSEPH K GORDON	PRESIDENT/TRUSTEE	0	0	0
441 GLYNN WYNNE RD HAVERFORD, PA 19041	3 00			
LEILA GORDON	TRUSTEE/VP/SEC/TREAS	0	0	0
640 NARCISI LA WAYNE, PA 19087	2 00			
HUNTER R GORDON	TRUSTEE	0	0	0
2020 WALNUT ST APT 29H PHILA, PA 19103	2 00			
C SCOTT GORDON	TRUSTEE	0	0	0
1219 TULLAMORE CIRCLE CHESTER SPRINGS, PA 19425	2 00			

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

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Part VIII

Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
GORDON BUSINESS SOLUTIONS LLC 640 NARCISI LANE WAYNE, PA 19087	MANAGEMENT	55,000
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	
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	
2	
All other program-related investments. See 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	15,957,005
b	Average of monthly cash balances.	1b	118,385
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	16,075,390
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	16,075,390
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	241,131
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	15,834,259
6	Minimum investment return. Enter 5% of line 5.	6	791,713

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	791,713
2a	Tax on investment income for 2014 from Part VI, line 5.	2a	12,728
b	Income tax for 2014 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	12,728
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	778,985
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	778,985
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	778,985

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	763,817
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	763,817
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	12,728
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	751,089

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 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				778,985
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2014				
a From 2009.				
b From 2010.				
c From 2011.				4,315
d From 2012.				
e From 2013.				14,517
f Total of lines 3a through e.	18,832			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 763,817				
a Applied to 2013, 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 2014 distributable amount.				763,817
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a).)	15,168			15,168
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	3,664			
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 2013 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).	0			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions). . .	0			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	3,664			
10 Analysis of line 9				
a Excess from 2010. . . .				
b Excess from 2011. . . .				
c Excess from 2012. . . .				
d Excess from 2013. . . .				3,664
e Excess from 2014. . . .				

b Check box to indicate whether the organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

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.)**

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))

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.

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

GRANT APPLICANTS MUST SUBMIT AN APPLICATION VIA THE FOUNDATION'S ONLINE GRANT APPLICATION LOCATED ON ITS WEBSITE "THECHARTERFOUNDATION.COM" APPLICANTS MUST ALSO SUBMIT A LIST OF THEIR BOARD OF DIRECTORS/TRUSTEES, FINANCIAL STATEMENTS, A COPY OF THEIR IRS LETTER APPROVING IRC SECTION 501(C)(3) EXEMPT STATUS AND A LIST OF THE NAMES AND AMOUNTS OF THE LARGEST FUNDERS OF THE APPLICANTS

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

GRANTS ARE AWARDED TO EDUCATIONAL, HEALTH CARE, MEDICAL RESEARCH AND OTHER CHARITABLE ORGANIZATIONS THAT ARE PUBLIC CHARITIES EXEMPT UNDER IRC SECTION 501(C)(3) AND 509(A)(1) OR 509(A)(2) AND ARE LOCATED IN THE GREATER PHILADELPHIA, PA AREA OR PROVIDE SIGNIFICANT SERVICES TO THIS AREA

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	718,000
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated

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

[illegible]

Part XVII

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?		Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of		
(1)	Cash.	1a(1)	No
(2)	Other assets.	1a(2)	No
b	Other transactions		
(1)	Sales of assets to a noncharitable exempt organization.	1b(1)	No
(2)	Purchases of assets from a noncharitable exempt organization.	1b(2)	No
(3)	Rental of facilities, equipment, or other assets.	1b(3)	No
(4)	Reimbursement arrangements.	1b(4)	No
(5)	Loans or loan guarantees.	1b(5)	No
(6)	Performance of services or membership or fundraising solicitations.	1b(6)	No
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c	No
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			

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.		
	***** _____ Signature of officer or trustee	2015-03-06 _____ Date	 ***** _____ Title May the IRS discuss this return with the preparer shown below (see instr)? ☒ Yes ☐ No

Paid Preparer Use Only	Print/Type preparer's name EDWARD J FURMAN CPA	Preparer's Signature	Date	Check if self-employed ☒	PTIN P01267623
	Firm's name ☒ MAILLIE LLP			Firm's EIN ☒ 23-1518888	
	Firm's address ☒ PO BOX 680 OAKS, PA 194560680			Phone no (610) 935-1420	

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				
AMYOTROPHIC LATERAL SCLEROSIS ASSOCIATION 321 NORRISTOWN RD STE 260 AMBLER,PA 19002		PUBLIC CHARITY	HOWARD I ABRAMS IN-HOME CARE PROGRAM	25,000
BAKER INDUSTRIES 184 PENNSYLVANIA AVENUE MALVERN,PA 19355		PUBLIC CHARITY	DEVELOPMENT PROGRAM FOR LOW INCOME VULNERABLE ADULTS	15,000
CAMPHILL VILLAGE KIMBERTON HILLS INC 1601 PUGHTOWN RD PO BOX 1045 KIMBERTON,PA 19442		PUBLIC CHARITY	GENERAL SUPPORT	25,000
COMMUNITY PARTNERSHIP SCHOOL 1936 N JUDGE STREET PHILADELPHIA,PA 19121		PUBLIC CHARITY	COMMUNITY PARTNERSHIP SCHOOL LITERACY PROGRAM	20,000
COMMUNITY VOLUNTEERS IN MEDICINE 300B LAWRENCE DRIVE WEST CHESTER,PA 19380		PUBLIC CHARITY	FREE CHILDREN'S DENTAL AND ORTHODONTIC CARE FOR LOW INCOME, UNINSURED CHILDREN IN CHESTER COUNTY	10,000
EPISCOPAL COMMUNITY SERVICES OF THE DIOCESE OF PENNSYLVANIA 225 SOUTH THIRD STREET PHILADELPHIA,PA 19106		PUBLIC CHARITY	ECS ST BARNABAS MISSION SHELTER FOR HOMELESS FAMILIES	10,000
MAINLINE HOSPITALS INC LANKENAU MEDICAL CENTER MEDICAL OFFICE BUILDING EAST 100 LANCASTER AVENUE STE 50 WYNNEWOOD,PA 19096		PUBLIC CHARITY	THE JOSEPH AND RAY GORDON CHAIR AT LANKENAU MEDICAL CENTER	215,000
PENNSYLVANIA HOME OF THE SPARROW 969 EAST SWEDES FORD ROAD EXTON,PA 19341		PUBLIC CHARITY	HOME OF THE SPARROW'S PROGRAMS TO PREVENT AND END HOMELESSNESS IN CHESTER COUNTY	25,000
PETERS PLACE 150 N RADNOR CHESTER ROAD STE F130 RADNOR,PA 19087		PUBLIC CHARITY	GENERAL OPERATING SUPPORT - BEREAVEMENT SERVICES FOR CHILDREN, FAMILIES AND THE COMMUNITY	25,000
PHILABUNDANCE 3616 S GALLOWAY STREET PHILADELPHIA,PA 19148		PUBLIC CHARITY	DELAWARE VALLEY HUNGER RELIEF	15,000
PUBLIC CITIZENS FOR CHILDREN AND YOUTH 1709 BENJAMIN FRANKLIN PARKWAY PHILADELPHIA,PA 19103		PUBLIC CHARITY	SUPPORT PRIMARY, VISION AND DENTAL CARE SERVICES PROVIDED TO AT-RISK CHILDREN	10,000
SHIPLEY SCHOOL 814 YARROW STREET BRYN MAWR,PA 19010		PUBLIC CHARITY	THE SHIPLEY SCHOOL UPPER CAMPUS MASTER PLAN, PHASE 1	100,000
PHILADELPHIA CHILDRENS ALLIANCE 300 E HUNTING PARK AVENUE PHILADELPHIA,PA 19124		PUBLIC CHARITY	PHILADELPHIA CHILDREN' ALLIANCE ONSITE MENTAL HEALTH THERAPY PROGRAM	10,000
FAMILY SERVICE ASSOCIATION OF BUCKS COUNTY 4 CORNERSTONE DRIVE LANGHORNE,PA 19047		PUBLIC CHARITY	TELEPHONE REASSURANCE PROGRAM A LIFELINE TO SOCIALLY ISOLATED, HOMEBOUND OLDER AND/OR DISABLED ADULTS	5,000
THE PHILADELPHIA ACADEMIES INC 230 S BROAD STREET STE 1300 PHILADELPHIA,PA 19102		PUBLIC CHARITY	SUPPORT PROFESSIONAL DEVELOPMENT AND TECHNICAL ASSISTANCE OFFERED TO 12 PHILADELPHIA PUBLIC SCHOOLS	20,000
Total  3a				718,000

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 <i>Paid during the year</i>				
WEST PHILADELPHIA ALLIANCE FOR CHILDREN 3603 HAMILTON STREET PHILADELPHIA,PA 19104		PUBLIC CHARITY	SUPPORT LITERACY PROGRAM	10,000
GLAUCOMA SERVICE FOUNDATION WILLIS EYE INSTITUTE 840 WALNUT STREET STE 1130 PHILADELPHIA,PA 191075598		PUBLIC CHARITY	IMPROVING PATIENT OUTCOMES THROUGH RESEARCH AND PUBLICATIONS	2,500
MONTGOMERY COUNTY COMMUNITY COLLEGE FOUNDATION 340 DEKALB PIKE BLUE BELL,PA 19422		PUBLIC CHARITY	SUPPORT PARTNERSHIP ON WORK ENRICHMENT AND READINESS ("POWER")	2,500
TRUSTEES OF THE UNIVERSITY OF PENNSYLVANIA 3025 WALNUT STREET PHILADELPHIA,PA 19102		PUBLIC CHARITY	SUPPORT WXPB'S MUSICIANS ON CALL (MOC) BEDSIDE MUSICAL PERFORMANCES TO PEOPLE CONFINED TO THE HOSPITAL	15,000
HOPE PARTNERSHIP FOR EDUCATION 1701 N EIGHTH STREET PHILADELPHIA,PA 19122		PUBLIC CHARITY	GENERAL SUPPORT OF EDUCATION SERVICES TO THE UNDERSERVED AND OVERLOOKED FAMILIES IN NORTH PHILADELPHIA	20,000
CHOICE CONCERN FOR HEALTH OPTIONS INFORMATION CARE & EDUCATION 1500 WALNUT STREET STE 200 PHILADELPHIA,PA 19102		PUBLIC CHARITY	YOUTH EDUCATION AND OUTREACH	5,000
BRYN MAWR REHABILITATION FOUNDATION 414 PAOLI PIKE MALVERN,PA 19355		PUBLIC CHARITY	PROJECT "SEARCH"	20,000
LEUKEMIA & LYMPHOMA SOCIETY INC 555 NORTH LANE STE 5010 CONSHOHOCKEN,PA 19428		PUBLIC CHARITY	DR CARL JUNE SPECIALIZED CENTER OF RESEARCH GRANT, PROJECT 4 CART IMMUNOTHERAPIES FOR PATIENTS WITH ACUTE MYELOID LEUKEMIA (AML)	40,000
CANCER SUPPORT COMMUNITY GREATER PHILADELPHIA 200 KIRK ROAD WARMINSTER,PA 18974		PUBLIC CHARITY	RENOVATION OF FACILITIES	13,000
LAUREL HOUSE PO BOX 764 NORRISTOWN,PA 19404		PUBLIC CHARITY	SUPPORT DOMESTIC VIOLENCE EMERGENCY SHELTER AND HOTLINE	10,000
VALLEY FORGE EDUCATIONAL SERVICES PO BOX 730 PAOLI,PA 19301		PUBLIC CHARITY	SUPPORT FOR THE VANGUARD TRANSITION CENTER	3,000
HEADSTRONG FOUNDATION 232 GREEN AVENUE HOLMES,PA 19043		PUBLIC CHARITY	GENERAL OPERATING SUPPORT FOR SERVICES AND PROGRAMS TO IMPROVE QUALITY OF LIFE FOR PATIENTS AND FAMILIES AFFECTED BY BLOOD CANCERS	27,000
BREAKTHROUGH OF GREATER PHILADELPHIA 34 W COULTER STREET PHILADELPHIA,PA 19144		PUBLIC CHARITY	ACADEMIC SUPPORT TO MINORITY STUDENTS FROM PHILADELPHIA PUBLIC SCHOOLS IN THEIR EFFORTS TO NAVIGATE THE CHALLENGING PATH TO COLLEGE	10,000
ZOOLOGICAL SOCIETY OF PHILADELPHIA 3400 WEST GIRARD AVE PHILADELPHIA,PA 19104		PUBLIC CHARITY	SUPPORT PHILADELPHIA ZOO'S COMMUNITY ACCESS PROGRAM (CAP)	10,000
Total  3a				718,000

TY 2014 Accounting Fees Schedule

Name: THE CHARTER FOUNDATION

EIN: 27-1234570

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	750	0		0

**TY 2014 Investments Corporate
Bonds Schedule**

Name: THE CHARTER FOUNDATION
EIN: 27-1234570

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CORPORATE BONDS	1,195,024	1,185,107

**TY 2014 Investments Corporate
Stock Schedule**

Name: THE CHARTER FOUNDATION
EIN: 27-1234570

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CORPORATE STOCKS	7,660,132	12,348,355

**TY 2014 Investments Government
Obligations Schedule****Name:** THE CHARTER FOUNDATION**EIN:** 27-1234570**US Government Securities - End of
Year Book Value:**

1,649,516

**US Government Securities - End of
Year Fair Market Value:**

1,719,464

**State & Local Government
Securities - End of Year Book
Value:**

0

**State & Local Government
Securities - End of Year Fair
Market Value:**

0

TY 2014 Other Decreases Schedule

Name: THE CHARTER FOUNDATION

EIN: 27-1234570

Description	Amount
ACCRUED EXPENSES ON BOOKS, NOT ON TAX RETURN	5,000

TY 2014 Other Expenses Schedule**Name:** THE CHARTER FOUNDATION**EIN:** 27-1234570

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOUNDATION MANAGEMENT FEES	55,000	13,750		41,250
SOFTWARE FEES	4,192	0		4,192
WEBSITE	375	0		375

TY 2014 Other Income Schedule

Name: THE CHARTER FOUNDATION

EIN: 27-1234570

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
CLASS ACTION PROCEEDS	1,412	1,412	1,412

TY 2014 Other Professional Fees Schedule

Name: THE CHARTER FOUNDATION

EIN: 27-1234570

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	47,087	47,087		0
INVESTMENT CUSTODIAL FEES	6,651	6,651		0

TY 2014 Taxes Schedule

Name: THE CHARTER FOUNDATION

EIN: 27-1234570

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAXES	19,236	0		0