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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

Do not enter social security numbers on this form as it may be made public.

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 06-01-2014, and ending 05-31-2015

Name of foundation ETHEL S C SMITH NO 5 CHARITABLE TW		A Employer identification number 23-6648857	
Number and street (or P O box number if mail is not delivered to street address) 1525 W WT HARRIS BLVD D1114-044		B Telephone number (see instructions) (800) 352-3705	
City or town, state or province, country, and ZIP or foreign postal code CHARLOTTE, NC 28262		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐ E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ☒ \$ 14,059,751		J Accounting method ☐ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
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				
	4 Dividends and interest from securities.	365,550	365,114		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	747,606			
	b Gross sales price for all assets on line 6a 2,955,776				
	7 Capital gain net income (from Part IV, line 2) . . .		747,606		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	 18,834	9,673		
	12 Total. Add lines 1 through 11	1,131,990	1,122,393		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	119,077	70,835		48,243
	14 Other employee salaries and wages		0	0	0
	15 Pension plans, employee benefits		0	0	
	16a Legal fees (attach schedule)	 9,550	0	0	9,550
	b Accounting fees (attach schedule)	 1,000	0	0	1,000
	c Other professional fees (attach schedule)				0
	17 Interest				0
	18 Taxes (attach schedule) (see instructions)	 31,103	7,863		0
	19 Depreciation (attach schedule) and depletion . . .	0	0		
	20 Occupancy				
	21 Travel, conferences, and meetings		0	0	
	22 Printing and publications		0	0	
	23 Other expenses (attach schedule)	 11,396			11,396
	24 Total operating and administrative expenses. Add lines 13 through 23	172,126	78,698	0	70,189
	25 Contributions, gifts, grants paid	653,000			653,000
	26 Total expenses and disbursements. Add lines 24 and 25	825,126	78,698	0	723,189
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	306,864			
	b Net investment income (if negative, enter -0-)		1,043,695		
	c Adjusted net income (if negative, enter -0-)			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	461	1,855	1,855
	2	Savings and temporary cash investments	579,358	553,684	553,684
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____		0	0
	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 ▶ _____ 0			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	735,505	805,849	806,619
	b	Investments—corporate stock (attach schedule)	7,729,229	7,943,133	9,931,424
	c	Investments—corporate bonds (attach schedule).	2,780,830	2,834,120	2,715,421
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	51,219	51,219	50,748
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	11,876,602	12,189,860	14,059,751	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)		0	
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	11,876,602	12,189,860	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions)	11,876,602	12,189,860	
31	Total liabilities and net assets/fund balances (see instructions)	11,876,602	12,189,860		

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)	11,876,602
2	Enter amount from Part I, line 27a	306,864
3	Other increases not included in line 2 (itemize) ▶ _____	11,340
4	Add lines 1, 2, and 3	12,194,806
5	Decreases not included in line 2 (itemize) ▶ _____	4,946
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	12,189,860

Part IV

Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	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) 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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
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	747,606
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	591,987	13,611,227	0 043493
2012	519,067	12,929,423	0 040146
2011	655,808	12,595,482	0 052067
2010	659,104	12,739,346	0 051738
2009	722,688	12,063,779	0 059906

2	Total of line 1, column (d).	2	0 24735
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 04947
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.	4	13,853,294
5	Multiply line 4 by line 3.	5	685,322
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	10,437
7	Add lines 5 and 6.	7	695,759
8	Enter qualifying distributions from Part XII, line 4.	8	723,189

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 ☐ and enter "N/A" on line 1		1	10,437
Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0
3 Add lines 1 and 2.		3	10,437
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	10,437
6 Credits/Payments			
a 2014 estimated tax payments and 2013 overpayment credited to 2014	6a	23,240	
b Exempt foreign organizations—tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	0	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d.		7	23,240
8 Enter any penalty for underpayment of estimated tax Check here ☒ if Form 2220 is attached		8	0
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	12,803
11 Enter the amount of line 10 to be Credited to 2015 estimated tax ☐ 0 Refunded ☒		11	12,803

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?	1a	Yes	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.	1b		No
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 ☐ \$ _____ (2) On foundation managers ☐ \$ _____			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	2		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? 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? If "Yes," attach the statement required by General Instruction T.	5		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?	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				
14	The books are in care of WELLS FARGO BANK NA Telephone no (800) 352-3705 Located at 1 W 4TH ST 6TH FL WINSTON SALEM NC ZIP+4 271013818			
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?	16	Yes	No
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				

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? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (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)? (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). 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.			
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 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). 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?			
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))?	☐ Yes	☒ No	
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes	☒ No	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes	☒ No	
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions).	☒ Yes	☐ No	
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes	☒ No	
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	5b		No
	Organizations relying on a current notice regarding disaster assistance check here.			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?			
	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?			
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?			
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
WELLS FARGO BANK NA 1525 W WT Harris Blvd D1114-044 Charlotte, NC 282881161	TRUSTEE 40	119,077		
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
NONE		
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.	

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	13,581,839
b	Average of monthly cash balances.	1b	482,419
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	14,064,258
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	14,064,258
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	210,964
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	13,853,294
6	Minimum investment return. Enter 5% of line 5.	6	692,665

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	692,665
2a	Tax on investment income for 2014 from Part VI, line 5.	2a	10,437
b	Income tax for 2014 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	10,437
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	682,228
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	682,228
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	682,228

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	723,189
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	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	723,189
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	10,437
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	712,752

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				682,228
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only.			58,951	
b Total for prior years 2012 , 20____ , 20____		0		
3 Excess distributions carryover, if any, to 2014				
a From 2009.				0
b From 2010.				0
c From 2011.				0
d From 2012.				0
e From 2013.				0
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 723,189				
a Applied to 2013, but not more than line 2a			58,951	
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.				664,238
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).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 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				17,990
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	0			
10 Analysis of line 9				
a Excess from 2010. . . .				0
b Excess from 2011. . . .				0
c Excess from 2012. . . .				0
d Excess from 2013. . . .				0
e Excess from 2014. . . .				0

Part XIVPrivate 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 2014, enter the date of the ruling.

b

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

☐ 4942(j)(3) or ☐ 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.	Tax year	Prior 3 years			(e) Total
		(a) 2014	(b) 2013	(c) 2012	(d) 2011	
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 XVSupplementary 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

WELLS FARGO
One West 4th Street
Winston Salem, NC 27101
(888) 234-1999

b

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

www.wellsfargo.com/privatefoundationgrants/smith

c

Any submission deadlines

March 1 and Sept 1

d

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

Grants are for SE Pennsylvania charities with an emphasis on those serving community needs in Delaware County for capital projects, operating expenses, & special programs

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	653,000
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2014)

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)
30000 AMERICAN EXPRESS CRE 1 750% 6/12/15		2012-08-21	2014-11-06
25000 BARCLAYS BANK PLC 5 200% 7/10/14		2012-08-22	2014-07-10
20000 DEVON ENERGY CORPORA 1 875% 5/15/17		2012-08-10	2014-11-13
200 43 FHLMC POOL #J15642 3 500% 6/01/26		2012-08-07	2014-06-15
197 21 FHLMC POOL #J15642 3 500% 6/01/26		2012-08-07	2014-07-15
829 44 FHLMC POOL #J15642 3 500% 6/01/26		2012-08-07	2014-08-15
210 26 FHLMC POOL #J15642 3 500% 6/01/26		2012-08-07	2014-09-15
2139 77 FHLMC POOL #J15642 3 500% 6/01/26		2012-08-07	2014-10-15
199 17 FHLMC POOL #J15642 3 500% 6/01/26		2012-08-07	2014-11-15
188 52 FHLMC POOL #J15642 3 500% 6/01/26		2012-08-07	2014-12-15

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)
30,183		30,648	-465
25,000		26,519	-1,519
20,454		20,389	65
200		212	-12
197		208	-11
829		876	-47
210		222	-12
2,140		2,260	-120
199		210	-11
189		199	-10

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	
			-465
			-1,519
			65
			-12
			-11
			-47
			-12
			-120
			-11
			-10

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)
187 26 FHLMC POOL #J15642 3 500% 6/01/26		2012-08-07	2015-01-15
192 27 FHLMC POOL #J15642 3 500% 6/01/26		2012-08-07	2015-02-15
185 83 FHLMC POOL #J15642 3 500% 6/01/26		2012-08-07	2015-03-15
569 41 FHLMC POOL #J15642 3 500% 6/01/26		2012-08-07	2015-04-15
1904 37 FHLMC POOL #J15642 3 500% 6/01/26		2012-08-07	2015-05-15
20000 FED NATL MTG ASSN 2 375% 4/11/16		2012-07-31	2014-09-24
80000 FEDERATED STRAT VAL DIV FD IS #662		2011-11-09	2014-06-02
23622 047 FEDERATED STRAT VAL DIV FD IS #662		2011-11-09	2014-11-24
134232 997 FEDERATED STRAT VAL DIV FD IS #662		2011-11-09	2015-02-11
89 46 GOVERNMENT NATL MTG ASSN GTD PASS THRU CTF POOL #434539 DTD		1999-08-16	2014-06-15

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)
187		198	-11
192		203	-11
186		196	-10
569		602	-33
1,904		2,012	-108
20,597		21,347	-750
500,000		372,000	128,000
150,000		109,843	40,157
806,740		624,183	182,557
89		89	

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	
			-11
			-11
			-10
			-33
			-108
			-750
			128,000
			40,157
			182,557

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)
9 57 GOVERNMENT NATL MTG ASSN GTD PASS THRU CTF POOL #434539 DTD		1999-08-16	2014-07-15
25000 GOLDMAN SACHS GROUP 5 750% 1/24/22		2012-07-24	2015-04-16
8753 501 HARBOR FD CAP APPRECIATION		2011-11-09	2014-06-02
20000 IBM CORP 1 950% 7/22/16		2012-07-24	2015-04-16
1545 ISHARES MSCI EMERGING MKTS INDEX FUND		2011-07-26	2014-11-24
934 ISHARES MSCI EAFE INDEX FD		2013-07-16	2014-06-02
25000 NOVARTIS CAPITAL COR 2 900% 4/24/15		2012-08-23	2015-04-24
30600 714 PIONEER HIGH YIELD FD-Y		2008-08-19	2014-06-02
30000 US TREASURY NOTE 3 000% 8/31/16		2012-08-09	2015-04-28
15000 US TREASURY NOTE 1 875% 6/30/15		2012-08-21	2014-09-23

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)
10		10	
29,216		26,948	2,268
500,000		333,400	166,600
20,358		20,889	-531
64,951		73,774	-8,823
64,856		56,199	8,657
25,000		26,574	-1,574
333,242		296,827	36,415
31,056		32,924	-1,868
15,207		15,631	-424

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	
			2,268
			166,600
			-531
			-8,823
			8,657
			-1,574
			36,415
			-1,868
			-424

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)
45000 US TREASURY NOTE 1 875% 6/30/15		2012-08-21	2014-12-22
2483 855 VOYA REAL ESTATE FUND CLASS I #2190		2013-07-16	2014-06-02
1592 357 VOYA INTL RL EST FD CL-I #2664		2008-04-29	2014-11-24
CAPITAL GAIN DIVIDENDS	P		

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)
45,395		46,892	-1,497
50,000		46,696	3,304
15,000		18,990	-3,990
			201,420

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	
			-1,497
			3,304
			-3,990

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>				
CHRIST LUTHERAN COMMUNITY OUTREACH DBA UPPER DARBY OUTREACH 74240 WALMURT STREET UPPER DARBY,PA 19082	NONE	PC	GENERAL PURPOSE	5,000
CRADLES TO CRAYONS POB 799 WEST CONSHOHOCKEN,PA 19428	NONE	PC	EVERYDAY ESSENTIALS	7,500
DELAWARE COUNTY VETERANS MEMORIAL ASSOCIATION PO BOX 183 NEWTON SQUARE,PA 19073	NONE	PC	GENERAL PURPOSE	9,000
DREXEL NEUMANN ACADEMY 1901 POTTER STREET CHESTER,PA 19013	NONE	PC	GENERAL PURPOSE	30,000
MINDING YOUR MIND 42 WEST LANCASTER AVE ARDMORE,PA 19003	NONE	PC	GENERAL PURPOSE	5,000
DELAWARE COUNTY SYMPHONY PO BOX 421 NEWTON SQUARE,PA 19073	NONE	PC	GENERAL PURPOSE	5,000
FAMILY & COMMUNITY SERVICE OF DELAWARE COUNTY 600 N OLIVE STREET MEDIA,PA 19063	NONE	PC	GENERAL PURPOSE	4,000
ACADEMY OF VOCAL ARTS 1920 SPRUCE ST PHILADELPHIA,PA 191036685	NONE	PC	GENERAL PURPOSE	15,000
BOY SCOUTS OF AMERICA 1485 VALLEY FORGE WAYNE,PA 19087	NONE	PC	GENERAL PURPOSE	5,000
ELWYN INC 111 ELWYN ROAD ELWYN,PA 19063	NONE	PC	GENERAL PURPOSE	20,000
THE PHILADELPHIA ORCHESTRA 260 S BROAD STREET 16 FLOOR PHILADELPHIA,PA 19102	NONE	PC	GENERAL PURPOSE	5,000
GIRL SCOUTS OF EASTERN PHILADELPHIA POB 27540 PHILADELPHIA,PA 19118	NONE	PC	THE FUNDED TROOP	5,000
SAINT JOSEPH'S UNIVERSITY 5600 CITY AVENUE PHILADELPHIA,PA 19131	NONE	PC	GENERAL PURPOSE	10,000
SWARTHMORE COLLEGE 500 COLLEGE AVE SWARTHMORE,PA 19081	NONE	PC	SING TO LEARN	10,000
PRESBYTERIAN CHILDREN'S VILLAGE SERVICES 452 SOUTH ROBERTS ROAD ROSEMONT,PA 19010	NONE	PC	GENERAL PURPOSE	10,000
Total  3a				653,000

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				
CENTER FOR THE BLIND AND VISUALLY IMPARIED 100 WEST 15TH STREET CHESTER,PA 19013	NONE	PC	GENERAL PURPOSE	18,000
MEDIA-UPPER PROVIDENCE FREE LIBRARY ASSOCIATION 1 E FRONT STREET MEDIA,PA 19063	NONE	PC	GENERAL PURPOSE	25,000
JUNIOR ACHIEVMENT OF DELARWARE VALLEY 993 OLD EAGLE ROAD WAYNE,PA 19087	NONE	PC	GENERAL PURPOSE	5,000
TYLER ARBORETUM 515 PAINTER ROAD MEDIA,PA 19063	NONE	PC	GENERAL PURPOSE	15,000
USO OF PENNSYLVANIA & SOUTHERN NEW JERSEY 2700 SOUTHHAMPTON ROAD PHILADELPHIA,PA 19154	NONE	PC	GENERAL PURPOSE	5,000
MAIN LINE ART CENTER 749 PANMURE RD HAVEFORD,PA 19041	NONE	PC	GENERAL PURPOSE	5,000
DELAWARE COUNTY SPCA 555 SANDY BANK RD MEDIA,PA 19063	NONE	PC	VETERINARY SUITE EQUIPMENT	2,000
BOYS AND GIRLS CLUB OF CHESTER 201 EAST 7TH STREET CHESTER,PA 19013	NONE	PC	GENERAL PURPOSE	20,000
OPERA COMPANY OF PHILADELPHIA 1420 LOCUST ST SUITE210 PHILADELPHIA,PA 19102	NONE	PC	2013-2013 SOUNDS OF	10,000
HELEN KATE FURNESS FREE LIBRARY 100 N PROVIDENCE ROAD WALLINGFORD,PA 19086	NONE	PC	GENERAL PURPOSE	7,500
RIDDLE HOSPITAL 1068 WEST BALTIMORE AVE MEDIA,PA 19063	NONE	PC	TELEMETRY AND BEDSIDE	75,000
NICHOLAS NEWLIN FOUNDATION 219 S CHENEY ROAD GLEN MILS,PA 19342	NONE	PC	GENERAL PURPOSE	5,000
RESOURCES FOR HUMAN DEVELOPMENT PO BOX 431 DREXEL HILL,PA 19026	NONE	PC	GENERAL PURPOSE	3,000
LEGACY YOUTH TENNIS AND EDUCATION INC 4842 RIDGE RD PHILADELPHIA,PA 19129	NONE	PC	HEALTHY ADVANTAGE CHESTER	5,000
PHILADELPHIA SINGERS 1211 CHESTNUT ST SUITE 610 PHILADELPHIA,PA 19107	NONE	PC	GENERAL PURPOSE	5,000
Total  3a				653,000

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				
HEDGEROW THEATRE INC 146 WEST ROSE VALLEY ROAD ROSE VALLEY, PA 19063	NONE	PC	GENERAL PURPOSE	5,000
CHOICE 1500 WALNUT STREET PHILADELPHIA, PA 19102	NONE	PC	GENERAL PURPOSE	2,500
LEGAL AID SOUTHEASTERN 625 SWEDE ST NORRISTOWN, PA 19401	NONE	PC	GENERAL PURPOSE	7,000
CASAYOUTH ADVOCATES INC PO BOX 407 MEDIA, PA 19063	NONE	PC	GENERAL PURPOSE	10,000
WOMEN'S RESOURCE CENTER PO BOX 596 WAYNE, PA 19087	NONE	PC	LEGAL SERVICE PROGRAM	5,000
PATHWAYS PA INC 310 AMOSLAND RD HOLMES, PA 19043	NONE	PC	EARLY CHILDHOOD LEARNING	4,000
SENIOR COMMUNITY SERVICES 600 SWARTHMORE AVE FOLSOM, PA 19033	NONE	PC	SENIOR CENTER AT HOME	5,000
DOMESTIC ABUSE PROJECT OF DELAWARE COUNTY 14 WEST SECOND STREET MEDIA, PA 19063	NONE	PC	GENERAL PURPOSE	5,000
DARLINGTON ARTS CENTER 977 SHAVERTOWN ROAD GARNET VALLEY, PA 19061	NONE	PC	GENERAL PURPOSE	3,000
MATERNITY CARE COALITION 2000 HAMILTON STREET SUITE 205 PHILADELPHIA, PA 19107	NONE	PC	GENERAL PURPOSE	10,000
CENTER FOR RESOLUTIONS 26 EAST FOURTH STREET MEDIA, PA 19063	NONE	PC	GENERAL PURPOSE	10,000
PHILADELPHIA YOUNG PLAYWRIGHTS 1709 BENJAMIN FRANKLIN PARKWAY PHILADELPHIA, PA 19103	NONE	PC	YOUNG PLAYWRIGHTS CLASSIC	4,000
ARDEN THEATRE COMPANY 40 NORTH SECOND STREET PHILADELPHIA, PA 19106	NONE	PC	GENERAL PURPOSE	3,000
FAMILY SUPPORT LINE OF DELAWARE COUNTY INC 100 WEST 6TH STREET MEDIA, PA 19063	NONE	PC	GENERAL PURPOSE	10,000
PROJECT FORWARD LEAP TWO LOGAN SQUARE 100 NORTH 18TH ST Philadelphia, PA 19103	NONE	PC	PROJECT FORWARD LEAP	5,000
Total  3a				653,000

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				
SURREY SERVICES FOR SENIORS 28 BRIDGE AVENUE BERWYN,PA 19312	NONE	PC	GENERAL PURPOSE	1,000
ASTRAL ARTISTIC SERVICES 230 SOUTH BROAD ST PHILADELPHIA,PA 19102	NONE	PC	COMMUNITY CLAISSIC FOR	3,000
DELCO TENNIS ASSOCIATION INC 122 MARLE CIRCLE ASTON,PA 19063	NONE	PC	GENERAL PURPOSE	25,000
FOOD TRUST 1617 JOHN F KENNEDY BLVD SUITE 900 PHILADELPHIA,PA 19103	NONE	PC	HEALTHY FOOD ACCESS AND	6,000
THE ROCK SCHOOL FOR DANCE EDUCATION 1101 SOUTH BROAD STREET PHILADELPHIA,PA 19147	NONE	PC	GENERAL PURPOSE	5,000
BE PROUD FOUNDATION 600 N JACKSON STREET MEDIA,PA 19063	NONE	PC	GENERAL PURPOSE	8,000
MEDIA THEATRE FOR THE PERFORMING ART 104 E STATE STREET MEDIA,PA 19063	NONE	PC	GENERAL PURPOSE	10,000
NATIONAL LIBERTY MUSEUM 321 CHESTNUT STREET PHILADELPHIA,PA 19106	NONE	PC	GENERAL PURPOSE	8,000
VOICE AND VISION 225 SOUTH CHESTER ROAD SWARTHMORE,PA 19081	NONE	PC	GENERAL PURPOSE	4,000
HOPE SPRINGS EQUESTRIAN THERAPY PO BOX 156 CHESTER SPRINGS,PA 19425	NONE	PC	GENERAL PURPOSE	1,000
WINGS FOR SUCCESS PO BOX 1184 FRAZER,PA 19355	NONE	PC	GENERAL PURPOSE	2,000
TALK INC 395 HBISHOP HOLLOW RD NEWTOWN SQUARE,PA 19073	NONE	PC	SPEECH AND OCCUPATIONAL	2,500
TRI COUNTY CONCERTS ASSOC PO BOX 222 WAYBE,PA 19087	NONE	PC	GENERAL PURPOSE	3,000
PHILADELPHIA YOUTH ORCHESTRA PO BOX 41810 PHILADELPHIA,PA 19101	NONE	PC	GENERAL PURPOSE	7,000
WAYNE ART CENTER 413 MAPLEWOOD AVENUE WAYNE,PA 19087	NONE	PC	GENERAL PURPOSE	3,000
Total  3a				653,000

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				
MELMARK INC 2600 WAYLAND ROD BERWYN,PA 19312	NONE	PC	GENERAL PURPOSE	5,000
PENNSYLVANIA RESOURCES COUNCIL 3606 PROVIDENCE ROAD NEWTOWN SQUARE,PA 19073	NONE	PC	GENERAL PURPOSE	6,000
DELAWARE COUNTY HISTORICAL SOCIETY PENNSYLVANIA 991 PALMERS MILL ROAD MEDIA,PA 19063	NONE	PC	GENERAL PURPOSE	10,000
LANSDOWNE SYMPHOMY ORCHESTRA ASSOCIATION 28 NORTH LANSDOWNE AVE LANSDOWNE,PA 19050	NONE	PC	GENERAL PURPOSE	5,000
DELAWARE COUNTY YOUTH ORCHESTRA PO BOX 143 MEDIA,PA 19063	NONE	PUBLIC CHARITY	GENERAL PURPOSE	5,000
MUSICOPIA INC 2001 MARKET STREET SUITE 3100 PHILADELPHIA,PA 191037044	NONE	PC	GENERAL PURPOSE	7,000
DEAF HEARING COMMUNICATION CENTRE 630 FAIRVIEW ROAD SUITE 100 SWARTHMORE,PA 190812335	NONE	PC	GENERAL PURPOSE	5,000
THE WILMA THEATER 265 SOUTH BROAD STREET PHILADELPHIA,PA 191075659	NONE	PC	GENERAL PURPOSE	3,000
GREENER PARTNERS 260 SPRING RD MALVERN,PA 19335	NONE	PC	GENERAL PURPOSE	5,000
VETERAN'S NATIONAL EDUCATION PROGRAM PO BOX 354 NEWTON SQUARE,PA 190730354	NONE	PC	GENERAL PURPOSE	10,000
THE LIBRARY FOUNDATION OF DELAWARE COUNTY 340 NORTH MIDDLETOWN ROAD MEDIA,PA 19063	NONE	PC	GENERAL PURPOSE	10,000
OPERATION WARM INC 6 DICKINSON DRIVE CHADDS FORD,PA 19317	NONE	PC	GENERAL PURPOSE	5,000
UPPER CHICHESTER LIBRARY 3374 CHICHESTER AVENUE UPPER CHICHESTER,PA 19061	NONE	PC	GENERAL PURPOSE	3,000
ARTS IN SCHOOLS COLLABORATIVE 4701 PINE STREET Philadelphia,PA 19143	NONE	PC	GENERAL PURPOSE	3,000
SAINT JAMES REGIONAL CATHOLIC SCHOOL 500 TOME ST RIDLEY PARK,PA 19078	NONE	PC	GENERAL PURPOSE	5,000
Total  3a				653,000

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				
AMERICAN RED CROSS SE PA CHAPTER 2221 CHESTNUT STREET PHILADELPHIA,PA 19103	NONE	PC	GENERAL PURPOSE	5,000
BERNARDINE CENTER 2625 WEST NINTH STREET CHESTER,PA 19013	NONE	PC	GENERAL PURPOSE	5,000
ATLANTIC COAST OPERA FESTIVAL 2028 S 17TH STREET PHILADELPHIA,PA 19145	NONE	PC	GENERAL PURPOSE	3,000
PENNSYLVANIA VETERANS MUSEUM 12 EAST STATE STREET PO BOX 73 MEDIA,PA 19063	NONE	PC	GENERAL PURPOSE	20,000
THE MOYER FOUNDATION ONE PENN CENTER PHILADELPHIA,PA 19103	NONE	PC	GENERAL PURPOSE	5,000
Total  3a				653,000

TY 2014 Accounting Fees Schedule

Name: ETHEL S C SMITH NO 5 CHARITABLE TW

EIN: 23-6648857

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION FEE (NON-ALLOC	1,000			1,000

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2014 Expenditure Responsibility Statement

Name: ETHEL S C SMITH NO 5 CHARITABLE TW

EIN: 23-6648857

Grantee's Name	Grantee's Address	Grant Date	Grant Amount	Grant Purpose	Amount Expended By Grantee	Any Diversion By Grantee?	Dates of Reports By Grantee	Date of Verification	Results of Verification
Delco Tennis Association Inc	122 Marie Circle Aston, PA 19014	2014-07-18	25,000	To promote the lifetime sport of tennis	25,000	To the Foundations knowledge, no funds have been diverted	01/14/2015	2015-01-14	The foundation has no reaso to doubt the accuracy or reliabity of the information supplied by the grantee

TY 2014 Investments Corporate Bonds Schedule

Name: ETHEL S C SMITH NO 5 CHARITABLE TW

EIN: 23-6648857

Name of Bond	End of Year Book Value	End of Year Fair Market Value
94985D582 WELLS FARGO ADV INTL	52,527	48,849
0258M0DE6 AMERICAN EXPRESS CRE		
055451AP3 BHP BILLITON FIN USA	20,279	20,257
05565QBY3 BP CAPITAL MARKETS	30,831	30,443
06051GEK1 BANK OF AMERICA CORP	25,939	25,717
06366QW86 BANK OF MONTREAL	31,492	30,798
06739FFZ9 BARCLAYS BANK PLC		
071813BF5 BAXTER INTERNATIONAL	29,902	28,725
084664BE0 BERKSHIRE HATHAWAY	30,328	27,940
14912L4X6 CATERPILLAR FINANCIA	31,296	30,479
25179MAM5 DEVON ENERGY CORPORA		
25468PCM6 WALT DISNEY COMPANY/	30,658	30,241
25470DAF6 DISCOVERY COMMUNICAT	25,543	24,885
260543CA9 DOW CHEMICAL CO/THE		
278865AN0 ECOLAB INC	30,062	30,024
30219GAF5 EXPRESS SCRIPTS HOLD	15,936	15,622
31428XAS5 FEDEX CORP	24,937	24,683
35671DAU9 FREEPORT-MCMORAN C	20,024	18,913
36962G3U6 GENERAL ELEC CAP COR	29,464	27,963
38141GGS7 GOLDMAN SACHS GROUP		

Name of Bond	End of Year Book Value	End of Year Fair Market Value
428236BW2 HEWLETT-PACKARD CO	24,781	25,582
437076AR3 HOME DEPOT INC		
459200GX3 IBM CORP		
46625HHU7 JPMORGAN CHASE & CO	26,948	27,093
4812C0803 JPMORGAN HIGH YIELD	321,018	316,119
50540RAK8 LAB CORP OF AMER HLD	19,959	20,275
539473AQ1 LLOYDS BANK PLC	26,317	26,356
585055AP1 MEDTRONIC INC		
59156RAU2 METLIFE INC	30,133	26,463
61747YDD4 MORGAN STANLEY	20,030	20,543
66989HAC2 NOVARTIS CAPITAL COR		
681919AZ9 OMNICOM GROUP INC	26,365	25,596
68389XAK1 ORACLE CORP	34,731	32,724
693390882 PIMCO FOREIGN BD FD	210,000	221,534
693391559 PIMCO EMERG MKTS BD-	685,000	627,388
713448BT4 PEPSICO INC	21,156	20,346
72369B406 PIONEER HIGH YIELD F		
76720AAF3 RIO TINTO FIN USA PL		
822582AJ1 SHELL INTERNATIONAL	23,705	22,003
883556BB7 THERMO FISHER SCIENT	24,999	25,143

Name of Bond	End of Year Book Value	End of Year Fair Market Value
88732JAH1 TIME WARNER CABLE IN	17,753	16,104
904764AJ6 UNILEVER CAPITAL COR		
961214BK8 WESTPAC BANKING CORP	22,686	22,470
05531FAN3 BB&T CORPORATION	19,899	20,278
2515A14E8 DEUTSCHE BANK AG	31,332	30,471
260543CD3 DOW CHEMICAL CO/THE	20,587	20,241
262028855 DRIEHAUS ACTIVE INCO	270,000	264,212
437076BB7 HOME DEPOT INC	25,420	25,666
04315J860 ABERDEEN GLOBAL HIGH	332,000	297,410
06739FGF2 BARCLAYS BANK PLC	21,731	21,030
120569AA6 BUNGE NA FINANCE LP	27,421	26,855
12572QAG0 CME GROUP INC	20,397	19,887
315920702 FID ADV EMER MKTS IN	50,000	48,409
38148LAC0 GOLDMAN SACHS GROUP	25,413	24,794
55279HAJ9 MANUFACTURERS & TRAD	25,121	24,890

TY 2014 Investments Corporate
Stock Schedule

Name: ETHEL S C SMITH NO 5 CHARITABLE TW
EIN: 23-6648857

Name of Stock	End of Year Book Value	End of Year Fair Market Value
437076102 HOME DEPOT INC		
580135101 MCDONALDS CORP		
654106103 NIKE INC CL B		
194162103 COLGATE PALMOLIVE		
713448108 PEPSICO INC		
742718109 PROCTER & GAMBLE		
166764100 CHEVRON CORP		
20825C104 CONCOPHILLIPS		
30231G102 EXXON MOBIL CORP		
025816109 AMERICAN EXPRESS CO		
171232101 CHUBB CORP		
38141G104 GOLDMAN SACHS GROUP		
46625H100 JP MORGAN CHASE		
693475105 PNC FINANCIAL SER.		
110122108 BRISTOL MYERS SQUIBB		
478160104 JOHNSON & JOHNSON		
717081103 PFIZER INC		
369604103 GENERAL ELECTRIC		
452308109 ILLINOIS TOOL WORKS		
913017109 UNITED TECHNOLOGIES		
88579Y101 3M CO		
42836103 HEWLETT PACKARD CO		
17275R102 CISCO SYSTEMS		
459200101 INTERNATIONAL BUS.		
594918104 MICROSOFT CORP		
68389X105 ORACLE CORP		
92826C839 VISA INC-CLASS		
74005P104 PRAXAIR INC COM		
35906A108 FRONTIER COMM.		
92343V104 VERIZON COMM		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
65339F101 NEXTERA ENERGY INC		
14149Y108 CARDINAL HEALTH INC		
58405U102 MEDCO HEALTH SOLUTIO		
25264S833 DIAMOND HILL LONG-SH		
277923728 EATON VANCE GLOBAL M	139,942	131,128
314172560 FEDERATED STRAT VAL		
411511504 HARBOR CAPITAL APRCT	707,241	1,185,333
448108100 HUSSMAN STRATEGIC GR		
44980Q518 ING INTERNATIONAL RE		
44981V706 ING REAL ESTATE FUND		
464287234 ISHARES MSCI EMERGIN	894,892	845,098
464287465 ISHARES MSCI EAFE ET	960,912	1,609,822
464287655 ISHARES RUSSELL 2000	253,353	778,401
47103C241 PERKINS MID CAP VALU		
722005667 PIMCO COMMODITY REAL		
78464A607 SPDR DOW JONES REIT	152,237	298,761
949915367 WELLS FARGO ADV ENTE	350,698	492,543
870297801 MLN ELEMENTS ROGERS	199,219	149,161
94985D418 WELLS FARGO ADV AST		
22544R305 CREDIT SUISSE COMM R	270,000	211,463
487300600 KEELEY MID CAP VALUE	436,198	503,027
589509108 MERGER FD SH BEN INT		
683974505 OPPENHEIMER DEVELOPI		
902641646 E-TRACS ALERIAN MLP	200,026	198,544
92913K595 VOYA REAL ESTATE FUN	299,387	351,038
92914A810 VOYA INTL RL EST FD	481,028	458,699
589509207 MERGER FUND-INST #30	400,000	397,730
683974604 OPPENHEIMER DEVELOPI	464,000	477,291
922908710 VANGUARD 500 INDEX F	1,734,000	1,843,385

**TY 2014 Investments Government
Obligations Schedule****Name:** ETHEL S C SMITH NO 5 CHARITABLE TW**EIN:** 23-6648857**US Government Securities - End of
Year Book Value:**

805,849

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

806,619

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

TY 2014 Investments - Other Schedule**Name:** ETHEL S C SMITH NO 5 CHARITABLE TW**EIN:** 23-6648857

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
44980Q518 ING INTERNATIONAL RE			
44981V706 ING REAL ESTATE			
722005667 PIMCO COMMODITY REAL			
78464A607 SPDR DOW JONES REIT			
256210105 DODGE & COX INCOME F			
4812C0803 JPMORGAN HIGH YIELD			
693390551 PIMCO TOTAL RETN FD			
72369B406 PIONEER HIGH YIELD F			
922031737 VANGUARD INFLAT-PROT			
94985D582 WELLS FARGO ADV. INT			
693390882 PIMCO FOREIGN BD FD			
464287655 ISHARES RUSSELL 2000			
47103C241 PERKINS MID CAP VALU			
949915367 WELLS FARGO ADV. EN			
464287465 ISHARES MSCI EAFE			
G1151C101 ACCENTURE PLC			
H0023R105 ACE LIMITED			
693391559 PIMCO EMERG MKTS BD-			
94985D418 WELLS FARGO ADV AST			
34528QBP8 FORD CREDIT FLOORPLA	AT COST	51,219	50,748

TY 2014 Legal Fees Schedule

Name: ETHEL S C SMITH NO 5 CHARITABLE TW

EIN: 23-6648857

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES - PRINCIPAL (ALLOCA	9,550			9,550

TY 2014 Other Decreases Schedule**Name:** ETHEL S C SMITH NO 5 CHARITABLE TW**EIN:** 23-6648857

Description	Amount
MUTUAL FUND POSTING DATE AFTER TYE	4,420
ACCRUED INTEREST PAD EFFECTIVE DATE AFTER TYE	526

TY 2014 Other Expenses Schedule**Name:** ETHEL S C SMITH NO 5 CHARITABLE TW**EIN:** 23-6648857

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADMIN ASSISTANT SERVICES	6,000	0		6,000
ADVISORY COMMITEE FEES	4,000	0		4,000
BOOKLETS	1,396	0		1,396

TY 2014 Other Income Schedule

Name: ETHEL S C SMITH NO 5 CHARITABLE TW

EIN: 23-6648857

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
E-TRACS ALERIAN MLP	9,673	9,673	
US TAX REFUND	9,161	0	

TY 2014 Other Increases Schedule

Name: ETHEL S C SMITH NO 5 CHARITABLE TW

EIN: 23-6648857

Description	Amount
MUTUAL FUND TAX EFFECTIVE DATE BEFORE TYE	11,129
ACCRUED INTEREST PAID POSTED BEFORE TYE	211

TY 2014 Taxes Schedule**Name:** ETHEL S C SMITH NO 5 CHARITABLE TW**EIN:** 23-6648857

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL ESTIMATES - PRINCIPAL	23,240	0		0
FOREIGN TAXES ON QUALIFIED FOR	6,599	6,599		0
FOREIGN TAXES ON NONQUALIFIED	1,264	1,264		0