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

Department of the Treasury  
Internal Revenue Service

▶ Do not enter social security numbers on this form as it may be made public.  
▶ Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

**For calendar year 2015 or tax year beginning** \_\_\_\_\_, **and ending** \_\_\_\_\_

Name of foundation <b>The EFM Foundation</b>			<b>A Employer identification number</b>  20-6967970
Number and street (or P O box number if mail is not delivered to street address) <b>PO Box 467</b>		Room/suite	<b>B Telephone number (see instructions)</b>
City or town <b>Newtown Square</b>	State <b>PA</b>	ZIP code <b>19073</b>	
Foreign country name	Foreign province/state/county	Foreign postal code	

**G Check all that apply**

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

**D 1. Foreign organizations, check here**   
**2. Foreign organizations meeting the 85% test, check here and attach computation**

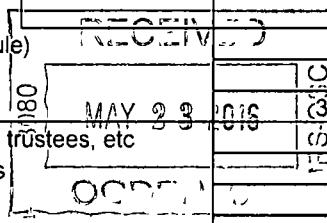
**H Check type of organization**  Section 501(c)(3) exempt private foundation  
 Section 4947(a)(1) nonexempt charitable trust  Other taxable private foundation

**I Fair market value of all assets at end of year (from Part II, col (c), line 16)** ▶ \$ **8,597,659**

**J Accounting method**  Cash  Accrual  
 Other (specify) \_\_\_\_\_  
*(Part I, column (d) must be on cash basis)*

<b>Part I Analysis of Revenue and Expenses</b> <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</i>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>Revenue</b>	<b>1</b> Contributions, gifts, grants, etc., received (attach schedule)				
	<b>2</b> Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	<b>3</b> Interest on savings and temporary cash investments				
	<b>4</b> Dividends and interest from securities	183,995	183,995		
	<b>5a</b> Gross rents				
	<b>b</b> Net rental income or (loss)				
	<b>6a</b> Net gain or (loss) from sale of assets not on line 10	205,012			
	<b>b</b> Gross sales price for all assets on line 6a <span style="float: right;">2,200,998</span>				
	<b>7</b> Capital gain net income (from Part IV, line 2)				
	<b>8</b> Net short-term capital gain				
	<b>9</b> Income modifications				
	<b>10a</b> Gross sales less returns and allowances				
<b>b</b> Less Cost of goods sold					
<b>c</b> Gross profit or (loss) (attach schedule)					
<b>11</b> Other income (attach schedule)	0				
<b>12 Total.</b> Add lines 1 through 11	389,007	183,995	0		
<b>Operating and Administrative Expenses</b>	<b>13</b> Compensation of officers, directors, trustees, etc				
	<b>14</b> Other employee salaries and wages				
	<b>15</b> Pension plans, employee benefits				
	<b>16a</b> Legal fees (attach schedule)				
	<b>b</b> Accounting fees (attach schedule)	2,625			
	<b>c</b> Other professional fees (attach schedule)	25,129	25,129		
	<b>17</b> Interest				
	<b>18</b> Taxes (attach schedule) (see instructions)				
	<b>19</b> Depreciation (attach schedule) and depletion				
	<b>20</b> Occupancy				
	<b>21</b> Travel, conferences, and meetings				
	<b>22</b> Printing and publications				
	<b>23</b> Other expenses (attach schedule)	15			
	<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23	27,769	25,129	0	0
	<b>25</b> Contributions, gifts, grants paid	458,500			458,500
<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	486,269	25,129	0	458,500	
<b>27 Subtract line 26 from line 12</b>					
<b>a Excess of revenue over expenses and disbursements</b>	-97,262				
<b>b Net investment income</b> (if negative, enter -0-)		158,866			
<b>c Adjusted net income</b> (if negative, enter -0-)			0		

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P 1

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	304,317	94,197	94,197
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	7,467,717	7,580,575	8,503,462
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶ )				
16	<b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	7,772,034	7,674,772	8,597,659	
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	<b>Total liabilities</b> (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds	7,772,034	7,674,772		
30	<b>Total net assets or fund balances</b> (see instructions)	7,772,034	7,674,772		
31	<b>Total liabilities and net assets/fund balances</b> (see instructions)	7,772,034	7,674,772		

**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	7,772,034
2	Enter amount from Part I, line 27a	2	-97,262
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	7,674,772
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	7,674,772

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				
b				
c				
d				
e				
2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	0
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	0

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

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

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

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

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2014	411,721	8,448,208	0.048735
2013	374,643	7,873,981	0.047580
2012	353,097	7,061,945	0.050000
2011	134,533	5,637,516	0.023864
2010	130,964	5,201,584	0.025178
2	Total of line 1, column (d)		2 0.195357
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 0.039071
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5		4 8,965,764
5	Multiply line 4 by line 3		5 350,301
6	Enter 1% of net investment income (1% of Part I, line 27b)		6 1,589
7	Add lines 5 and 6		7 351,890
8	Enter qualifying distributions from Part XII, line 4 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		8 458,500

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

<b>1a</b>	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
<b>b</b>	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	<b>1</b>	1,589	
<b>c</b>	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	<b>2</b>	0	
<b>3</b>	Add lines 1 and 2	<b>3</b>	1,589	
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	<b>4</b>		
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3 If zero or less, enter -0-	<b>5</b>	1,589	
<b>6</b>	Credits/Payments			
<b>a</b>	2015 estimated tax payments and 2014 overpayment credited to 2015	<b>6a</b>	3,529	
<b>b</b>	Exempt foreign organizations—tax withheld at source	<b>6b</b>		
<b>c</b>	Tax paid with application for extension of time to file (Form 8868)	<b>6c</b>		
<b>d</b>	Backup withholding erroneously withheld	<b>6d</b>		
<b>7</b>	Total credits and payments Add lines 6a through 6d	<b>7</b>	3,529	
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	<b>8</b>		
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	<b>9</b>	0	
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	<b>10</b>	1,940	
<b>11</b>	Enter the amount of line 10 to be. <b>Credited to 2016 estimated tax</b> 1,940 <b>Refunded</b>	<b>11</b>	0	

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b> During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
<b>b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		X
<b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year?		X
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year <b>(1)</b> On the foundation ▶ \$ _____ <b>(2)</b> On foundation managers ▶ \$ _____		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ _____		
<b>2</b> Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		X
<b>3</b> Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		X
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
<b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year?	N/A	
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		X
<b>6</b> Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
<b>7</b> Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ PA		
<b>b</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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	X	
<b>9</b> 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 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		X
<b>10</b> Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

**Part VII-A Statements Regarding Activities (continued)**

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ n/a	13	X	
14	The books are in care of ▶ BNY Mellon Telephone no ▶ (215) 553-2363 Located at ▶ 1735 Market Street Philadelphia PA ZIP+4 ▶ 19103			
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 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶	16	Yes	No X

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		Yes	No
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	N/A
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2015 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 2015)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?	4b	X

**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** N/A

Organizations relying on a current notice regarding disaster assistance check here

**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?  Yes  No

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

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

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

If "Yes" to 6b, file Form 8870

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Attached Statement	00	0		
	00	0		
	00	0		
	00	0		

**2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."**

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

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

**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		
.....		
.....		
.....		
.....		
.....		
<b>Total number of others receiving over \$50,000 for professional services</b>		▶

**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 n/a	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount	
1 n/a		
2		
All other program-related investments. See instructions		
3		
<b>Total. Add lines 1 through 3</b>		▶ 0

**Part X Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	8,901,363
<b>b</b>	Average of monthly cash balances	<b>1b</b>	200,935
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	9,102,298
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	9,102,298
<b>4</b>	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	<b>4</b>	136,534
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	<b>5</b>	8,965,764
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	448,288

**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 )

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	448,288
<b>2a</b>	Tax on investment income for 2015 from Part VI, line 5	<b>2a</b>	1,589
<b>b</b>	Income tax for 2015 (This does not include the tax from Part VI )	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	1,589
<b>3</b>	Distributable amount before adjustments Subtract line 2c from line 1	<b>3</b>	446,699
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	446,699
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount as adjusted</b> Subtract line 6 from line 5 Enter here and on Part XIII, line 1	<b>7</b>	446,699

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	<b>1a</b>	458,500
<b>b</b>	Program-related investments—total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	458,500
<b>5</b>	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)	<b>5</b>	1,589
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	456,911

**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 2014	(c) 2014	(d) 2015
<b>1</b> Distributable amount for 2015 from Part XI, line 7				446,699
<b>2</b> Undistributed income, if any, as of the end of 2015				
<b>a</b> Enter amount for 2014 only			48,789	
<b>b</b> Total for prior years 20 11, 20 12, 20 13		74,004		
<b>3</b> Excess distributions carryover, if any, to 2015				
<b>a</b> From 2010				
<b>b</b> From 2011				
<b>c</b> From 2012				
<b>d</b> From 2013				
<b>e</b> From 2014				
<b>f</b> Total of lines 3a through e	0			
<b>4</b> Qualifying distributions for 2015 from Part XII, line 4 ▶ \$ 458,500				
<b>a</b> Applied to 2014, but not more than line 2a			48,789	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions)				
<b>c</b> Treated as distributions out of corpus (Election required—see instructions)				
<b>d</b> Applied to 2015 distributable amount				409,711
<b>e</b> Remaining amount distributed out of corpus				
<b>5</b> Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a) )				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b		74,004		
<b>c</b> 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				
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions		74,004		
<b>e</b> Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount—see instructions			0	
<b>f</b> Undistributed income for 2015 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2016				36,988
<b>7</b> 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)				
<b>8</b> Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions)				
<b>9</b> Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a				
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2011				
<b>b</b> Excess from 2012				
<b>c</b> Excess from 2013				
<b>d</b> Excess from 2014				
<b>e</b> Excess from 2015				

**Part XIV Private Operating Foundations** (see instructions and Part VII-A, question 9) **N/A**

- 1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2015, enter the date of the ruling ▶
- b** Check box to indicate whether the foundation is a private operating foundation described in section  4942(j)(3) or  4942(j)(5)

	Tax year				(e) Total
	(a) 2015	(b) 2014	(c) 2013	(d) 2012	
<b>2a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					0
<b>b</b> 85% of line 2a					0
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed					0
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities					0
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					0
<b>3</b> Complete 3a, b, or c for the alternative test relied upon					
<b>a</b> "Assets" alternative test—enter					
<b>(1)</b> Value of all assets					0
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)					0
<b>b</b> "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
<b>c</b> "Support" alternative test—enter					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
<b>(3)</b> Largest amount of support from an exempt organization					0
<b>(4)</b> Gross investment income					0

**Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)**

- 1 Information Regarding Foundation Managers:**
- a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2) )

None

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

None

- 2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**
- Check here  if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

Margaret Gallagher Thompson, Esq Suite 400, 200 Four Falls Corp Ctr West Conshohocken, PA 19428 610-941-2370 MThompson@coze

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

The Foundation has no required form All information that requesting organization deems appropriate should be submitted

- c** Any submission deadlines

None

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

There are no restrictions or limitations on awards other than they should be used for qualified purposes

**Part XV** Supplementary Information (continued)

**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a Paid during the year</b>				
World Meeting of Families Philadelphia 2015 222 North 17th Street Philadelphia, PA 19103	None	PF	support of world family meeting	10,000
CC4CF 421 Glen Arbor Court King of Prussia, PA 19406	None	PF	technology fund	1,000
Rosemont College 1400 Montgomery Aven Rosemont, PA 19010	None	PF	Sister Mary George Community Room	20,000
Dickinson College PO Box 173 Carlisle, PA 17013	None	PF	Knechtel Scholarship Fund	1,000
Merion Mercy Academy 511 Montgomery Avenue Merion Station, PA 19066	None	PF	Capital Campaign	25,000
Cristo Rey High School 5218 North Broad Street Philadelphia, PA 19141	None	PF	general operating expenses	25,000
Philadelphia Orchestra 1 South Broad Street Philadelphia, PA 19107	None	PF	Annual Fund	15,000
Speak UP 528 East Lancaster Avenue St Davids, PA 19087	None	PF	general operating expenses	1,000
Grey Nuns of the Sacred Heart 1750 Quarry Road Yardley, PA 19067	None	PF	general operating expenses	2,000
Society of the Holy Child Jesus 1341 Montgomery Avenue Rosemont, PA 19010	None	PF	general operating expenses	2,000
Guadalupe Guild 5820 City Avenue Philadelphia, PA 19131	None	PF	general opeating expenes	1,000
<b>Total</b>	See Attached Statement			<b>458,500</b>
<b>b Approved for future payment</b>				
<b>Total</b>				<b>0</b>





**Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**

Recipient(s) paid during the year

**Name**

Sacred Heart Home

**Street**

1315 W Hunting Park Avenue

**City**

Philadelphia

**State**

PA

**Zip Code**

19140

**Foreign Country****Relationship**

None

**Foundation Status**

PF

**Purpose of grant/contribution**

Memory of Bill Nolan, Jr

**Amount**

1,000

**Name**

Project Home

**Street**

1515 Fairmount Avenue

**City**

Philadelphia

**State**

PA

**Zip Code**

19130

**Foreign Country****Relationship**

Nonr

**Foundation Status**

PF

**Purpose of grant/contribution**

general operating expenses

**Amount**

50,000

**Name**

OMS/SCI School

**Street**

1008 North 48th Street

**City**

Philadelphia

**State**

PA

**Zip Code**

19131

**Foreign Country****Relationship**

None

**Foundation Status**

PF

**Purpose of grant/contribution**

Believe in Acheiving Campaign

**Amount**

5,000

**Name**

St Josephs Carpenter Society

**Street**

20 Church Street

**City**

Camden

**State**

NJ

**Zip Code**

08105

**Foreign Country****Relationship**

None

**Foundation Status**

PF

**Purpose of grant/contribution**

general operating expense

**Amount**

5,000

**Name**

Dickson College

**Street**

PO Box 173

**City**

Carlisle

**State**

PA

**Zip Code**

17013

**Foreign Country****Relationship**

None

**Foundation Status**

PF

**Purpose of grant/contribution**

general operating expense

**Amount**

10,000

**Name**

Camden Catholic High School

**Street**

300 Cuthbert Road

**City**

Cherry Hill

**State**

NJ

**Zip Code**

08002

**Foreign Country****Relationship**

None

**Foundation Status**

PF

**Purpose of grant/contribution**

general operating expenses

**Amount**

5,000

**Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**

Recipient(s) paid during the year

**Name**

Arden Theatre Company

**Street**

40 N 2nd Street

**City**

Philadelphia

**State**

PA

**Zip Code**

19106

**Foreign Country****Relationship**

None

**Foundation Status**

PF

**Purpose of grant/contribution**

general operating expense

**Amount**

5,000

**Name**

Thearte Horizon

**Street**

401 Dekalb Street

**City**

Norristown

**State**

PA

**Zip Code**

19401

**Foreign Country****Relationship**

None

**Foundation Status**

PF

**Purpose of grant/contribution**

general operating expense

**Amount**

5,000

**Name**

Gesu School

**Street**

1700 West Thompson

**City**

Philadelphia

**State**

PA

**Zip Code**

19121

**Foreign Country****Relationship**

None

**Foundation Status**

PF

**Purpose of grant/contribution**

sponsor a child program

**Amount**

7,000

**Name**

Gesu School

**Street**

1700 West Thompson

**City**

Philadelphia

**State**

PA

**Zip Code**

19121

**Foreign Country****Relationship**

None

**Foundation Status**

PF

**Purpose of grant/contribution**

sponsor a child program

**Amount**

7,000

**Name**

Saint Dorothy Church

**Street**

4910 Township Line Road

**City**

Drexel Hill

**State**

PA

**Zip Code**

19026

**Foreign Country****Relationship**

None

**Foundation Status**

PF

**Purpose of grant/contribution**

Food and Needy Program

**Amount**

10,000

**Name**

Saint Malachy School

**Street**

1429 North 11th Street

**City**

Philadelphia

**State**

PA

**Zip Code**

19122

**Foreign Country****Relationship**

None

**Foundation Status**

PF

**Purpose of grant/contribution**

general operating expense

**Amount**

5,000

**Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**

Recipient(s) paid during the year

**Name**

Little Sisters of the Poor Holy Family

**Street**

5300 Chester Avenue

**City**

Philadelphia

**State**

PA

**Zip Code**

19143-4993

**Foreign Country****Relationship**

None

**Foundation Status**

PF

**Purpose of grant/contribution**

general operating expenses

**Amount**

12,500

**Name**

Heart of Camden

**Street**

1840 Broadway

**City**

Camden

**State**

NJ

**Zip Code**

08104

**Foreign Country****Relationship**

None

**Foundation Status**

PF

**Purpose of grant/contribution**

Thanksgiving Drive

**Amount**

5,000

**Name**

Free Library of Philadelphia Foundation

**Street**

1901 Vine Street

**City**

Philadelphia

**State**

PA

**Zip Code**

19103

**Foreign Country****Relationship**

None

**Foundation Status**

PF

**Purpose of grant/contribution**

support george pepper society

**Amount**

10,000

**Name**

Hands Together

**Street**

PO Box 80985

**City**

Springfield

**State**

MA

**Zip Code**

01138

**Foreign Country****Relationship**

None

**Foundation Status**

PF

**Purpose of grant/contribution**

general operating expense

**Amount**

7,500

**Name**

Saint Johns Hospice

**Street**

1221 Race Street

**City**

Philadelphia

**State**

PA

**Zip Code**

19107

**Foreign Country****Relationship**

None

**Foundation Status**

PF

**Purpose of grant/contribution**

Annual Appeal Fund

**Amount**

35,000

**Name**

Saint Josephs Universty

**Street**

5600 City Avenue

**City**

Philadelphia

**State**

PA

**Zip Code**

19131

**Foreign Country****Relationship**

None

**Foundation Status**

PF

**Purpose of grant/contribution**

Go Hawk Fund

**Amount**

2,000

**Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**

Recipient(s) paid during the year

**Name**

Leveen-Roach Scholarship Fund

**Street**

933 Broad Street

**City**

Augusta

**State**

GA

**Zip Code**

30901

**Foreign Country****Relationship**

None

**Foundation Status**

PF

**Purpose of grant/contribution**

need based scholarship fund

**Amount**

5,000

**Name**

Women of Hope

**Street**

1210 Lombard

**City**

Philadelphia

**State**

PA

**Zip Code**

19147

**Foreign Country****Relationship**

None

**Foundation Status**

PF

**Purpose of grant/contribution**

general operating funds

**Amount**

5,000

**Name**

Hope Partnership for Education

**Street**

2601 N 11th Street

**City**

Philadelphia

**State**

PA

**Zip Code**

19133

**Foreign Country****Relationship**

None

**Foundation Status**

PF

**Purpose of grant/contribution**

general operating funds

**Amount**

4,000

**Name**

Mercy Hospice

**Street**

334 South 13th Street

**City**

Philadelphia

**State**

PA

**Zip Code**

19107

**Foreign Country****Relationship**

None

**Foundation Status**

PF

**Purpose of grant/contribution**

general operating funds

**Amount**

10,000

**Name**

Women of Hope

**Street**

251 North Lawrence Street

**City**

Philadelphia

**State**

PA

**Zip Code**

19106

**Foreign Country****Relationship**

None

**Foundation Status**

PF

**Purpose of grant/contribution**

general operating funds

**Amount**

5,000

**Name**

Speak Up

**Street**

528 East Lancaster Avenue

**City**

ST Davids

**State**

PA

**Zip Code**

19087

**Foreign Country****Relationship**

None

**Foundation Status**

PF

**Purpose of grant/contribution**

general operating funds

**Amount**

4,000

**Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**

Recipient(s) paid during the year

**Name**

Merion Mercy Academy

**Street**

511 Montgomery Avenue

**City**

Merion Station

**State**

PA

**Zip Code**

19066

**Foreign Country****Relationship**

None

**Foundation Status**

PF

**Purpose of grant/contribution**

MMA Anual Fund

**Amount**

2,500

**Name**

Saint Josephs Preparatory School

**Street**

1733 West Girard Avenue

**City**

Philadelphia

**State**

PA

**Zip Code**

19130

**Foreign Country****Relationship**

None

**Foundation Status**

PF

**Purpose of grant/contribution**

Annual Fund

**Amount**

2,500

**Name**

Drueding Center

**Street**

413 Master Street

**City**

Philadelphia

**State**

PA

**Zip Code**

19122

**Foreign Country****Relationship**

None

**Foundation Status**

PF

**Purpose of grant/contribution**

general operating fund

**Amount**

2,500

**Name**

Tumaini Children's Foundation USA

**Street**

1400 Hunters Lane

**City**

West Chester

**State**

PA

**Zip Code**

19380

**Foreign Country****Relationship**

None

**Foundation Status**

PF

**Purpose of grant/contribution**

general operating expense

**Amount**

2,000

**Name**

Grey Nune of the Sacred Heart

**Street**

1750 Quarry Road

**City**

Yardley

**State**

PA

**Zip Code**

19067

**Foreign Country****Relationship**

None

**Foundation Status**

PF

**Purpose of grant/contribution**

general operating expenses

**Amount**

3,000

**Name**

Society of the Holy Child Jesus

**Street**

1341 Montgomery Avenue

**City**

Rosemont

**State**

PA

**Zip Code**

19010

**Foreign Country****Relationship**

None

**Foundation Status**

PF

**Purpose of grant/contribution**

general operating expense

**Amount**

20,000

**Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**

Recipient(s) paid during the year

**Name**

Womens Auxillary of St Edmonds Home

**Street**

320 South Roberts Road

**City**

Rosemont

**State**

PA

**Zip Code**

19010

**Foreign Country****Relationship**

None

**Foundation Status**

PF

**Purpose of grant/contribution**

Love Bond Appeal

**Amount**

25,000

**Name**

Academy of Notre Dame

**Street**

560 Sproul Road

**City**

Villanova

**State**

PA

**Zip Code**

19085

**Foreign Country****Relationship**

None

**Foundation Status**

PF

**Purpose of grant/contribution**

annual fund

**Amount**

10,000

**Name**

Saint Charles Borromeo Seminary

**Street**

PO Box 95000

**City**

Philadelphia

**State**

PA

**Zip Code**

19195-5315

**Foreign Country****Relationship**

None

**Foundation Status**

PF

**Purpose of grant/contribution**

Seminary Appeal

**Amount**

10,000

**Name**

The Archbishops Christmas Benefit for Children

**Street**

PO Box 95000

**City**

Philadelphia

**State**

PA

**Zip Code**

19195

**Foreign Country****Relationship**

None

**Foundation Status**

PF

**Purpose of grant/contribution**

Various Programs

**Amount**

15,000

**Name**

St Ignatius Nursing &amp; Rehab Center

**Street**

4401 Haverford Avenue

**City**

Philaelphia

**State**

PA

**Zip Code**

19104

**Foreign Country****Relationship**

None

**Foundation Status**

PF

**Purpose of grant/contribution**

general opeating expenses

**Amount**

1,000

**Name**

Lankenau Medical Center Foundation

**Street**

100 East Lancaster Ave

**City**

Wynnewood

**State**

PA

**Zip Code**

19096

**Foreign Country****Relationship**

None

**Foundation Status**

PF

**Purpose of grant/contribution**

general oprating expenses

**Amount**

10,000

**Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**

Recipient(s) paid during the year

**Name**

Villanova University

**Street**

800 Lancaster Avenue

**City**

Villanova

**State**

PA

**Zip Code**

19085

**Foreign Country**

**Relationship**

None

**Foundation Status**

PF

**Purpose of grant/contribution**

general operating expenses

**Amount**

10,000

**Name**

Bryn Mawr Hospital Foundation

**Street**

130 South Bryn Mawr Avenue

**City**

Bryn Mawr

**State**

PA

**Zip Code**

19010

**Foreign Country**

**Relationship**

None

**Foundation Status**

PF

**Purpose of grant/contribution**

general operating expenses

**Amount**

12,000

**Name**

Childrens Hospital of Philadelphia

**Street**

po box 781352

**City**

Philadelphia

**State**

PA

**Zip Code**

19178

**Foreign Country**

**Relationship**

None

**Foundation Status**

PF

**Purpose of grant/contribution**

general operating expenses

**Amount**

10,000

**Name**

**Street**

**City**

**State**

**Zip Code**

**Foreign Country**

**Relationship**

**Foundation Status**

**Purpose of grant/contribution**

**Amount**

**Name**

**Street**

**City**

**State**

**Zip Code**

**Foreign Country**

**Relationship**

**Foundation Status**

**Purpose of grant/contribution**

**Amount**

**Name**

**Street**

**City**

**State**

**Zip Code**

**Foreign Country**

**Relationship**

**Foundation Status**

**Purpose of grant/contribution**

**Amount**

**Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory**

1	Description	Amount		CUSIP #	Check "X" to include in Part IV	Purchaser	Check "X" if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss	
		Long Term CG Distributions	Short Term CG Distributions															
		54,345	0															54,345
															1,995,986			150,667
2	C/DK GLOBAL							P	3/26/2014	3/19/2015	1,599	948						651
3	DREYFUS GLOBAL							P	12/26/2014	8/27/2015	1,775	1,993						-218
4	DREYFUS YIELD							P	9/15/2014	8/26/2015	198,849	205,864						-7,015
5	DREYFUS YIELD							P	9/3/2014	8/26/2015	1,151	1,196						-45
6	Halliburton Co							P	9/15/2014	6/18/2015	40,868	59,774						-18,906
7	Halliburton Co							P	8/6/2014	6/18/2015	40,868	61,272						-20,404
8	Longleaf Partners							P	11/2/2014	3/23/2015	45,934	42,747						3,187
9	Oracle							P	10/1/2014	3/19/2015	13,284	11,415						1,869
10	Pimco FDS							P	12/10/2014	3/23/2015	1,537	1,545						-8
11	T Rowe Price							P	2/27/2015	8/14/2015	1,181	1,237						-56
12	T Rowe Price							P	3/31/2015	8/14/2015	1,193	1,241						-48
13	T Rowe Price							P	4/30/2015	8/14/2015	1,220	1,283						-63
14	T Rowe Price							P	5/29/2015	8/14/2015	1,221	1,284						-63
15	T Rowe Price							P	6/30/2015	8/14/2015	1,266	1,306						-40
16	T Rowe Price							P	7/31/2015	8/14/2015	1,354	1,380						-26
17	T Rowe Price							P	1/30/2015	8/14/2015	1,236	1,269						-33
18	T Rowe Price							P	12/17/2014	8/14/2015	6,261	6,311						-50
19	T Rowe Price							P	11/28/2014	8/14/2015	1,097	1,184						-87
20	T Rowe Price							P	10/31/2014	8/14/2015	1,257	1,373						-116
21	T Rowe Price							P	9/30/2014	8/14/2015	1,110	1,209						-99
22	T Rowe Price							P	8/29/2014	8/14/2015	1,152	1,288						-136
23	T Rowe Price							P	12/31/2014	8/14/2015	1,249	1,285						-36
24	AT&T							P	10/5/2011	3/19/2015	13,272	11,304						1,968
25	Abbott Laboratories							P	8/28/2013	3/19/2015	4,725	3,385						1,340
26	Abbott Laboratories							P	3/28/2012	3/19/2015	4,725	2,924						1,801
27	Abbott Laboratories							P	11/5/2001	3/19/2015	14,175	7,312						6,863
28	Apple							P	4/10/2013	3/19/2015	25,580	12,416						13,164
29	ADP							P	10/15/2011	3/19/2015	26,292	12,548						13,744
30	Bed Bath & Beyond							P	2/21/2013	3/19/2015	7,634	5,803						1,831
31	Bed Bath & Beyond							P	2/25/2013	3/19/2015	6,122	4,661						1,461
32	Bed Bath & Beyond							P	3/28/2012	3/19/2015	15,117	13,398						1,719
33	Bed Bath & Beyond							P	2/22/2013	3/19/2015	7,559	5,766						1,793
34	Bed Bath & Beyond							P	1/10/2013	3/19/2015	5,820	4,355						1,465
35	Bed Bath & Beyond							P	2/20/2013	3/19/2015	7,030	5,343						1,687
36	Bed Bath & Beyond							P	1/11/2013	3/19/2015	16,856	12,604						4,252
37	Bed Bath & Beyond							P	12/20/2012	3/19/2015	20,106	14,701						5,405
38	Bed Bath & Beyond								12/26/2012	3/19/2015	6,349	4,664						1,685
39	Bed Bath & Beyond							P	1/8/2013	3/19/2015	11,338	8,462						2,876
40	Bristol Myers Squibb							P	3/28/2012	3/19/2015	13,674	6,742						6,932
41	CDK Global							P	2/22/2013	3/19/2015	1,599	749						850
42	CDK Global							P	3/28/2012	3/19/2015	1,599	682						917

Description	CUSIP #	Check "X" to include in Part IV	Purchaser	Check "X" if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
43	CDK Global				P	10/5/2011	3/19/2015	4,645	1,783					3,062
44	Chemont/Texaco				P	10/5/2011	3/19/2015	10,498	9,224					1,274
45	Cisco				P	1/13/2014	3/19/2015	22,666	17,792					4,904
46	Devon Energy				P	4/10/2013	3/19/2015	11,654	11,184					470
47	Dominion res				P	10/5/2011	3/19/2015	14,306	9,792					4,514
48	Dreyfus Global				P	2/3/2014	3/19/2015	99,920	100,000					-80
49	Dreyfus Global				P	8/7/2014	3/19/2015	106,789	125,000					-18,211
50	Dreyfus Yield				P	9/15/2014	3/19/2015	42,248	44,136					-1,888
51	DREYFUS YIELD				P	8/7/2014	3/19/2015	7,715	8,054					-339
52	Ei Dupont				P	10/5/2011	3/19/2015	15,010	8,192					6,818
53	Emerson Electric				P	10/5/2011	3/19/2015	22,377	17,017					5,360
54	Exxon Mobil				P	10/5/2011	3/19/2015	25,377	21,893					3,484
55	Freemont McMoran				P	2/22/2013	3/19/2015	5,200	9,534					-4,334
56	Google				P	3/19/2013	3/19/2015	431	322					109
57	Home Depot				P	10/5/2011	3/19/2015	23,110	6,458					16,652
58	Honeywell				P	4/10/2013	3/19/2015	30,845	22,129					8,716
59	Illinois Tool Works				P	10/5/2011	3/19/2015	29,773	12,815					16,958
60	Intel Corporation				P	2/22/2013	3/19/2015	9,252	6,087					3,165
61	Intel Corporation				P	10/5/2011	3/19/2015	12,336	8,732					3,604
62	IBM				P	10/5/2011	3/19/2015	16,032	17,580					-1,548
63	Eli Lilly				P	1/13/2014	3/19/2015	37,069	26,120					10,949
64	Longleaf Partners				P	3/28/2008	3/19/2015	197,555	145,075					52,480
65	Longleaf Partners				P	1/17/2013	3/19/2015	31,732	30,346					1,386
66	MicroChip Tech				P	3/28/2012	3/19/2015	10,070	6,761					3,309
67	MicroChip Tech				P	2/29/2012	3/19/2015	15,105	9,958					5,137
68	National OilWell				P	2/22/2013	3/19/2015	19,153	24,255					-5,102
69	Nextera Energy				P	10/5/2011	3/19/2015	21,138	10,618					10,520
70	Northern Trust				P	10/5/2011	3/19/2015	28,332	14,528					13,804
71	Pimco FDS Total				P	12/11/2013	3/19/2015	1,315	1,303					12
72	Pimco FDS Total				P	1/12/2009	3/19/2015	197,993	200,000					-2,007
73	Pnc Financial				P	3/28/2012	3/19/2015	18,950	12,778					6,172
74	Pnc Financial				P	2/12/2013	3/19/2015	9,475	6,244					3,231
75	Praxair Inc				P	2/4/2013	12/17/2015	18,192	19,463					-1,271
76	Praxair Inc				P	2/21/2013	12/17/2015	4,782	5,058					-276
77	Praxair Inc				P	2/25/2013	12/17/2015	8,213	8,678					-465
78	Praxair Inc				P	3/19/2013	12/17/2015	15,593	16,990					-1,397
79	Praxair Inc				P	8/21/2012	12/17/2015	10,396	10,783					-387
80	Praxair Inc				P	8/2/2012	12/17/2015	24,534	24,337					197
81	Praxair Inc				P	8/11/2012	12/17/2015	17,048	17,029					19
82	Praxair Inc				P	8/29/2012	12/17/2015	10,396	10,498					-102
83	T Rowe Price Inst				P	12/1/2011	8/14/2015	143,027	150,000					-6,973
84	T Rowe Price Inst				P	10/31/2013	8/14/2015	572	644					-72
85	T Rowe Price Inst				P	11/29/2013	8/14/2015	1,092	1,231					-139
86	T Rowe Price Inst				P	12/18/2013	8/14/2015	5,054	5,552					-498
87	T Rowe Price Inst				P	12/31/2013	8/14/2015	1,104	1,215					-111
88	T Rowe Price Inst				P	1/31/2014	8/14/2015	1,147	1,267					-120
89	T Rowe Price Inst				P	6/25/2012	8/14/2015	59,358	63,194					-3,836

Description	CUSIP #	Check "X" to include in Part IV	Purchaser	Check "X" if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
90 T Rowe Price Inst					P	2/28/2014	8/14/2015	1,083	1,241					-158
91 T Rowe Price Inst					P	3/31/2014	8/14/2015	1,035	1,158					-123
92 T Rowe Price Inst					P	4/30/2014	8/14/2015	1,153	1,291					-138
93 T Rowe Price Inst					P	5/30/2014	8/14/2015	1,148	1,293					-145
94 T Rowe Price Inst					P	6/30/2014	8/14/2015	1,082	1,224					-142
95 T Rowe Price Inst					P	7/31/2014	8/14/2015	1,167	1,297					-130
96 Southwestern Energy					P	8/10/2010	6/18/2015	7,547	12,054					-4,507
97 Southwestern Energy					P	2/28/2012	6/18/2015	6,966	10,043					-3,077
98 Southwestern Energy					P	2/15/2012	6/18/2015	1,741	2,567					-826
99 Southwestern Energy					P	1/6/2012	6/18/2015	11,610	16,695					-5,085
100 Southwestern Energy					P	7/27/2010	6/18/2015	14,512	23,187					-8,675
101 Southwestern Energy					P	8/9/2010	6/18/2015	2,740	4,419					-1,679
102 Southwestern Energy					P	8/10/2013	6/18/2015	4,806	7,669					-2,863
103 Southwestern Energy					P	3/19/2013	6/18/2015	4,644	7,662					-3,018
104 Southwestern Energy					P	11/16/2010	6/18/2015	2,902	4,628					-1,726
105 Southwestern Energy					P	11/17/2010	6/18/2015	8,127	13,146					-5,019
106 Southwestern Energy					P	12/21/2010	6/18/2015	9,868	15,059					-5,191
107 Southwestern Energy					P	6/24/2011	6/18/2015	3,483	6,196					-2,713
108 Target Corp					P	10/5/2011	3/19/2015	16,134	9,860					6,274
109 3M					P	10/5/2011	3/19/2015	16,552	7,236					9,316
110 Walgreens Boots Alliance					P	2/29/2012	3/19/2015	17,476	6,665					10,791
111 Yum Brand					P	4/10/2013	3/19/2015	15,786	13,494					2,292
112 CDK Global					P	1/11/1976	3/19/2015	48	48					0

**Part I, Line 16b (990-PF) - Accounting Fees**

		2,625	0	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	tax preparation	2,625			0

**Part I, Line 16c (990-PF) - Other Professional Fees**

		25,129	25,129	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	BNY MELLON	25,129	25,129		0

**Part I, Line 18 (990-PF) - Taxes**

		0	0	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAXES PAID	0			
2	FEDERAL EXCISE TAXES PAID	0			
3	Federal Excise Taxes paid	0			

**Part I, Line 23 (990-PF) - Other Expenses**

		15	0	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Pa Filing Fee	15	0		
2	ADR Fees	0	0		



**Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers**

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1	Marie E Dooner		1400 Waverly Road V-65	Gladwyne	PA	19035		Trustee	1 00	0		
2	Peter S Dooner, Jr		1400 Waverly Road V-65	Gladwyne	PA	19035		Trustee	1 00	0		
3	Diane Dooner Murphy		1941 Kimberwick Road	Media	PA	19063		Trustee	1 00	0		
4	Katherine Dooner Loftus		220 Curwen Road	Rosemont	PA	19010		Trustee	1 00	0		
5	Amy Dooner Brennan		200 Cedarbrook Road	Ardmore	PA	19003		Trustee	1 00	0		

# Asset detail

## Cash and cash equivalents

Description	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
94,196.78 CRA (BNY Mellon, N.A., Member FDIC) (Principal Holding)	\$ 94,196.78	\$ 94,196.78		\$ 0.00	0.0%	1.1%
Principal Cash	-13,734.35					
Income Cash	13,734.35					
<b>Total cash and cash equivalents</b>	<b>\$ 94,196.78</b>	<b>\$ 94,196.78</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>		<b>1.1%</b>

## Fixed income

### Taxable

#### Pooled vehicle

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
33,462.14	Dreyfus Yield Enhancement Strategy Fund	\$ 11,9000	\$ 398,199.47	\$ 421,544.35	\$ -23,344.88	\$ 16,530.30	4.2%	4.6%
<b>Total taxable pooled vehicle</b>			<b>\$ 398,199.47</b>	<b>\$ 421,544.35</b>	<b>\$ -23,344.88</b>	<b>\$ 16,530.30</b>		<b>4.6%</b>

#### High yield

#### Pooled vehicle

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
39,735.171	Dreyfus Floating Rate Income Fund	\$ 11,7300	\$ 466,093.56	\$ 500,646.83	\$ -34,553.27	\$ 21,655.67	4.7%	5.4%



High yield

Pooled vehicle  
continued

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
73,392.2	Dreyfus High Yield Fund	5.8200	427,142.60	457,757.46	-30,614.86	29,210.10	6.8	5.0
<b>Total high yield pooled vehicle</b>			\$ 893,236.16	\$ 958,404.29	\$ -65,168.13	\$ 50,865.77		10.4%
<b>Total high yield fixed income</b>			\$ 893,236.16	\$ 958,404.29	\$ -65,168.13	\$ 50,865.77		10.4%
<b>Total fixed income</b>			\$ 1,291,435.63	\$ 1,379,948.64	\$ -88,513.01	\$ 67,396.07		15.0%

Equities

U.S. large cap

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
1,800	Eaton Corp PLC ( ETN )	\$ 52.0400	\$ 93,672.00	\$ 119,690.19	\$ -26,018.19	\$ 3,960.00	4.2%	1.1%
3,640	Invesco Limited ( IVZ )	33.4800	121,867.20	143,014.33	-21,147.13	3,931.20	3.2	1.4
1,800	Abbvie Inc. ( ABBV )	59.2400	106,632.00	103,398.62	3,233.38	4,104.00	3.9	1.2
1,900	Adobe Systems Inc ( ADBE )	93.9400	178,486.00	131,618.71	46,867.29	0.00	0.0	2.1
290	Alphabet, Inc. ( GOOG )	758.8800	220,075.20	87,883.99	132,191.21	0.00	0.0	2.6
290	Alphabet, Inc. ( GOOGL )	778.0100	225,622.90	87,975.51	137,647.39	0.00	0.0	2.6
1,150	Amgen Inc ( AMGN )	162.3300	186,679.50	152,399.21	34,280.29	4,600.00	2.5	2.2
1,100	Apple Inc ( AAPL )	105.2600	115,786.00	123,455.64	-7,669.64	2,288.00	2.0	1.4
200	Baxalta Inc ( BXLT )	39.0300	7,806.00	5,033.41	2,772.59	56.00	0.7	0.1
200	Baxter International Inc ( BAX )	38.1500	7,630.00	5,906.59	1,723.41	92.00	1.2	0.1
2,275	Berkshire Hathaway Inc Del Cl B ( BRK.B )	132.0400	300,391.00	157,968.07	142,422.93	0.00	0.0	3.5
1,800	Celanese Corp ( CE ) Series A	67.3300	121,194.00	77,964.88	43,229.12	2,160.00	1.8	1.4
3,500	The Cheesecake Factory ( CAKE )	46.1100	161,385.00	180,821.95	-19,436.95	2,800.00	1.7	1.9
200	Chubb Corp ( CB )	132.6400	26,528.00	11,836.00	14,692.00	456.00	1.7	0.3
5,950	Comcast Corp Cl A ( CMCSA )	56.4300	335,758.50	111,293.10	224,465.40	5,950.00	1.8	3.9
1,850	E O G Res Inc ( EOG )	70.7900	130,961.50	85,412.04	45,549.46	1,239.50	1.0	1.5



# Equities

## U.S. large cap continued

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings	
2,300	JP Morgan Chase & Co ( JPM )	66.0300	151,869.00	133,618.27	18,250.73	4,048.00	2.7	1.8	
1,200	Johnson & Johnson ( JNJ )	102.7200	123,264.00	74,809.30	48,454.70	3,600.00	2.9	1.4	
3,000	Johnson Controls Inc ( JCI )	39.4900	118,470.00	140,574.45	-22,104.45	3,480.00	2.9	1.4	
2,650	Marathon Oil Corp ( MRO )	12.5900	33,363.50	70,701.74	-37,338.24	530.00	1.6	0.4	
1,950	Mead Johnson Nutrition Company ( MJN )	78.9500	153,952.50	189,839.71	-35,887.21	3,217.50	2.1	1.8	
2,800	Merck & Co Inc ( MRK )	52.8200	147,896.00	152,126.20	-4,230.20	5,152.00	3.5	1.7	
5,900	Microsoft Corporation ( MSFT )	55.4800	327,332.00	151,696.16	175,635.84	8,496.00	2.6	3.8	
1,550	Occidental Petroleum Corp ( OXY )	67.6100	104,795.50	77,683.06	27,112.44	4,650.00	4.4	1.2	
675	Pepsico Inc ( PEP )	99.9200	67,446.00	35,516.98	31,929.02	1,896.75	2.8	0.8	
1,700	Philip Morris International Inc ( PM )	87.9100	149,447.00	142,518.13	6,928.87	6,936.00	4.6	1.7	
2,500	Salesforce.Com Inc ( CRM )	78.4000	196,000.00	139,623.62	56,376.38	0.00	0.0	2.3	
1,850	Schlumberger Ltd ( SLB )	69.7500	129,037.50	134,953.56	-5,916.06	3,700.00	2.9	1.5	
6,500	US Bancorp ( USB )	42.6700	277,355.00	158,955.64	118,399.36	6,630.00	2.4	3.2	
5,450	Wells Fargo & Company ( WFC )	54.3600	296,262.00	174,190.31	122,071.69	8,175.00	2.8	3.5	
<b>Total U.S. large cap</b>					<b>\$ 3,362,479.37</b>	<b>\$ 4,616,964.80</b>	<b>\$ 1,254,485.43</b>	<b>\$ 92,147.95</b>	<b>53.7%</b>

## U.S. mid cap

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings	
12,471.236	The BNY Mellon Mid Cap ( MPMCX ) Multi-Strategy Fund	\$ 13.9200	\$ 173,599.61	\$ 193,291.87	\$ -19,692.26	\$ 228.22	0.1%	2.0%	
7,105.156	Dreyfus Midcap Index Fund ( PESPX )	32.3100	229,567.59	277,494.18	-47,926.59	3,083.64	1.3	2.7	
<b>Total U.S. mid cap</b>					<b>\$ 470,786.05</b>	<b>\$ 403,167.20</b>	<b>\$ -57,618.95</b>	<b>\$ 3,311.86</b>	<b>4.7%</b>



U.S. small cap

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
13,172,989	Dreyfus Opportunistic Small Cap Fund ( DSCVX )	\$ 28.6800	\$ 377,800.75	\$ 436,487.43	\$ -58,686.68	\$ 1,343.64	0.4%	4.4%
<b>Total U.S. small cap</b>			<b>\$ 377,800.75</b>	<b>\$ 436,487.43</b>	<b>\$ -58,686.68</b>	<b>\$ 1,343.64</b>		<b>4.4%</b>

Developed international

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
41,488,648	BNY Mellon International Fund ( MPITX )	\$ 11.3600	\$ 471,311.04	\$ 512,574.82	\$ -41,263.78	\$ 6,596.70	1.4%	5.5%
33,356,042	Dreyfus International Stock Fund ( DISYX )	14.2300	474,656.48	512,338.93	-37,682.45	7,705.25	1.6	5.5
<b>Total developed international</b>			<b>\$ 945,967.52</b>	<b>\$ 1,024,913.75</b>	<b>\$ -78,946.23</b>	<b>\$ 14,301.95</b>		<b>11.0%</b>

Emerging markets

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
26,449,714	Virtus Emerging Markets Opportunity ( HIEMX ) Fund	\$ 8.9600	\$ 236,989.44	\$ 252,778.15	\$ -15,788.71	\$ 2,221.78	0.9%	2.8%
<b>Total emerging markets</b>			<b>\$ 236,989.44</b>	<b>\$ 252,778.15</b>	<b>\$ -15,788.71</b>	<b>\$ 2,221.78</b>		<b>2.8%</b>

Equity reits

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
17,860.15	Dreyfus Global Real Estate ( DRLYX ) Securities Fund	\$ 8.5900	\$ 153,418.69	\$ 162,437.46	\$ -9,018.77	\$ 3,714.91	2.4%	1.8%
<b>Total equity reits</b>			<b>\$ 153,418.69</b>	<b>\$ 162,437.46</b>	<b>\$ -9,018.77</b>	<b>\$ 3,714.91</b>		<b>1.8%</b>
<b>Total equities</b>			<b>\$ 6,734,308.40</b>	<b>\$ 5,709,882.21</b>	<b>\$ 1,024,426.19</b>	<b>\$ 117,042.09</b>		<b>78.3%</b>



# Alternative investments

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
12,394.446	Dreyfus Global Real Return Fund	\$ 13.9500	\$ 172,902.52	\$ 182,415.25	\$ -9,512.73	\$ 8,985.97	5.2%	2.0%
9,791.123	Advantage Dynamic Total Return Fund	15.8200	154,895.57	150,000.00	4,895.57	0.00	0.0	1.8
14,090.083	ASG Global Alternatives Fund-Y	10.6400	149,918.48	158,329.47	-8,410.99	0.00	0.0	1.7
<b>Total alternative investments</b>			<b>\$ 477,716.57</b>	<b>\$ 490,744.72</b>	<b>\$ -13,028.15</b>	<b>\$ 8,985.97</b>		<b>5.6%</b>
<b>Total assets</b>			<b>\$ 8,597,657.38</b>	<b>\$ 7,674,772.35</b>	<b>\$ 922,885.03</b>	<b>\$ 193,424.13</b>		<b>100.0%</b>

Total liabilities

