

EXTENDED TO NOVEMBER 15, 2016  
**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 separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

OMB No 1545-0052

**2015**

Open to Public Inspection

Form **990-PF**

Department of the Treasury  
 Internal Revenue Service

For calendar year 2015 or tax year beginning

, and ending

Name of foundation

**THE RIDER-POOL FOUNDATION**

Number and street (or P O box number if mail is not delivered to street address)

**PNC BANK, NA - 1600 MARKET ST - TAX DEP**

Room/suite

City or town, state or province, country, and ZIP or foreign postal code

**PHILADELPHIA, PA 19103-7240**

G Check all that apply:

Initial return       Initial return of a former public charity  
 Final return       Amended return  
 Address change       Name change

H Check type of organization:  Section 501(c)(3) exempt private foundation

Section 4947(a)(1) nonexempt charitable trust       Other taxable private foundation

I Fair market value of all assets at end of year  
 (from Part II, col (c), line 16)

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

► \$ **11,583,350.**

**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))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received	<b>296,246.</b>		<b>N/A</b>	
2	Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	<b>257,456.</b>	<b>257,456.</b>		<b>STATEMENT 1</b>
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10				
b	Gross sales price for all assets on line 6a	<b>3,729,100.</b>			
7	Capital gain net income (from Part IV, line 2)		<b>279,690.</b>	<b>279,690.</b>	
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Loss: Cost of goods sold	<b>127,415.</b>	<b>10,741.</b>		<b>STATEMENT 2</b>
c	Gross profit or (loss)	<b>960,807.</b>	<b>547,887.</b>		
11	Other	<b>23,487.</b>	<b>17,615.</b>		<b>5,872.</b>
12	Total. Add lines 1 through 11				
13	Compensation of officers, directors, trustees, etc				
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees	<b>STMT 3</b>	<b>2,874.</b>	<b>0.</b>	<b>2,874.</b>
b	Accounting fees	<b>STMT 4</b>	<b>8,510.</b>	<b>0.</b>	<b>8,510.</b>
c	Other professional fees	<b>STMT 5</b>	<b>8,000.</b>	<b>8,000.</b>	<b>0.</b>
17	Interest				
18	Taxes	<b>STMT 6</b>	<b>5,319.</b>	<b>0.</b>	<b>0.</b>
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses	<b>STMT 7</b>	<b>130,675.</b>	<b>1,111.</b>	<b>129,564.</b>
24	Total operating and administrative expenses. Add lines 13 through 23		<b>178,865.</b>	<b>26,726.</b>	<b>146,820.</b>
25	Contributions, gifts, grants paid		<b>415,000.</b>		<b>415,000.</b>
26	Total expenses and disbursements. Add lines 24 and 25		<b>593,865.</b>	<b>26,726.</b>	<b>561,820.</b>
27	Subtract line 26 from line 12:		<b>366,942.</b>		
a	Excess of revenue over expenses and disbursements				
b	Net investment income (if negative, enter -0-)		<b>521,161.</b>		
c	Adjusted net income (if negative, enter -0-)			<b>N/A</b>	

10/2015

Assets	Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
	1 Cash - non-interest-bearing		85,880.		
	2 Savings and temporary cash investments				
	3 Accounts receivable ►				
	Less: allowance for doubtful accounts ►				
	4 Pledges receivable ►				
	Less: allowance for doubtful accounts ►				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons				
	7 Other notes and loans receivable ►				
	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				
	b Investments - corporate stock	STMT 9	0.	249,547.	244,774.
	c Investments - corporate bonds				
	11 Investments - land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
	12 Investments - mortgage loans				
	13 Investments - other	STMT 10	9,449,156.	9,599,558.	11,338,576.
	14 Land, buildings, and equipment: basis ►				
	Less accumulated depreciation ►				
	15 Other assets (describe ► )				
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		9,535,036.	9,849,105.	11,583,350.
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				
	22 Other liabilities (describe ► )				
	23 Total liabilities (add lines 17 through 22)		0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>				
	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 ► <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds		9,535,036.	9,849,105.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds		0.	0.	
	30 Total net assets or fund balances		9,535,036.	9,849,105.	
	31 Total liabilities and net assets/fund balances		9,535,036.	9,849,105.	

## 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	9,535,036.
2 Enter amount from Part I, line 27a	2	366,942.
3 Other increases not included in line 2 (itemize) ►	3	0.
4 Add lines 1, 2, and 3	4	9,901,978.
5 Decreases not included in line 2 (itemize) ► <b>ADJUSTMENT TO BOOK CARRYING VALUE</b>	5	52,873.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	9,849,105.

**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.)
<b>1a SALES OF PUBLICLY TRADED SECURITIES</b>			P		
<b>b LONG-TERM CAPITAL GAIN DISTRIBUTIONS</b>			P		
<b>c SHORT-TERM CAPITAL GAIN DISTRIBUTIONS</b>			P		
<b>d</b>					
<b>e</b>					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale		(h) Gain or (loss) (e) plus (f) minus (g)	
a 3,377,314.		3,449,410.		<72,096. >	
b 334,066.				334,066.	
c 17,720.				17,720.	
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) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a				<72,096. >	
b				334,066.	
c				17,720.	
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	279,690.
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). If (loss), enter -0- in Part I, line 8				3	N/A

**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	526,137.	11,635,595.	.045218
2013	322,783.	10,799,153.	.029890
2012	457,215.	9,982,009.	.045804
2011	331,587.	9,896,280.	.033506
2010	371,866.	9,148,315.	.040649

2 Total of line 1, column (d)

2 .195067

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 .039013

4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5

4 11,636,884.

5 Multiply line 4 by line 3

5 453,990.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 5,212.

7 Add lines 5 and 6

7 459,202.

8 Enter qualifying distributions from Part XII, line 4

8 561,820.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1.	(attach copy of letter if necessary-see instructions)	1	5,212.
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			
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-)			
3	Add lines 1 and 2			
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			5,212.
6	Credits/Payments:			
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	6,840.	
b	Exempt foreign organizations - tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c	13,600.	
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d	7		20,440.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		15,228.
11	Enter the amount of line 10 to be: Credited to 2016 estimated tax ►	11	5,240.   Refunded ►	9,988.

## 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?	Yes	No
1b	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	
1c	Did the foundation file Form 1120-POL for this year?	X	
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ► \$ 0. (2) On foundation managers. ► \$ 0.		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ 0.		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	X	
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	X	
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b	If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	X	
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: <ul style="list-style-type: none"><li>• By language in the governing instrument, or</li><li>• 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?</li></ul>	X	
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	X	
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? <i>If "No," attach explanation</i>	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	X	
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	X	

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	<input type="checkbox"/> 11	<input checked="" type="checkbox"/> X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	<input type="checkbox"/> 12	<input checked="" type="checkbox"/> X
Website address ► <b>N/A</b>		<input type="checkbox"/> 13	<input checked="" type="checkbox"/> X
14	The books are in care of ► <b>PNC BANK N.A.</b> Located at ► <b>1600 MARKET STREET - TAX DEPARTMENT, PHILADELPHIA</b> ZIP+4 ► <b>19103-7240</b>	Telephone no. ► <b>215-585-5597</b>	
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	► <b>15</b>   <b>N/A</b> ► <input type="checkbox"/>	
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 ►	<input type="checkbox"/> 16	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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	<b>N/A</b>	► <input type="checkbox"/>
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?	1b	<input type="checkbox"/> 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? If "Yes," list the years ►	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	2b
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
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)	N/A	3b
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	<input checked="" type="checkbox"/> 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	<input checked="" type="checkbox"/> 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))?
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?
- (3) Provide a grant to an individual for travel, study, or other similar purposes?
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

 Yes  No Yes  No Yes  No Yes  No 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)?

N/A

5b



Organizations relying on a current notice regarding disaster assistance check here

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

N/A

 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

6b

X

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

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

 Yes  No

N/A

7b

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?

**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.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 11		23,487.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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. 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

1	N/A	Expenses
2		
3		
4		

**Part IX-B Summary of Program-Related Investments**

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

1	N/A	Amount
2		
3		
Total. Add lines 1 through 3	►	0.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a Average monthly fair market value of securities	1a	11,814,423.
b Average of monthly cash balances	1b	<328.>
c Fair market value of all other assets	1c	
d <b>Total</b> (add lines 1a, b, and c)	1d	11,814,095.
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	11,814,095.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	177,211.
5 <b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	11,636,884.
6 <b>Minimum investment return.</b> Enter 5% of line 5	6	581,844.

**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	581,844.
2a Tax on investment income for 2015 from Part VI, line 5	2a	5,212.
b Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	5,212.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	576,632.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	576,632.
6 Deduction from distributable amount (see instructions)	6	0.
7 <b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	576,632.

**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	561,820.
b Program-related investments - total from Part IX-B	1b	0.
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 <b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	561,820.
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	5	5,212.
6 <b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	556,608.

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
1 Distributable amount for 2015 from Part XI, line 7				576,632.
2 Undistributed income, if any, as of the end of 2015			399,598.	
a Enter amount for 2014 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2015:				
a From 2010				
b From 2011				
c From 2012				
d From 2013				
e From 2014				
f Total of lines 3a through e		0.		
4 Qualifying distributions for 2015 from Part XII, line 4: ► \$ 561,820.			399,598.	
a Applied to 2014, but not more than line 2a				
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 2015 distributable amount				162,222.
e Remaining amount distributed out of corpus		0.		
5 Excess distributions carryover applied to 2015 (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 2014. Subtract line 4a from line 2a. Taxable amount - see instr.				0.
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				414,410.
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 2010 not applied on line 5 or line 7		0.		
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a		0.		
10 Analysis of line 9:				
a Excess from 2011				
b Excess from 2012				
c Excess from 2013				
d Excess from 2014				
e Excess from 2015				



## 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
<b>a Paid during the year</b>				
ALLENTOWN AREA ECUMENICAL FOOD BANK 534 CHEW STREET <u>ALLENTOWN, PA 18102</u>		PUBLIC CHARITY	GENERAL USE OF THE ORGANIZATION	2,000.
ALLENTOWN ART MUSEUM 31 N. FIFTH STREET <u>ALLENTOWN, PA 18101</u>		PUBLIC CHARITY	GENERAL USE OF THE MUSEUM	40,000.
ALLENTOWN SYMPHONY ASSOCIATION INC. 23 N. SIXTH STREET <u>ALLENTOWN, PA 18101</u>		PUBLIC CHARITY	GENERAL USE OF THE ORGANIZATION	2,000.
BOY SCOUTS OF AMERICA MINSI TRAILS COUNCIL, INC. 991 POSTAL ROAD <u>ALLENTOWN, PA 18103</u>		PUBLIC CHARITY	GENERAL USE OF THE ORGANIZATION	1,000.
BOYS & GIRLS CLUB OF ALLENTOWN 720 N. SIXTH STREET <u>ALLENTOWN, PA 18102</u>		PUBLIC CHARITY	GENERAL USE OF THE ORGANIZATION	5,000.
<b>Total</b>	<b>SEE CONTINUATION SHEET(S)</b>			► 3a 415,000.
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>				► 3b 0

## Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14		
4 Dividends and interest from securities			14	257,456.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	127,415.	
8 Gain or (loss) from sales of assets other than inventory			18	279,690.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		664,561.	0.
13 Total. Add line 12, columns (b), (d), and (e)				13	664,561.

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



**Schedule B**(Form 990, 990-EZ,  
or 990-PF)Department of the Treasury  
Internal Revenue Service**Schedule of Contributors**

- Attach to Form 990, Form 990-EZ, or Form 990-PF.
- Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990) .

OMB No. 1545-0047

**2015**

Name of the organization

**THE RIDER-POOL FOUNDATION**

Employer identification number

**23-6207356**

Organization type (check one)

Filers of:

Form 990 or 990-EZ

501(c)( ) (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions

**General Rule**

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

**Special Rules**

For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 exclusively for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions exclusively for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an exclusively religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year

► \$ \_\_\_\_\_

**Caution.** An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2015)

Name of organization

THE RIDER-POOL FOUNDATION

Employer identification number

23-6207356

**Part I** **Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	DOROTHY RIDER POOL 4 T/U/W  PNC BANK N.A., 620 LIBERTY AVE.  PITTSBURGH, PA 15222-2705	\$ 15,922.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
2	DOROTHY RIDER POOL 4 T/U/W  PNC BANK N.A., 620 LIBERTY AVE.  PITTSBURGH, PA 15222-2705	\$ 218,218.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions )
3	DOROTHY RIDER POOL 4 T/U/W  PNC BANK N.A., 620 LIBERTY AVE.  PITTSBURGH, PA 15222-2705	\$ 62,106.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions )
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )

Name of organization

THE RIDER-POOL FOUNDATION

Employer identification number

23-6207356

**Part II Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
2	1,305.485 SHARES BLACKROCK S&P 500 INDEX FUND	\$ 218,218.	09/28/15
3	6,770.514 SHARES BLACKROCK CORE BOND PORTFOLIO FUND 332 INSTITUTIONAL CASS	\$ 62,106.	09/28/15
		\$	
	Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
	Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
	Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	

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**Name of organization**

**Employer identification number**

## THE RIDER-POOL FOUNDATION

23-6207356

**Part III** *Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this info once) ► \$ \_\_\_\_\_*  
Use duplicate copies of Part III if additional space is needed

## THE RIDER-POOL FOUNDATION

23-6207356

## Part XV Supplementary Information

## 3. Grants and Contributions Paid During the Year (Continuation)

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
CASA GUADALUPE CENTER 218 NORTH SECOND STREET <u>ALLENTOWN, PA 18102</u>		PUBLIC CHARITY	GENERAL USE OF THE ORGANIZATION	1,000.
CATHOLIC CHARTIES OF DIOCESE OF ALLENTOWN, INC. 2141 DOWNEYFLAKE LANE <u>ALLENTOWN, PA 18103-4774</u>		PUBLIC CHARITY	GENERAL USE OF THE ORGANIZATION	5,000.
COMMUNITY ACTION DEVELOPMENT CORPORATION OF ALLENTOWN 443 N. SEVENTH STREET <u>ALLENTOWN, PA 18101</u>		PUBLIC CHARITY	GENERAL USE OF THE ORGANIZATION	1,000.
COMMUNITY BIKE WORKS 235 N. MADISON STREET <u>ALLENTOWN, PA 18102</u>		PUBLIC CHARITY	GENERAL USE OF THE ORGANIZATION	3,000.
COMMUNITY MUSIC SCHOOL 23 N. 6TH ST., 2ND FL. <u>ALLENTOWN, PA 18101</u>		PUBLIC CHARITY	GENERAL USE OF THE SCHOOL	1,000.
COMMUNITY SERVICES FOR CHILDREN, INC. 1520 HANOVER AVENUE <u>ALLENTOWN, PA 18109</u>		PUBLIC CHARITY	GENERAL USE OF THE ORGANIZATION	2,500.
DA VINCI SCIENCE CENTER 3145 HAMILTON BLVD. BYPASS <u>ALLENTOWN, PA 18103-3686</u>		PUBLIC CHARITY	GENERAL USE OF THE ORGANIZATION	9,000.
FAMILY CONNECTION OF EASTON, INC. 723 COAL STREET <u>EASTON, PA 18042</u>		PUBLIC CHARITY	GENERAL USE OF THE ORGANIZATION	2,000.
GIRL SCOUTS OF EASTERN PENNSYLVANIA, INC. 2633 MORAVIAN AVENUE <u>ALLENTOWN, PA 18103-5596</u>		PUBLIC CHARITY	GENERAL USE OF THE ORGANIZATION	1,000.
HABITAT FOR HUMANITY OF THE LEHIGH VALLEY, INC. 245 N. GRAHAM ST. <u>ALLENTOWN, PA 18109</u>		PUBLIC CHARITY	GENERAL USE OF THE ORGANIZATION	2,500.
<u>Total from continuation sheets</u>				365,000.

## THE RIDER-POOL FOUNDATION

23-6207356

## Part XV Supplementary Information

## 3 Grants and Contributions Paid During the Year (Continuation)

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
HISPANIC CENTER LEHIGH VALLEY 520 E. 4TH STREET <u>BETHLEHEM, PA 18015</u>		PUBLIC CHARITY	GENERAL USE OF THE ORGANIZATION	<u>2,000.</u>
LEHIGH COUNTY CONFERENCE OF CHURCHES 534 CHEW STREET <u>ALLENTOWN, PA 18102</u>		PUBLIC CHARITY	GENERAL USE OF THE ORGANIZATION	<u>2,500.</u>
LEHIGH COUNTY HISTORICAL SOCIETY 432 W. WALNUT STREET <u>ALLENTOWN, PA 18102</u>		PUBLIC CHARITY	GENERAL USE OF THE ORGANIZATION	<u>1,000.</u>
LEHIGH VALLEY CHILDREN'S CENTERS, INC. 1501 LEHIGH STREET, SUITE 208 <u>ALLENTOWN, PA 18103</u>		PUBLIC CHARITY	GENERAL USE OF THE ORGANIZATION	<u>4,000.</u>
LEHIGH VALLEY COMMUNITY BROADCASTERS ASSOCIATION 301 BROADWAY <u>BETHLEHEM, PA 18015</u>		PUBLIC CHARITY	GENERAL USE OF THE ORGANIZATION	<u>1,000.</u>
LEHIGH VALLEY MILITARY AFFAIRS COUNCIL PO BOX 22522 <u>LEHIGH VALLEY, PA 18002-2522</u>		PUBLIC CHARITY	GENERAL USE OF THE ORGANIZATION	<u>1,000.</u>
MAYFAIR INC. 2141 DOWNEYFLAKE LANE <u>ALLENTOWN, PA 18103</u>		PUBLIC CHARITY	GENERAL USE OF THE ORGANIZATION	<u>1,000.</u>
MEALS ON WHEELS OF LEHIGH COUNTY, INC 4234 DORNEY PARK ROAD <u>ALLENTOWN, PA 18104-5727</u>		PUBLIC CHARITY	GENERAL USE OF THE ORGANIZATION	<u>1,000.</u>
MEALS ON WHEELS OF NORTHAMPTON COUNTY/BETHLEHEM AREA. INC. 4240 FRITCH DRIVE <u>BETHLEHEM, PA 18020</u>		PUBLIC CHARITY	GENERAL USE OF THE ORGANIZATION	<u>1,000.</u>
NEIGHBORHOOD HOUSING SERVICES OF THE LEHIGH VALLEY, INC. 239 NORTH TENTH STREET <u>ALLENTOWN, PA 18102</u>		PUBLIC CHARITY	GENERAL USE OF THE ORGANIZATION	<u>1,000.</u>
<u>Total from continuation sheets</u>				

## THE RIDER-POOL FOUNDATION

23-6207356

## Part XV Supplementary Information

## 3 Grants and Contributions Paid During the Year (Continuation)

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
NEW VENTURE FUND 1201 CONNECTICUT AVE. NW SUITE 300 WASHINGTON, DC 20036		PUBLIC CHARITY	GENERAL USE OF THE ORGANIZATION	25,000.
OPERATION WARM, INC. 6 DICKINSON DRIVE CHADDS FORD, PA 19317		PUBLIC CHARITY	GENERAL USE OF THE ORGANIZATION	1,000.
PINEBROOK FAMILY ANSWERS 402 N. FULTON ST ALLENTOWN, PA 18102		PUBLIC CHARITY	GENERAL USE OF THE ORGANIZATION	3,000.
PROJECT OF EASTON, INC. 320 FERRY ROAD EASTON, PA 18042		PUBLIC CHARITY	GENERAL USE OF THE ORGANIZATION	2,000.
PROMISE NEIGHBORHOODS OF THE LEHIGH VALLEY 347 N. 8TH STREET ALLENTOWN, PA 18102		PUBLIC CHARITY	GENERAL USE OF THE ORGANIZATION	90,000.
PROTESTANT EPISCOPAL CHURCH ALLENTOWN, PA 18102		RELIGIOUS	GENERAL USE OF THE CHURCH	1,000.
R2C2 INCORPORATED ALLENTOWN, PA 18102		PUBLIC CHARITY	GENERAL USE OF THE ORGANIZATION	1,000.
RESOURCES FOR HUMAN DEVELOPMENT, INC. 4700 WISSAHICKON AVENUE - NO 126 PHILADELPHIA, PA 19144-4248		PUBLIC CHARITY	GENERAL USE OF THE ORGANIZATION	4,000.
SATORI, LTD. 2985 FAIRFIELD DRIVE NORTH ALLENTOWN, PA 18103		PUBLIC CHARITY	GENERAL USE OF THE ORGANIZATION	2,000.
SKILLSUSA COUNCIL 1601 UNION BOULEVARD ALLENTOWN, PA 18109		PUBLIC CHARITY	GENERAL USE OF THE ORGANIZATION	1,000.
<b>Total from continuation sheets</b>				

## THE RIDER-POOL FOUNDATION

23-6207356

## Part XV Supplementary Information

## 3 Grants and Contributions Paid During the Year (Continuation)

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
STEPHEN'S PLACE 729 RIDGES STREET BETHLEHEM, PA 18015		PUBLIC CHARITY	GENERAL USE OF THE ORGANIZATION	1,500.
THE ARC OF LEHIGH AND NORTHAMPTON COUNTIES, INC. 2289 AVANUE A BETHLEHEM, PA 18017		PUBLIC CHARITY	GENERAL USE OF THE ORGANIZATION	2,000.
THE BACH CHOIR OF BETHLEHEM 423 HEKEWELDER PLACE BETHLEHEM, PA 18018		PUBLIC CHARITY	GENERAL USE OF THE ORGANIZATION	20,000.
THE BAUM SCHOOL OF ART P. O. BOX 653 ALLENTEWON, PA 18105		PUBLIC CHARITY	GENERAL USE OF THE SCHOOL	2,000.
THE CHILDREN'S HOME OF EASTON 2000 S. 25TH STREET EASTON, PA 18042-6031		PUBLIC CHARITY	GENERAL USE OF THE ORGANIZATION	1,000.
THE DOROTHY RIDER POOL HEALTH CARE TRUST C/O PNC BANK, N. A. 1600 MARKET ST. PHILADELPHIA, PA 19103-7240		PUBLIC CHARITY	FOR THE CD/NIZ COLLABORATIVE SERVICES LEARNING PROJECT	150,000.
THE LITERACY COUNCIL 801 HAMILTON MALL - SUITE 201 ALLENTEWON, PA 18102-2420		PUBLIC CHARITY	GENERAL USE OF THE ORGANIZATION	5,000.
THE PENNSYLVANIA SHAKESPEARE FESTIVAL OF DESALES UNIVERSITY 2755 STATION AVE. CENTER VALLEY, PA 18034		PUBLIC CHARITY	GENERAL USE OF THE ORGANIZATION	3,000.
THE SALVATION ARMY - ALLENTEWON 144 NORTH 8TH STREET ALLENTEWON, PA 18101		PUBLIC CHARITY	GENERAL USE OF THE ORGANIZATION	1,000.
THIRD STREET ALLIANCE FOR WOMEN AND CHILDREN 41 N. THIRD STREET EASTON, PA 18042		PUBLIC CHARITY	GENERAL USE OF THE ORGANIZATION	1,000.
<b>Total from continuation sheets</b>				

## THE RIDER-POOL FOUNDATION

23-6207356

## Part XV | Supplementary Information

## 3 Grants and Contributions Paid During the Year (Continuation)

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
TOUCHSTONE THEATRE 321 E. FOURTH STREET <u>BETHLEHEM, PA 18015</u>		PUBLIC CHARITY	GENERAL USE OF THE ORGANIZATION	1,000.
WILDLANDS CONSERVANCY, INC. 3701 ORCHARD PLACE <u>EMMAUS, PA 18049-1637</u>		PUBLIC CHARITY	GENERAL USE OF THE ORGANIZATION	2,000.
WILDLIFE INFORMATION CENTER INC. PO BOX 198 <u>SLATINGTON, PA 18080-0198</u>		PUBLIC CHARITY	GENERAL USE OF THE ORGANIZATION	1,000.
YOUTH EDUCATION IN THE ARTS 601 WEST HAMILTON STREET <u>ALLENTOWN, PA 18101</u>		PUBLIC CHARITY	GENERAL USE OF THE ORGANIZATION	1,000.
<b>Total from continuation sheets</b>				

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES			STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
DOMESTIC DIVIDENDS	180,357.	0.	180,357.	180,357.	
DOMESTIC DIVIDENDS	77,077.	0.	77,077.	77,077.	
DOMESTIC DIVIDENDS	22.	0.	22.	22.	
TO PART I, LINE 4	257,456.	0.	257,456.	257,456.	

FORM 990-PF

OTHER INCOME

STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
HATTERAS CORE ALTERNATIVES TEI INSTITUTIONAL FUND, L.P.	127,415.	10,741.	
TOTAL TO FORM 990-PF, PART I, LINE 11	127,415.	10,741.	

FORM 990-PF

LEGAL FEES

STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
GADSDEN, SCHNEIDER & W00DWARD, LLP	2,874.	0.		2,874.
TO FM 990-PF, PG 1, LN 16A	2,874.	0.		2,874.

FORM 990-PF

## ACCOUNTING FEES

STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CAMPBELL, RAPPORD, & YURASITS LLP	5,160.	0.		5,160.
EISNER AMPER LLP	3,350.	0.		3,350.
TO FORM 990-PF, PG 1, LN 16B	8,510.	0.		8,510.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BUCK CONSULTANTS LLC.	0.	0.		0.
MYCIO WEALTH PARTNERS, LLC				
INVESTMENT ADVISORY FEES	8,000.	8,000.		0.
TO FORM 990-PF, PG 1, LN 16C	8,000.	8,000.		0.

FORM 990-PF

TAXES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX FORM 990-PF 12/31/2014	1,594.	0.		0.
FEDERAL ESTIMATED EXCISE TAX FORM 990-PF 12/31/2015	1,660.	0.		0.
FEDERAL ESTIMATED EXCISE TAX FORM 990-PF 12/31/2015	2,065.	0.		0.
TO FORM 990-PF, PG 1, LN 18	5,319.	0.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT

7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
2015 SHARED OPERATING EXPENSES WITH DOROTHY RIDER				
POOL HEALTH CARE TRUST	111,640.	0.		111,640.
PHILADELPHIA INSURANCE COMPANIES - DIRECTORS &				
OFFICERS INSURANCE	725.	0.		725.
HATTERAS CORE ALTERNATIVES				
TEI INSTITUTIONAL FUND LP - DEDUCTIONS	1,111.	1,111.		0.
SHARE OF 2014 OFFICE RELOCATION EXPENSES	17,199.	0.		17,199.
TO FORM 990-PF, PG 1, LN 23	130,675.	1,111.		129,564.

WE HAVE ELECTED TO CONTINUE TO FILE THIS RETURN ON A CASH BASIS. WE HAVE ATTACHED A COPY OF THE AUDIT FOR 12/31/2015 WHICH THE AUDITOR HAS PREPARED ON AN ACCRUAL BASIS.

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FORM 990-PF	CORPORATE STOCK	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
COMMON STOCK	249,547.	244,774.
TOTAL TO FORM 990-PF, PART II, LINE 10B	249,547.	244,774.

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FORM 990-PF

OTHER INVESTMENTS

STATEMENT 10

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CASH EQUIVALENTS	COST	722,737.	722,737.
LIMITED PARTNERSHIP	COST	677,412.	728,109.
MUTUAL FUNDS - FIXED	COST	2,132,611.	2,090,919.
MUTUAL FUNDS - EQUITY	COST	6,066,798.	7,796,812.
ROUNDING ADJUSTMENT	COST	0.	<1.>
TOTAL TO FORM 990-PF, PART II, LINE 13		9,599,558.	11,338,576.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS  
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 11

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
PNC BANK N.A. 1600 MARKET STREET PHILADELPHIA, PA 19103-7240	TRUSTEE 1.00	23,487.	0.	0.
LEON C. HOLT JR. C/O PNC BANK N.A. 1600 MARKET STREET PHILADELPHIA, PA 19103-7240	TRUSTEE 1.00	0.	0.	0.
JOHN P. JONES III C/O PNC BANK N.A. 1600 MARKET STREET PHILADELPHIA, PA 19103-7240	TRUSTEE 1.00	0.	0.	0.
JOHN E. MCGLADE C/O PNC BANK N.A. 1600 MARKET STREET PHILADELPHIA, PA 19103-7240	TRUSTEE 1.00	0.	0.	0.
J. SCOTT PIDOCK C/O PNC BANK N.A. 1600 MARKET STREET PHILADELPHIA, PA 19103-7240	TRUSTEE 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		23,487.	0.	0.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION  
PART XV, LINES 2A THROUGH 2D

STATEMENT 12

## NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

EDWARD F. MEEHAN, M.P.H., EXECUTIVE DIRECTOR  
TWO CITY CENTER - 645 W. HAMILTON STREET - SUITE 202  
ALLENTOWN, PA 18101

## TELEPHONE NUMBER

(610) 770-9346

## FORM AND CONTENT OF APPLICATIONS

APPLICATIONS ARE ACCEPTED THROUGH AN ELECTRONIC APPLICATION PROCESS. THE APPLICATION CAN BE FOUND AT WEBSITE, WWW.POOLTRUST.ORG TO BEGIN THIS PROCESS. SEE ATTACHED THE RIDER POOL FOUNDATION APPLICATION PROCESS STATEMENT FOR INFORMATION TO INCLUDE IN THE APPLICATION FROM THEIR WEBSITE.

## ANY SUBMISSION DEADLINES

YEARLY BY APRIL 1ST FOR FUNDING YEARLY ON JUNE 1ST YEARLY BY AUGUST 15TH  
FOR FUNDING YEARLY ON NOVEMBER 1ST

## RESTRICTIONS AND LIMITATIONS ON AWARDS

RESTRICTIONS PER THE ATTACHED APPLICATION PROCESS STATEMENT FROM THE RIDER-POOL FOUNDATION WEBSITE.

## SUMMARY OF INVESTMENTS

AS OF 12/31/15

ACCOUNT  
21-35-501-0435015

PAGE 1

THE RIDER-POOL FOUNDATION CONS

	CARRYING VALUE	TAX COST	MARKET VALUE	% OF MARKET	ESTIMATED INCOME	YIELD AT MARKET
PRINCIPAL CASH						
CASH EQUIVALENTS	614,764.88	614,764.88	614,764.88	5.394	2,391.44	.389
FIXED INCOME						
MUTUAL FUNDS - FIXED	2,053,576.92	2,067,202.89	2,012,426.25	17.658	37,154.89	1.846
EQUITIES						
COMMON STOCK	249,546.85	249,546.85	244,774.14	2.148	35,755.20	14.607
MUTUAL FUNDS - EQUITY	6,066,798.02	6,184,518.70	7,796,811.77	68.412	166,347.84	2.134
OTHER EQUITY ASSETS	677,412.36	677,412.36	728,108.70	6.389		
TOTAL EQUITIES	6,993,757.23	7,111,477.91	8,769,694.61	76.948		
TOTAL PRINCIPAL ASSETS	9,662,099.03	9,793,445.68	11,396,885.74	100.000	241,649.37	2.120
CASH EQUIVALENTS	107,971.95	107,971.95	107,971.95	57.905	420.01	.389
FIXED INCOME						
MUTUAL FUNDS - FIXED	79,034.12	79,015.61	78,492.33	42.095	1,977.06	2.519
ACCOUNT TOTAL	9,849,105.10	9,980,433.24	11,583,350.02		244,046.44	2.107

## STATEMENT OF INVESTMENTS

AS OF 12/31/15

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ACCOUNT 21-35-501-0435015		THE RIDER-POOL FOUNDATION CONS			PAGE 2		
PAR VALUE /SHARES	INVESTMENT DESCRIPTION	CARRYING VALUE	TAX COST	MARKET VALUE	% OF MARKET	ESTIMATED INCOME	YIELD AT MARKET
<b>CASH EQUIVALENTS</b>							
107,971.950	BLACKROCK FUNDS MONEY MARKET INSTITUTIONAL SHARES #01 (INCOME INVESTMENT) ACCOUNT 21-35-001-0435015	107,971.95	107,971.95	107,971.95	.932	420.01	.389
614,764.880	BLACKROCK FUNDS MONEY MARKET INSTITUTIONAL SHARES #01 ACCOUNT 21-35-001-0435015	614,764.88	614,764.88	614,764.88	5.307	2,391.44	.389
<b>TOTAL CASH EQUIVALENTS</b>		<u>722,736.83</u>	<u>722,736.83</u>	<u>722,736.83</u>	<u>6.239</u>	<u>2,811.45</u>	<u>.389</u>
<b>COMMON STOCK</b>							
14,898.000	EAGLE POINT CREDIT CO INC ACCOUNT 21-35-001-0435015	249,546.85	249,546.85	244,774.14	2.113	35,755.20	14.607
<b>TOTAL COMMON STOCK</b>		<u>249,546.85</u>	<u>249,546.85</u>	<u>244,774.14</u>	<u>2.113</u>	<u>35,755.20</u>	<u>14.607</u>
<b>LIMITED PARTNERSHIPS</b>							
2,050.062	HATTERAS CORE ALTERNATIVES TEI INSTITUTIONAL FUND, L.P. ACCOUNT 21-35-001-0435015	177,412.36	177,412.36	229,647.95	1.983	112.020	
5,000.000	RADCLIFFE INTERNATIONAL USD FUND LTD, SERIES B8-15 ACCOUNT 21-35-001-0435015	500,000.00	500,000.00	498,460.75	4.303	99.692	



## STATEMENT OF INVESTMENTS

AS OF 12/31/15

ACCOUNT  
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PAR VALUE /SHARES	INVESTMENT DESCRIPTION	CARRYING VALUE	TAX COST	MARKET VALUE	% OF MARKET	ESTIMATED INCOME	YIELD AT MARKET	MARKET UNIT PRICE
	<b>TOTAL LIMITED PARTNERSHIPS</b>	<b>677,412.36</b>	<b>677,412.36</b>	<b>728,108.70</b>	<b>6.286</b>			
	<b>MUTUAL FUNDS - FIXED</b>							
57,670.968	T ROWE PRICE INTL FD INC INTL BOND FUND FUND #76	561,109.52	561,140.31	476,938.91	4.117	8,765.99	1.838	8.270
81,184.336	VANGUARD BD INDEX FD INC SHORT TERM PORTFOLIO FUND FD #132	850,000.00	850,000.00	846,752.62	7.310	11,041.07	1.304	10.430
7,377.099	VANGUARD TOTAL BD MKT INDX #584 ADM (INCOME INVESTMENT)	79,034.12	79,015.61	78,492.33	.678	1,977.06	2.519	10.640
64,730.707	VANGUARD TOTAL BD MKT INDX #584 ADM	642,467.40	656,062.58	688,734.72	5.946	17,347.83	2.519	10.640
	<b>TOTAL MUTUAL FUNDS - FIXED</b>	<b>2,132,611.04</b>	<b>2,146,218.50</b>	<b>2,090,918.58</b>	<b>18.051</b>	<b>39,131.95</b>	<b>1.872</b>	
	<b>MUTUAL FUNDS - EQUITY</b>							
1,305.485	BLACKROCK S&P 500 INDEX FUND ACCOUNT 21-35-001-0435015	218,218.12	217,605.46	319,269.41	2.756	6,719.33	2.105	244.560
10,873.505	EATON VANCE ATLANTA CAPITAL SMID CAP FUND INVESTOR CLASS ACCOUNT 21-35-001-0435015	300,000.00	300,000.00	281,841.25	2.433			25.920

## STATEMENT OF INVESTMENTS

AS OF 12/31/15

ACCOUNT  
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THE RIDER-POOL FOUNDATION CONS

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ACCOUNT	INVESTMENT DESCRIPTION	CARRYING VALUE	TAX COST	MARKET VALUE	% OF MARKET	ESTIMATED INCOME	YIELD AT MARKET	MARKET UNIT PRICE
16,155.546 HARBOR INTERNATIONAL FUND CLASS INS FD # 2011 ACCOUNT 21-35-001-0435015	816,201.26	859,046.72	960,124.10	8,289	17,464.15	1,819		59.430
57,022.809 IVA INTERNATIONAL FUND CLASS I ACCOUNT 21-35-001-0435015	950,000.00	950,000.00	888,415.36	7,670	25,546.22	2,875		15.580
2,275.000 ISHARES CORE S&P MIDCAP ETF ACCOUNT 21-35-001-0435015	221,789.75	221,789.75	316,953.00	2,736	5,055.05	1,595		139.320
69,600.284 LAZARD GLOBAL LISTED INFRASTRU INFRASTRUCTURE PORTFOLIO FUND# 1243 ACCOUNT 21-35-001-0435015	803,603.70	800,781.02	934,035.81	8,064	61,457.05	6,580		13.420
38,903.871 T ROWE PRICE GROWTH STOCK FD # 40 ACCOUNT 21-35-001-0435015	1,051,637.43	1,087,318.26	2,087,581.72	18,022	778.08	.037		53.660
14,060.254 T ROWE PRICE REAL ESTATE FUND FD #122 ACCOUNT 21-35-001-0435015	282,892.31	282,892.31	386,516.38	3,337	8,857.96	2,292		27.490
27,289.279 VANGUARD WINDSOR II FUND ADM FD #573 ACCOUNT 21-35-001-0435015	1,422,455.45	1,465,085.18	1,622,074.74	14,004	40,470.00	2,495		59.440
<b>TOTAL MUTUAL FUNDS - EQUITY</b>	<b>6,066,798.02</b>	<b>6,184,518.70</b>	<b>7,796,811.77</b>	<b>67,311</b>	<b>166,347.84</b>	<b>2.134</b>		



## STATEMENT OF INVESTMENTS

AS OF 12/31/15

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ACCOUNT 21-35-501-0435015		THE RIDER-POOL FOUNDATION		CONS		PAGE 5		
PAR VALUE /SHARES	INVESTMENT DESCRIPTION	CARRYING VALUE	TAX COST	MARKET VALUE	% OF MARKET	ESTIMATED INCOME	YIELD AT MARKET	MARKET UNIT PRICE
		9,849,105.10	9,980,433.24	11,583,350.02	100.000	244,046.44	2.106	
	TOTAL INVESTMENTS							

# **The Rider-Pool Foundation**

Financial Statements  
December 31, 2015



**bbd**

1835 Market Street, 26th Floor  
Philadelphia, PA 19103

215/567-7770 | [bbdcpa.com](http://bbdcpa.com)

# THE RIDER-POOL FOUNDATION

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## INDEPENDENT AUDITOR'S REPORT

To the Trustees of  
The Rider-Pool Foundation

We have audited the accompanying financial statements of The Rider-Pool Foundation (the "*Foundation*") (a not-for-profit organization), which comprise the statement of financial position as of December 31, 2015, and the related statements of activities and cash flows for the year then ended, and the related notes to the financial statements.

### Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with U.S. generally accepted accounting principles, this includes the design, implementation and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

### Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with U.S. generally accepted auditing standards. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

### Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of The Rider-Pool Foundation as of December 31, 2015, and the changes in its net assets and its cash flows for the year then ended in accordance with U.S. generally accepted accounting principles.

*BBD, LLP.*

Philadelphia, Pennsylvania  
May 16, 2016

**THE RIDER-POOL FOUNDATION****STATEMENT OF FINANCIAL POSITION****December 31, 2015****ASSETS**

Cash	\$ 228
Investments, at fair value	<u>11,596,102</u>
	<u>\$ 11,596,330</u>

**LIABILITIES AND NET ASSETS****LIABILITIES**

Accounts payable	\$ 7,550
Grants payable	19,967
Excise tax currently payable	5,600
Deferred excise tax	<u>34,718</u>
<b>Total liabilities</b>	<u>67,835</u>

**NET ASSETS**

Unrestricted	11,528,267
Temporarily restricted	<u>228</u>
<b>Total net assets</b>	<u>11,528,495</u>
	<u>\$ 11,596,330</u>

# THE RIDER-POOL FOUNDATION

## STATEMENT OF ACTIVITIES

Year ended December 31, 2015

	<u>Unrestricted</u>	<u>Temporarily Restricted</u>	<u>Total</u>
<b>REVENUE, GAINS AND OTHER SUPPORT</b>			
Interest	\$ 4,368	\$ 66	\$ 4,434
Dividends	621,589	-	621,589
Net realized gain on investments	47,905	-	47,905
Net unrealized loss on investments	(486,426)	-	(486,426)
Change in value of beneficial interest in charitable remainder trust	-	(18,859)	(18,859)
Net assets released from restrictions	457,321	(457,321)	-
	<u>644,757</u>	<u>(476,114)</u>	<u>168,643</u>
<b>EXPENSES</b>			
Program service grants			
Education	39,500	-	39,500
Human services	34,000	-	34,000
Culture and art	32,000	-	32,000
Community development	329,467	-	329,467
Neighborhood Improvement Zone	85,718	-	85,718
	<u>520,685</u>	<u>-</u>	<u>520,685</u>
Management and general			
Administrative	129,789	-	129,789
Investment fees	23,487	-	23,487
Excise tax	1,587	-	1,587
	<u>154,863</u>	<u>-</u>	<u>154,863</u>
	<u>675,548</u>	<u>-</u>	<u>675,548</u>
<b>CHANGE IN NET ASSETS</b>	<b>(30,791)</b>	<b>(476,114)</b>	<b>(506,905)</b>
<b>NET ASSETS</b>			
Beginning of year, as previously reported	11,601,904	85,880	11,687,784
Prior period adjustments (See Note 3)	(42,846)	390,462	347,616
Beginning of year, as restated	<u>11,559,058</u>	<u>476,342</u>	<u>12,035,400</u>
<b>End of year</b>	<b><u>\$11,528,267</u></b>	<b><u>\$ 228</u></b>	<b><u>\$11,528,495</u></b>

See accompanying notes

# THE RIDER-POOL FOUNDATION

## STATEMENT OF CASH FLOWS

Year ended December 31, 2015

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### CASH FLOWS FROM OPERATING ACTIVITIES

<i>Change in net assets</i>	\$ (506,905)
<i>Adjustments to reconcile change in net assets to net cash provided by (used for) operating activities</i>	
<i>Realized and unrealized loss on investments, net</i>	
Realized and unrealized loss on investments, net	438,521
Change in value of beneficial interest in charitable remainder trust	18,859
Deferred federal excise tax	(8,128)
<i>Increase (decrease) in</i>	
Accounts payable	270
Due to affiliate	(17,199)
Excise tax currently payable	4,396
Grants payable	<u>19,967</u>
<b>Net cash used for operating activities</b>	<u>(50,219)</u>

### CASH FLOWS FROM INVESTING ACTIVITIES

Proceeds from beneficial interest in charitable remainder trust	371,603
Purchase of investments	(6,716,445)
Proceeds from sale of investments	<u>6,309,409</u>
<b>Net cash used for investing activities</b>	

<b>Net change in cash</b>	<u>(85,652)</u>
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### CASH

Beginning of year	<u>85,880</u>
<b>End of year</b>	<u>\$ 228</u>

# THE RIDER-POOL FOUNDATION

## NOTES TO FINANCIAL STATEMENTS

December 31, 2015

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### (1) DESCRIPTION OF FOUNDATION

The Rider-Pool Foundation (the "*Foundation*") was established in 1957 as a private, general purpose foundation to benefit the Lehigh Valley. The Foundation's intent is to serve as a means to improve the quality of life, build on community strengths and increase the region's ability to serve the needs of its citizens. The Foundation's funding program is focused on Education, Human Services, Culture and Art, and Community Development. The Foundation derives its revenue mainly from investments.

### (2) SIGNIFICANT ACCOUNTING POLICIES

#### Basis of Accounting

The accompanying financial statements have been prepared on the accrual basis of accounting in accordance with U.S. generally accepted accounting principles ("GAAP").

#### Financial Statement Presentation

The Foundation reports information regarding its financial position and activities according to the following three classes of net assets:

##### ***Unrestricted net assets***

Net assets that are not subject to donor-imposed restrictions.

##### ***Temporarily restricted net assets***

Net assets that are subject to donor-imposed restrictions that will be satisfied by actions of the Foundation and/or the passage of time. When a restriction is satisfied, temporarily restricted net assets are reclassified to unrestricted net assets and reported in the statements of activities as "*net assets released from restrictions*."

##### ***Permanently restricted net assets***

Net assets that are subject to donor-imposed restrictions that such assets be maintained indefinitely

The Foundation has no permanently restricted net assets

#### Estimates

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

#### Fair Value Measurements of Assets and Liabilities

GAAP defines fair value as the price that would be received to sell an asset or paid to transfer a liability (i.e., the "exit price") in an orderly transaction between market participants at the measurement date. GAAP establishes a fair value hierarchy for inputs used in measuring fair value that maximizes the use of observable inputs and minimizes the use of unobservable inputs by requiring that the most observable inputs be used when available. Observable inputs are those that market participants would use in pricing the asset or liability based on market data obtained from sources independent of the Foundation. Unobservable inputs reflect the Foundation's assumptions about the inputs market participants would use in pricing the asset or liability developed based on the best information available in the circumstances. The fair value hierarchy is categorized into three levels based on the inputs as follows:

# THE RIDER-POOL FOUNDATION

## NOTES TO FINANCIAL STATEMENTS

December 31, 2015

---

**Level 1** – Valuations based on quoted prices in active markets for identical assets or liabilities that the Foundation has the ability to access. Since valuations are based on quoted prices that are readily and regularly available in an active market, valuation of these assets and liabilities does not entail a significant degree of judgment

**Level 2** – Valuations based on quoted prices in markets that are not active or for which all significant inputs are observable, either directly or indirectly

**Level 3** – Valuations based on inputs that are unobservable, that is, inputs that reflect the Foundation's own assumptions.

### Investments and Investment Income

Investments in marketable securities with readily determinable fair values and all investments in debt securities are stated at fair value in the statement of financial position, as determined by quoted market prices. The fair value of alternative investments has been estimated using the net asset value per share. Unrealized gains and losses are included in the statement of activities. Dividend and interest income is recorded as earned. Donated investments are recorded at fair value at the date of receipt.

The Foundation invests in a professionally-managed portfolio that contains various types of securities (See **Note 4**). Such investments are exposed to market and credit risks. Due to the level of risk associated with such investments, and the level of uncertainty related to changes in the value of such investments, it is at least reasonably possible that changes in the near term would materially affect the investment balances and the amounts reported in the financial statements.

The primary investment objective of the Foundation is to maximize long-term return through a combination of income and capital appreciation achieved in a prudent manner. The Foundation establishes its annual charitable distributions in proportion to investment returns and the current economic environment.

### Beneficial Interest in Charitable Remainder Trust

The Foundation was the beneficiary of a charitable remainder trust administered by a bank. At the end of the charitable remainder trust's terms, the remaining assets are available for the Foundation's use. This trust terminated during the year ended December 31, 2014 and the funds were received by the Foundation in 2015. The beneficial interest in the charitable remainder trust was reported at the fair value of the Foundation's share of the related assets less the present value of the payments expected to be made to other beneficiaries.

### Grants Payable

Grants payable are recorded when approved by the Foundation and after recipients have met all required significant conditions.

### Income Taxes

The Foundation is a not-for-profit corporation, which is exempt from income taxes under Section 501(c)(3) of the Internal Revenue Code ("Code"). The Foundation is classified as a private foundation as defined in Sections 509(a) and 4940 of the Code and, as such, is subject to federal excise tax on its net investment income and required to make minimum distributions for its exempt purposes. Federal excise tax expense includes currently payable plus deferred federal excise taxes. Deferred federal excise taxes are provided on net unrealized gains (losses) on investments which are recognized for financial statement purposes.

GAAP requires entities to evaluate, measure, recognize and disclose any uncertain income tax positions taken on their income tax returns. Management has evaluated the impact of this standard on its financial statements and believes that there are no uncertain tax positions.

# THE RIDER-POOL FOUNDATION

## NOTES TO FINANCIAL STATEMENTS

December 31, 2015

### (3) PRIOR PERIOD ADJUSTMENTS

During 2015, the Foundation has restated its net assets, which subsequently required the following prior period adjustments

	<u>Unrestricted</u>	<u>Temporarily Restricted</u>	<u>Total</u>
Net assets			
Beginning of year, as previously reported	\$11,601,904	\$ 85,880	\$11,687,784
To record the beneficial interest in charitable remainder trust	-	390,462	390,462
To record deferred excise tax liability	(42,846)	-	(42,846)
Beginning of the year, as restated	<u>\$11,559,058</u>	<u>\$476,342</u>	<u>\$12,035,400</u>

### (4) INVESTMENTS

Investments as of December 31, 2015 consist of the following.

	<u>Cost</u>	<u>Fair Value</u>
Money market funds and accrued income	\$ 735,079	\$ 735,079
Marketable equity securities	249,547	244,774
Mutual funds		
Equity	5,923,800	7,479,859
Fixed income	2,132,611	2,090,919
Exchange traded funds	221,790	316,952
Alternative investments	<u>677,412</u>	<u>728,519</u>
	<u>\$9,940,239</u>	<u>\$11,596,102</u>

The relationship between cost and fair value of investments for the year ended December 31, 2015 is as follows:

Beginning January 1:	
Fair value	\$11,052,886
Cost	<u>8,910,597</u>
Fair value over cost	<u>2,142,289</u>
Ending December 31	
Fair value	11,596,102
Cost	<u>9,940,239</u>
Fair value over cost	<u>1,655,863</u>
Unrealized loss on investments	(486,426)
Realized gain on investments	<u>47,905</u>
	<u>\$ (438,521)</u>

Investment fees amounted to \$23,487 for the year ended December 31, 2015 and are included in management and general expenses

# THE RIDER-POOL FOUNDATION

## NOTES TO FINANCIAL STATEMENTS

December 31, 2015

The alternative investments as of December 31, 2015 consisted of the following:

<u>Limited Partnerships</u>	<u>Fair Value</u>	<u>Redemption Frequency</u>	<u>Redemption Notice Period</u>
Hatteras Core Alternatives (a)	\$230,058	Quarterly	45 Days
Radcliffe Ultra Short Duration (b)	498,461	Monthly	40 Days

(a) – This category includes investments in a limited partnership that invests in a diversified portfolio of hedge funds and private investments. The fair values of the investments in this category have been estimated using the net asset value per share. There are no lock-up restrictions at December 31, 2015.

(b) – This category includes investments in a limited partnership that invests primarily in non-investment grade corporate debt securities. The fair values of the investments in this category have been estimated using the net asset value per share. There are no lock-up restrictions at December 31, 2015.

### (5) ASSETS AND LIABILITIES MEASURED AT FAIR VALUE ON A RECURRING BASIS

The following is a summary of assets and liabilities measured at fair value on a recurring basis and the valuation inputs used to value them at December 31, 2015.

	<u>Fair Value</u>	<u>Quoted Prices in Active Markets (Level 1)</u>	<u>Significant Other Observable Inputs (Level 2)</u>	<u>Significant Unobservable Inputs (Level 3)</u>
<b>Assets</b>				
Investments				
Money market funds and accrued income	\$ 735,079	\$ 735,079	\$ -	\$ -
Marketable equity securities	244,774	244,774	-	-
Mutual funds				
Equities	7,479,859	7,479,859	-	-
Fixed Income	2,090,919	2,090,919	-	-
Exchange traded funds	316,952	316,952	-	-
Alternative Investments measured at net asset value (a)	728,519	-	-	-
<b>Total investments</b>	<b>\$11,596,102</b>	<b>\$10,867,583</b>	<b>\$ -</b>	<b>\$ -</b>
<b>Liabilities</b>				
Grants payable	\$ 19,967	\$ -	\$ 19,967	\$ -

(a) Certain investments that are measured at fair value using the net asset value per share practical expedient have not been classified in the fair value hierarchy. These investments have been included in this table to permit reconciliation to the amounts presented in the statement of financial position

# THE RIDER-POOL FOUNDATION

## NOTES TO FINANCIAL STATEMENTS

December 31, 2015

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### (6) GRANTS PAYABLE

Under the terms of certain grants awarded by the Foundation, expenditures will be made over several years. Accordingly, the Foundation has recorded as a liability the present value of the grants payable which, as of December 31, 2015, are as follows

<u>Year ending December 31,</u>	
2016	\$10,000
2017	<u>10,000</u>
	20,000
Less unamortized discount at rates of 0.33% on long-term grants payable	<u>(33)</u>
	<u><b>\$19,967</b></u>

The Foundation entered into a memorandum of understanding with six not-for-profit organizations as part of the 2014-2015 Collective Impact Action Learning Fellowship. The organizations, represented by participating Fellows, will each receive a \$7,200 stipend, paid in three equal installments, following the successful completion of each trimester of the fellowship program. The Foundation paid a total of \$28,800 to the Fellows in 2015 which represents the balance of these awards

### (7) TEMPORARILY RESTRICTED NET ASSETS

Temporarily restricted net assets are available for the following purposes and periods

	<u>Balance</u> <u>December 31, 2014</u>	<u>Additions</u>	<u>Releases</u>	<u>Balance</u> <u>December 31, 2015</u>
Purpose restrictions				
Neighborhood improvement zone development	\$ 85,880	\$66	\$ (85,718)	\$228
Time restrictions				
Future periods	<u>390,462</u>	<u>—</u>	<u>(390,462)</u>	<u>—</u>
	<u><b>\$476,342</b></u>	<u><b>\$66</b></u>	<u><b>(\$476,180)</b></u>	<u><b>\$228</b></u>

### (8) RELATED PARTY TRANSACTIONS

The Foundation is related through common management to the Dorothy Rider Pool Health Care Trust (the "Trust"). The Trust charges the Foundation for certain administrative and program services incurred by the Trust on behalf of the Foundation. The Trust charged the Foundation \$111,639 for these services for the year ended December 31, 2015.

The Foundation awarded a grant in the amount of \$150,000 to the Trust for the 2014-2015 Collective Impact Action Learning Fellowship. The expense is included with the community development program service grants in the statements of activities.

A Vice President at PNC Institutional Investments ("PNC") serves as an investment advisor and a corporate member of the Board of Trustees of the Foundation. The Foundation holds investments with PNC Institutional Bank. Investment management fees paid to PNC for the years ended December 31, 2015 was \$23,487

# THE RIDER-POOL FOUNDATION

## NOTES TO FINANCIAL STATEMENTS

December 31, 2015

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### (9) FEDERAL EXCISE TAX

The Foundation's federal excise tax for 2015 consists of the following:

Currently payable	\$ 9,715
Deferred	<u>(8,128)</u>
	<u>\$ 1,587</u>

Federal excise tax is payable at two percent of net investment income if the current year's charitable contributions are greater than the product of (i) the average payout ratio for the past five years and (ii) noncharitable use assets for the year plus one percent of the net investment income in the current year. The Foundation's deferred excise tax liability represents the future tax effect of unrealized net investment gains. The amount of deferred federal excise taxes was a liability of \$34,718 at December 31, 2015.

### (10) SUBSEQUENT EVENTS

The Foundation has evaluated subsequent events through May 16, 2016, the date on which the financial statements were available to be issued. No material subsequent events have occurred since December 31, 2015 that required recognition in the financial statements.