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Form **990-PF**

Return of Private Foundation

OMB No 1545-0052

2015

Department of the Treasury
Internal Revenue Service

or Section 4947(a)(1) Trust Treated as Private Foundation
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Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf

For calendar year **2015** or tax year beginning **07/01, 2015**, and ending **06/30, 2016**

Name of foundation: **THE SERAPH FOUNDATION INC 6018-01-4/1**

Number and street (or P O box number if mail is not delivered to street address): **GLENMEDE TRUST COMPANY, 1650 MARKET STREET**

Room/suite: **1200**

City or town, state or province, country, and ZIP or foreign postal code: **PHILADELPHIA, PA 19103-7391**

A Employer identification number
52-2030228

B Telephone number (see instructions)
215-419-6000

C If exemption application is pending, check here

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

E If private foundation status was terminated under section 507(b)(1)(A), check here

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

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 |

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) **\$ 38,310,778.**

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

| Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions)) | | (a) Revenue and expenses per books | (b) Net investment income | (c) Adjusted net income | (d) Disbursements for charitable purposes (cash basis only) |
|--|---|------------------------------------|---------------------------|-------------------------|---|
| 1 | Contributions, gifts, grants, etc., received (attach schedule) | | | | |
| 2 | Check <input checked="" 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 | 517,335. | 517,335. | | STMT 1 |
| 5a | Gross rents | | | | |
| b | Net rental income or (loss) | | | | |
| 6a | Net gain or (loss) from sale of assets not on line 10 | 127,093. | | | |
| b | Gross sales price for all assets on line 6a | 10,388,341. | | | |
| 7 | Capital gain net income (from Part IV, line 2) | | 127,093. | | |
| 8 | Net short-term capital gain | | | | |
| 9 | Income modifications | | | | |
| 10a | Gross sales less returns and allowances | | | | |
| b | Less Cost of goods sold | | | | |
| c | Gross profit or (loss) (attach schedule) | | | | |
| 11 | Other income (attach schedule) | 3,454,890. | 3,439,457. | | STMT 2 |
| 12 | Total Add lines 1 through 11 | 4,099,318. | 4,083,885. | | |
| 13 | Compensation of officers, directors, trustees, etc. | | | | |
| 14 | Other employee salaries and wages | | | | |
| 15 | Pension plans, employee benefits | | | | |
| 16a | Legal fees (attach schedule) | 976. | NONE | NONE | 976. |
| b | Accounting fees (attach schedule) | 3,500. | NONE | NONE | 3,500. |
| c | Other professional fees (attach schedule) | 218,900. | 218,900. | | |
| 17 | Interest | | | | |
| 18 | Taxes (attach schedule) (see instructions) | 38,867. | 116. | | |
| 19 | Depreciation (attach schedule) and depletion | | | | |
| 20 | Occupancy | | | | |
| 21 | Travel, conferences, and meetings | | | | |
| 22 | Printing and publications | | | | |
| 23 | Other expenses (attach schedule) | 750. | | | 750. |
| 24 | Total operating and administrative expenses. Add lines 13 through 23. | 262,993. | 219,016. | NONE | 5,226. |
| 25 | Contributions, gifts, grants paid | 2,146,500. | | | 2,146,500. |
| 26 | Total expenses and disbursements Add lines 24 and 25 | 2,409,493. | 219,016. | NONE | 2,151,726. |
| 27 | Subtract line 26 from line 12 | | | | |
| a | Excess of revenue over expenses and disbursements | 1,689,825. | | | |
| b | Net investment income (if negative, enter -0-) | | 3,864,869. | | |
| c | Adjusted net income (if negative, enter -0-) | | | | |

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| 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 | 70,573. | 1,541. | 1,541. |
| | 2 | Savings and temporary cash investments | 2,668,396. | 2,212,029. | 2,212,029. |
| | 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) | 808,434. | | |
| | b | Investments - corporate stock (attach schedule) | 15,809,729. | 15,514,170. | 18,252,158. |
| | c | Investments - corporate bonds (attach schedule) | 1,926,975. | 2,720,624. | 2,590,651. |
| | 11 | Investments - land, buildings, and equipment basis | | | |
| | Less accumulated depreciation (attach schedule) | | | | |
| 12 | Investments - mortgage loans | | | | |
| 13 | Investments - other (attach schedule) | 15,498,564. | 14,890,720. | 15,183,064. | |
| 14 | Land, buildings, and equipment basis | | | | |
| | Less accumulated depreciation (attach schedule) | | | | |
| 15 | Other assets (describe PROGRAM RELATED INVESTMENT) | | 308,747. | 71,335. | |
| 16 | Total assets (to be completed by all filers - see the instructions Also, see page 1, item I) | 36,782,671. | 35,647,831. | 38,310,778. | |
| Liabilities | 17 | Accounts payable and accrued expenses | | | |
| | 18 | Grants payable | | | |
| | 19 | Deferred revenue | | | |
| | 20 | Loans from officers, directors, trustees, and other disqualified persons | | | |
| | 21 | Mortgages and other notes payable (attach schedule) | | | |
| | 22 | Other liabilities (describe) | | | |
| 23 | Total liabilities (add lines 17 through 22) | | NONE | | |
| 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 | 36,782,671. | 35,647,831. | |
| | 28 | Paid-in or capital surplus, or land, bldg, and equipment fund | | | |
| 29 | Retained earnings, accumulated income, endowment, or other funds | | | | |
| 30 | Total net assets or fund balances (see instructions) | 36,782,671. | 35,647,831. | | |
| 31 | Total liabilities and net assets/fund balances (see instructions) | 36,782,671. | 35,647,831. | | |

| 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) | 36,782,671. |
| 2 | Enter amount from Part I, line 27a | 1,689,825. |
| 3 | Other increases not included in line 2 (itemize) | |
| 4 | Add lines 1, 2, and 3 | 38,472,496. |
| 5 | Decreases not included in line 2 (itemize) PARTNERSHIP COST BASIS ADJUSTMENT | 2,824,665. |
| 6 | Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 | 35,647,831. |

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 PUBLICLY TRADED SECURITIES | | P | VARIOUS | VARIOUS |
| 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 10,388,341. | | 10,261,248. | 127,093. | |
| b | | | | |
| c | | | | |
| d | | | | |
| e | | | | |
| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 | | | (i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h)) | |
| (i) 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 | | | 127,093. | |
| 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 } | | 2 127,093. |
| 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 | | { If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 } | | 3 |

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

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

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

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

1 Enter the appropriate amount in each column for each year; see 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 | 2,025,521. | 38,774,403. | 0.052239 |
| 2013 | 1,938,273. | 38,136,147. | 0.050825 |
| 2012 | 1,898,474. | 34,133,388. | 0.055619 |
| 2011 | 1,963,759. | 34,194,253. | 0.057430 |
| 2010 | 2,056,272. | 35,446,171. | 0.058011 |
| 2 Total of line 1, column (d) | | | 2 0.274124 |
| 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 0.054825 |
| 4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5 | | | 4 37,482,077. |
| 5 Multiply line 4 by line 3 | | | 5 2,054,955. |
| 6 Enter 1% of net investment income (1% of Part I, line 27b) | | | 6 38,649. |
| 7 Add lines 5 and 6 | | | 7 2,093,604. |
| 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 2,151,726. |

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

Table with 11 rows for excise tax calculations. Includes categories like 'Exempt operating foundations', 'Domestic foundations', 'Tax under section 511', 'Credits/Payments', and 'Total credits and payments'. Values include 38,649, 46,598, and 7,940.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Columns include question text, 'Yes', and 'No'. Questions cover political activities, tax on political expenditures, and state registration. 'No' column contains 'X' marks for questions 1a, 1b, 1c, 2, 3, 4b, 5, 6, 7, 8b, 9, and 10.

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 Yes No 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 Yes No X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? 13 Yes X No
Website address N/A
14 The books are in care of SEE STATEMENT 8 Telephone no
Located at ZIP+4
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here 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? 16 Yes No X
See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country

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

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

1a During the year did the foundation (either directly or indirectly)
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes X No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? Yes X No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). Yes X 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)? 1b
Organizations relying on a current notice regarding disaster assistance check here
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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? Yes X No
If "Yes," list the years
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) 2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes X 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
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**

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? Yes No **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? Yes No **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 SCHEDULE ATTACHED | | -0- | -0- | -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 | | NONE | NONE | NONE |
| | | | | |
| | | | | |
| | | | | |
| | | | | |

Total number of other employees paid over \$50,000 **NONE**

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 |
|--|---------------------|------------------|
| WELLS FARGO BANK 1000 CHESTERBROOK BLV, SUITE 102, BERWYN, PA | INVESTMENT SERVICES | 137,710 |
| UBS FINANCIAL SERVICE INC 307 INTERNATIONAL CIRCLE, HUNT VALLEY, MD | INVESTMENT SERVICES | 58,813. |
| | | |
| | | |
| | | |
| Total number of others receiving over \$50,000 for professional services | | NONE |

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 NONE | |
| 2 | |
| All other program-related investments See instructions | |
| 3 NONE | |
| Total. Add lines 1 through 3 | |

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

| | | | |
|----------|---|-----------|-------------|
| 1 | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes: | | |
| a | Average monthly fair market value of securities | 1a | 35,549,878. |
| b | Average of monthly cash balances | 1b | 2,502,992. |
| c | Fair market value of all other assets (see instructions). | 1c | NONE |
| d | Total (add lines 1a, b, and c) | 1d | 38,052,870. |
| e | Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) | 1e | |
| 2 | Acquisition indebtedness applicable to line 1 assets | 2 | NONE |
| 3 | Subtract line 2 from line 1d | 3 | 38,052,870. |
| 4 | Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions). | 4 | 570,793. |
| 5 | Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 | 5 | 37,482,077. |
| 6 | Minimum investment return. Enter 5% of line 5 | 6 | 1,874,104. |

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 | 1,874,104. |
| 2a | Tax on investment income for 2015 from Part VI, line 5 | 2a | 38,649. |
| b | Income tax for 2015. (This does not include the tax from Part VI.) | 2b | |
| c | Add lines 2a and 2b | 2c | 38,649. |
| 3 | Distributable amount before adjustments. Subtract line 2c from line 1 | 3 | 1,835,455. |
| 4 | Recoveries of amounts treated as qualifying distributions | 4 | NONE |
| 5 | Add lines 3 and 4 | 5 | 1,835,455. |
| 6 | Deduction from distributable amount (see instructions). | 6 | NONE |
| 7 | Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 | 7 | 1,835,455. |

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 | 2,151,726. |
| b | Program-related investments - total from Part IX-B | 1b | |
| 2 | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes | 2 | NONE |
| 3 | Amounts set aside for specific charitable projects that satisfy the: | | |
| a | Suitability test (prior IRS approval required) | 3a | NONE |
| b | Cash distribution test (attach the required schedule) | 3b | NONE |
| 4 | Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 | 4 | 2,151,726. |
| 5 | Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions) | 5 | 38,649. |
| 6 | Adjusted qualifying distributions. Subtract line 5 from line 4 | 6 | 2,113,077. |

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 | | | | 1,835,455. |
| 2 Undistributed income, if any, as of the end of 2015 | | | | |
| a Enter amount for 2014 only. | | | NONE | |
| b Total for prior years 20 <u>13</u> , 20 <u> </u> , 20 <u> </u> | | NONE | | |
| 3 Excess distributions carryover, if any, to 2015 | | | | |
| a From 2010 | 331,128. | | | |
| b From 2011 | 279,460. | | | |
| c From 2012 | NONE | | | |
| d From 2013 | NONE | | | |
| e From 2014 | 108,302. | | | |
| f Total of lines 3a through e | 718,890. | | | |
| 4 Qualifying distributions for 2015 from Part XII, line 4 ▶ \$ <u>2,151,726.</u> | | | | |
| a Applied to 2014, but not more than line 2a | | | NONE | |
| b Applied to undistributed income of prior years (Election required - see instructions) | | NONE | | |
| c Treated as distributions out of corpus (Election required - see instructions) | NONE | | | |
| d Applied to 2015 distributable amount. | | | | 1,835,455. |
| e Remaining amount distributed out of corpus. | 316,271. | | | |
| 5 Excess distributions carryover applied to 2015 . (If an amount appears in column (d), the same amount must be shown in column (a)) | | NONE | | NONE |
| 6 Enter the net total of each column as indicated below: | | | | |
| a Corpus Add lines 3f, 4c, and 4e Subtract line 5 | 1,035,161. | | | |
| b Prior years' undistributed income Subtract line 4b from line 2b. | | NONE | | |
| 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 | | NONE | | |
| d Subtract line 6c from line 6b Taxable amount - see instructions | | NONE | | |
| e Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount - see instructions | | | NONE | |
| f Undistributed income for 2015 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2016. | | | | NONE |
| 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) | NONE | | | |
| 8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions) | 331,128. | | | |
| 9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a | 704,033. | | | |
| 10 Analysis of line 9 | | | | |
| a Excess from 2011 | 279,460. | | | |
| b Excess from 2012 | NONE | | | |
| c Excess from 2013 | NONE | | | |
| d Excess from 2014 | 108,302. | | | |
| e Excess from 2015 | 316,271. | | | |

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

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

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

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

c Any submission deadlines:

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

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 |
|---|--|--------------------------------------|-------------------------------------|------------|
| a Paid during the year SEE SCHEDULE ATTACHED | | | | 2,146,500. |
| Total ▶ 3a | | | | 2,146,500. |
| b Approved for future payment N/A | | | | |
| Total ▶ 3b | | | | |

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME |
|------------------------|---|-----------------------------|
| DIVIDENDS AND INTEREST | 517,335. | 517,335. |
| TOTAL | 517,335. | 517,335. |

FORM 990PF, PART I - OTHER INCOME
=====

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME |
|--------------------|---|-----------------------------|
| PARTNERSHIP INCOME | 3,454,890. | 3,439,457. |
| TOTALS | 3,454,890. | 3,439,457. |

FORM 990PF, PART I - LEGAL FEES

=====

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME | ADJUSTED NET INCOME | CHARITABLE PURPOSES |
|--------------------------------|--------------------------------|-----------------------|---------------------|---------------------|
| LEGAL FEES - PRINCIPAL (ALLOCA | 976. | | | 976. |
| TOTALS | 976. | NONE | NONE | 976. |

FORM 990PF, PART I - ACCOUNTING FEES
 =====

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME | ADJUSTED NET INCOME | CHARITABLE PURPOSES |
|--------------------------------|---|-----------------------------|---------------------------|------------------------|
| TAX PREPARATION FEE (NON-ALLOC | 3,500. | | | 3,500. |
| TOTALS | 3,500. | NONE | NONE | 3,500. |

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

=====

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME |
|---------------------------|---|-----------------------------|
| INVESTMENT MANAGEMENT FEE | 218,900. | 218,900. |
| TOTALS | 218,900. | 218,900. |

FORM 990PF, PART I - TAXES
=====

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME |
|--------------------------------|---|-----------------------------|
| FEDERAL TAX PAYMENT - PRIOR YE | 951. | |
| FEDERAL ESTIMATES - PRINCIPAL | 37,800. | |
| FOREIGN TAXES ON NONQUALIFIED | 116. | 116. |
| TOTALS | 38,867. | 116. |

FORM 990PF, PART I - OTHER EXPENSES

=====

| DESCRIPTION ----- | REVENUE AND EXPENSES PER BOOKS ----- | CHARITABLE PURPOSES ----- |
|-------------------------------|--|---------------------------------|
| OTHER NON-ALLOCABLE EXPENSE - | 750. | 750. |
| TOTALS | ----- 750. ===== | ----- 750. ===== |

FORM 990PF, PART VII-A, LINE 14 - BOOKS ARE IN THE CARE OF
=====

NAME: GLENMEDE TRUST COMPANY, N.A.

ADDRESS: 1201 N. MARKET STREET, SUITE 1501
WILMINGTON, DE 19801-1163

TELEPHONE NUMBER: (215)419-6000

THE SERAPH FOUNDATION INC

EIN: 52-2030228

TAX YEAR ENDING 6/30/2016

ATTACHMENTS PAGE 2 FORM 990-PF

PART II BALANCE SHEETS

| QUANTITY | SECURITY | BOOK VALUE | MARKET VALUE |
|------------------------------------|---------------------------------------|---------------|---------------|
| SEE SCHEDULES ATTACHED FOR DETAILS | | | |
| LINE 1 | CASH - INTEREST | 1,540 92 | 1,540 92 |
| LINE 2 | TOTAL CASH EQUIVALENTS | 2,212,029 30 | 2,212,029 30 |
| LINE 10a | TOTAL GOVERNMENT BONDS & NOTES | | |
| LINE 10c | TOTAL GOVT AGENCY BONDS, NOTES & CORP | 2,720,624 00 | 2,590,651.00 |
| LINE 10b | TOTAL COMMON STOCKS | 15,514,170 30 | 18,252,158.43 |
| LINE 13 | TOTAL INVESTMENTS OTHER | 14,890,720 00 | 15,183,064 00 |
| LINE 15 | TOTAL OTHER ASSETS | 308,747 15 | 71,335 08 |
| LINE 16 | TOTAL ASSETS AS OF 6/30/2016 | 35,647,831 67 | 38,310,778 73 |

ACCOUNT 1 OF 6
 UBS 10172 & 10170

| QUANTITY | SECURITY | BOOK VALUE | MARKET VALUE |
|------------------------------------|---------------------------------|--------------|--------------|
| SEE SCHEDULES ATTACHED FOR DETAILS | | | |
| LINE 1 | CASH-NO INTEREST | | |
| LINE 2 | CASH EQUIVALENTS | 926,006 22 | 926,006 22 |
| LINE 10a | GOVERNMENT BONDS & NOTES | | |
| LINE 10c | GOVT AGENCY BONDS, NOTES & CORP | | |
| LINE 10b | COMMON STOCKS | 4,317,625 50 | 5,278,076.40 |
| LINE 13 | INVESTMENTS OTHER | | |
| LINE 15 | OTHER ASSETS | | |
| LINE 16 | TOTAL ASSETS AS OF 6/30/2016 | 5,243,631 72 | 6,204,082 62 |

ACCOUNT 2 OF 6
WELLS FARGO - 0092

| QUANTITY | SECURITY | BOOK VALUE | MARKET VALUE |
|------------------------------------|---------------------------------|--------------|--------------|
| SEE SCHEDULES ATTACHED FOR DETAILS | | | |
| LINE 1 | CASH-NO INTEREST | | |
| LINE 2 | CASH EQUIVALENTS | 598,672 51 | 598,672 51 |
| LINE 10a | GOVERNMENT BONDS & NOTES | | |
| LINE 10c | GOVT AGENCY BONDS, NOTES & CORP | | |
| LINE 10b | COMMON STOCKS | 7,198,268 39 | 8,640,228 68 |
| LINE 13 | INVESTMENTS OTHER | | |
| LINE 15 | OTHER ASSETS | | |
| LINE 16 | TOTAL ASSETS AS OF 6/30/2016 | 7,796,940 90 | 9,238,901 19 |

ACCOUNT 3 OF 6
WELLS FARGO-0128

| QUANTITY | SECURITY | BOOK VALUE | MARKET VALUE |
|------------------------------------|---------------------------------|--------------|--------------|
| SEE SCHEDULES ATTACHED FOR DETAILS | | | |
| LINE 1 | CASH-NO INTEREST | | |
| LINE 2 | CASH EQUIVALENTS | 68,720.07 | 68,720.07 |
| LINE 10a | GOVERNMENT BONDS & NOTES | | |
| LINE 10c | GOVT AGENCY BONDS, NOTES & CORP | | |
| LINE 10b | COMMON STOCKS | 1,724,428.37 | 1,710,852.94 |
| LINE 13 | INVESTMENTS OTHER | | |
| LINE 15 | OTHER ASSETS | | |
| LINE 16 | TOTAL ASSETS AS OF 6/30/2016 | 1,793,148.44 | 1,779,573.01 |

ACCOUNT 4 OF 6
MORGAN STANLEY CHECKING ACCOUNT

| QUANTITY | SECURITY | BOOK VALUE | MARKET VALUE |
|------------------------------------|---------------------------------|------------|--------------|
| SEE SCHEDULES ATTACHED FOR DETAILS | | | |
| LINE 1 | CASH-NO INTEREST | 1,540 92 | 1,540 92 |
| LINE 2 | CASH EQUIVALENTS | | |
| LINE 10a | GOVERNMENT BONDS & NOTES | | |
| LINE 10c | GOVT AGENCY BONDS, NOTES & CORP | | |
| LINE 10b | COMMON STOCKS | | |
| LINE 13 | INVESTMENTS OTHER | | |
| LINE 15 | OTHER ASSETS | | |
| LINE 16 | TOTAL ASSETS AS OF 6/30/2016 | 1,540 92 | 1,540 92 |

ACCOUNT 5 OF 6
WELLS FARGO - 5600

| QUANTITY | SECURITY | BOOK VALUE | MARKET VALUE |
|------------------------------------|---------------------------------|--------------|--------------|
| SEE SCHEDULES ATTACHED FOR DETAILS | | | |
| LINE 1 | CASH-NO INTEREST | | |
| LINE 2 | CASH EQUIVALENTS | 77,079 71 | 77,079 71 |
| LINE 10a | GOVERNMENT BONDS & NOTES | | |
| LINE 10c | GOVT AGENCY BONDS, NOTES & CORP | | |
| LINE 10b | COMMON STOCKS | 1,115,997 84 | 1,127,051 21 |
| LINE 13 | INVESTMENTS OTHER | | |
| LINE 15 | OTHER ASSETS | | |
| LINE 16 | TOTAL ASSETS AS OF 6/30/2016 | 1,193,077 55 | 1,204,130.92 |

ACCOUNT 6 OF 6
 GLENMEDE #6018-01 AND 6018-03

| QUANTITY | SECURITY | BOOK VALUE | MARKET VALUE |
|------------------------------------|---------------------------------|---------------|---------------|
| SEE SCHEDULES ATTACHED FOR DETAILS | | | |
| LINE 1 | CASH-NO INTEREST | | |
| LINE 2 | CASH EQUIVALENTS | 541,550.79 | 541,550.79 |
| LINE 10a | GOVERNMENT BONDS & NOTES | | |
| LINE 10c | GOVT AGENCY BONDS, NOTES & CORP | 2,720,624.00 | 2,590,651.00 |
| LINE 10b | COMMON STOCKS | 1,157,850.20 | 1,495,949.20 |
| LINE 13 | INVESTMENTS OTHER | 14,890,720.00 | 15,183,064.00 |
| LINE 15 | OTHER ASSETS | 308,747.15 | 71,335.08 |
| LINE 16 | TOTAL ASSETS AS OF 6/30/2016 | 19,619,492.14 | 19,882,550.07 |

* Including the partnership interest value (based on the client provided value as of 5/30/2016) held outside of Glenmede.

THE SERAPH FOUNDATION INC
 ACCOUNT #6018-01-4/1
 EIN: 52-2030228
 TAX YEAR ENDING 6/30/2016

ATTACHMENTS PAGE 6 FORM 990-PF
 PART VIII LIST OF OFFICERS, DIRECTORS, TRUSTEES, ETC.

| NAME AND ADDRESS | TITLE | AVERAGE HOURS PER WEEK | COMPEN- SATION | EMPLOYEE BEN PLAN CONTRIB | EXPENSE ACCT |
|--|---------|------------------------------|-------------------|---------------------------------|-----------------|
| 1 HENRY H SPIRE C/O THE GLENMEDE TRUST CO, N A 1201 N MARKET STREET - SUITE 1501 WILMINGTON, DE 19801-1163 | OFFICER | FULL TIME | -0- | -0- | -0- |
| 2 LINDA J SPIRE C/O THE GLENMEDE TRUST CO, N A 1201 N MARKET STREET - SUITE 1501 WILMINGTON, DE 19801-1163 | OFFICER | FULL TIME | -0- | -0- | -0- |
| 3 KIMBERLY SPIRE FOLTS C/O THE GLENMEDE TRUST CO, N A 1201 N MARKET STREET - SUITE 1501 WILMINGTON, DE 19801-1163 | OFFICER | FULL TIME | -0- | -0- | -0- |
| 4 WILLIAM BRUCE SPIRE C/O THE GLENMEDE TRUST CO, N A 1201 N MARKET STREET - SUITE 1501 WILMINGTON, DE 19801-1163 | OFFICER | FULL TIME | -0- | -0- | -0- |
| 5 JONATHAN FOLTS C/O THE GLENMEDE TRUST CO, N A 1201 N MARKET STREET - SUITE 1501 WILMINGTON, DE 19801-1163 | OFFICER | FULL TIME | -0- | -0- | -0- |
| 6 HEATHER SPIRE C/O THE GLENMEDE TRUST CO, N A 1201 N MARKET STREET - SUITE 1501 WILMINGTON, DE 19801-1163 | OFFICER | FULL TIME | -0- | -0- | -0- |
| TOTAL | | | -0- | -0- | -0- |

The Seraph Foundation, Inc.

Alphabetical Listing of Grants

Fiscal Year 2015 - 2016

6/7/2016

| Payee Organization Project Title, Grant Amount | Grant No. Ref. No. | Payment Date | Payment Amount | Payment Fund | Check Number Notes |
|---|-----------------------|-----------------|-------------------|-------------------------|---|
| Children Deserve a Chance Foundation <i>Renovation to establish the Attollo College Access Center</i> \$ 0 00 | 17974 | 11/4/2015 | \$107,600.00 | Seraph Foundation, Inc. | Renovation to establish the Attollo College Access Center |
| <i>Renovation to establish the Attollo College Access Center</i> \$ 0 00 | 17974 | 3/29/2016 | (\$107,600.00) | Seraph Foundation, Inc | VOID - Void of Payment [23254] for \$107,600.00, paid on 11/4/2015. |
| Total Children Deserve a Chance Foundation (2 items) | | | | | |
| Cold Spring Harbor Laboratory <i>To endow The Edna and John Davenport Genetic Screening Facility</i> \$ 1,500,000.00 | 15461 | 11/4/2015 | \$500,000 00 | Seraph Foundation, Inc | To endow The Edna & John Davenport Genetic Screening Facility |
| Dickinson College <i>Support for five undergraduate student assistants in cancer research</i> \$ 60,000 00 | 19667 | 4/20/2016 | \$60,000.00 | Seraph Foundation, Inc | 956412 Support for five undergraduate student assistants in cancer research |
| Ding Darling Wildlife Society Inc. | | | | | |

| Payee Organization Project Title, Grant Amount | Grant No. Ref. No. | Payment Date | Payment Amount | Payment Fund | Check Number Notes |
|--|-----------------------|-----------------|-------------------|-------------------------|---|
| <i>Education Center Orientation Film \$10,000, and Internship Program \$20,000 (two interns) \$ 30,000.00</i> | 17969 | 11/4/2015 | \$30,000.00 | Seraph Foundation, Inc. | Education Ctr Orientation Film \$10,000; Two Education Interns \$20,000 |
| Exponent Philanthropy <i>Educational Programming \$ 1,500 00</i> | 19261 | 7/1/2015 | \$1,500.00 | Seraph Foundation, Inc. | 930824 Educational Programming |
| Garrison Forest School <i>Seraph Endowed Scholarship \$ 25,000 00</i> | 19697 | 4/20/2016 | \$25,000.00 | Seraph Foundation, Inc | 956416 Seraph Endowed Scholarship |
| Johns Hopkins Kimmel Cancer Center <i>Chaplaincy and Meditation Suite (Skup Viragh Cancer Outpatient Building) \$ 500,000.00</i> | 17976 | 11/4/2015 | \$500,000.00 | Seraph Foundation, Inc | Chaplaincy and Meditation Suite (Skup Viragh Cancer Bldg) |
| Kasina Youth Foundation for Financial Literacy, Inc. <i>Financial Literacy Campaign \$ 10,000 00</i> | 19698 | 4/21/2016 | \$10,000.00 | Seraph Foundation, Inc | 956588 Financial Literacy Campaign |
| Lancaster Country Day School <i>Capital Campaign \$50,000 and Seraph Scholarship \$50,000 \$ 100,000.00</i> | 17964 | 11/4/2015 | \$100,000 00 | Seraph Foundation, Inc. | Capital Campaign \$50,000 and Seraph Scholarship \$50,000 |
| Lancaster County Community Foundation | | | | | |

| Payee Organization Project Title, Grant Amount | Grant No. Ref. No. | Payment Date | Payment Amount | Payment Fund | Check Number Notes |
|--|-----------------------|-----------------|-------------------|-------------------------|--|
| <i>The Children Deserve A Chance Foundation - Attollo Scholars (renovations and program support)</i> \$ 108,000 00 | 19705 | 11/16/2015 | \$108,000 00 | Seraph Foundation, Inc. | Abramson LLC/Amex The Children Deserve a Chance Foundation - Attollo Scholars (renovation and program support |
| The Lancaster Education Foundation <i>Technology in the Classroom \$15,000; Before & After School Programs \$25,000; and Adopt-An-SDoL Classroom \$1,000</i> \$ 41,000 00 | 17966 | 11/4/2015 | \$41,000 00 | Seraph Foundation, Inc. | Tech Clsm \$15,000, Before & After Sch \$25,000; Adopt SDoL \$1,000 |
| Music For Everyone <i>To establish an endowment in the amount of \$50,000, \$5,000 for instruments</i> \$ 55,000.00 | 19671 | 4/20/2016 | \$55,000 00 | Seraph Foundation, Inc | 956413 To establish an endowment \$50,000; \$5,000 for instruments |
| National Cathedral Association <i>Phase II - Preservation and Restoration Efforts (earthquake)</i> \$ 50,000.00 | 17975 | 11/4/2015 | \$50,000 00 | Seraph Foundation, Inc. | Phase II - Preservation and Restoration (earthquake) |
| Pennsylvania College of Health Sciences <i>Scholarship Endowment for Students in the Baccalaureate Nursing Program</i> \$ 250,000.00 | 19695 | 4/20/2016 | \$250,000 00 | Seraph Foundation, Inc | 956414 Scholarship Endowment for Students in the Baccalaureate Nursing Program |
| Schreiber Pediatric Rehab Center | | | | | |

| Payee Organization Project Title, Grant Amount | Grant No. Ref. No. | Payment Date | Payment Amount | Payment Fund | Check Number Notes |
|--|-----------------------|-----------------|-----------------------|-------------------------|--|
| Schreiber Mortgage Payoff \$ 141,000.00 | 17967 | 11/4/2015 | \$141,000 00 | Seraph Foundation, Inc. | Schreiber Mortgage Payoff |
| St. Edward's Episcopal Church Heat pumps/AC units in the amount of \$35,000, repairs to the church property in the amount of \$40,000 \$ 75,000 00 | 19699 | 4/5/2016 | \$75,000.00 | Seraph Foundation, Inc. | 953731 \$35,000 heat pumps/ac units; \$40,000 repairs to church property |
| Transitional Living Center (TLC) Assisting the Lancaster County Coalition to End Homelessness - Three Year Grant (Year One \$75,000, Year Two \$50,000; Year Three \$25,000) \$ 150,000.00 | 17968 | 11/4/2015 | \$75,000 00 | Seraph Foundation, Inc. | LCCEH - First Year \$75,000 |
| The Williams School Seraph Endowed Scholarship \$ 250,000 00 | 19696 | 4/20/2016 | \$125,000.00 | Seraph Foundation, Inc. | 956415 Seraph Endowed Scholarship |
| Grand Total (19 items) | | | <u>\$2,146,500.00</u> | | |