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Form 990-PF

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2017

Open to Public Inspection

For calendar year 2017, or tax year beginning 01-01-2017, and ending 12-31-2017

Name of foundation
THE SPECTER FOUNDATION

Number and street (or P.O. box number if mail is not delivered to street address)
718 MERION SQUARE ROAD

City or town, state or province, country, and ZIP or foreign postal code
GLADWYNE, PA 19035

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) \$ 14,717,805

J Accounting method

☒ Cash

☐ Accrual

☐ Other (specify) _____
(Part I, column (d) must be on cash basis)

A Employer identification number
38-7076393

B Telephone number (see instructions)
(610) 547-7345

C If exemption application is pending, check here

D 1. Foreign organizations, check here

D 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

Part I

Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	7,760,312		
	2 Check ☐ if the foundation is not required to attach Sch. B			
	3 Interest on savings and temporary cash investments	5,029	2,091	
	4 Dividends and interest from securities	85,988	83,780	
	5a Gross rents			
	b Net rental income or (loss)			
	6a Net gain or (loss) from sale of assets not on line 10	29,722		
	b Gross sales price for all assets on line 6a 309,657			
	7 Capital gain net income (from Part IV, line 2)		29,722	
	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)				
12 Total. Add lines 1 through 11	7,881,051	115,593		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0	0	0
	14 Other employee salaries and wages			
	15 Pension plans, employee benefits			
	16a Legal fees (attach schedule)			
	b Accounting fees (attach schedule)	6,140	3,070	3,070
	c Other professional fees (attach schedule)			
	17 Interest			
	18 Taxes (attach schedule) (see instructions)	33,725	33,725	0
	19 Depreciation (attach schedule) and depletion			
	20 Occupancy			
	21 Travel, conferences, and meetings			
	22 Printing and publications			
	23 Other expenses (attach schedule)	-4,036	1,203	0
	24 Total operating and administrative expenses. Add lines 13 through 23	35,829	37,998	3,070
	25 Contributions, gifts, grants paid	1,690,760		1,690,760
	26 Total expenses and disbursements. Add lines 24 and 25	1,726,589	37,998	1,693,830
	27 Subtract line 26 from line 12			
	a Excess of revenue over expenses and disbursements	6,154,462		
	b Net investment income (if negative, enter -0-)		77,595	
c Adjusted net income (if negative, enter -0-)				

For Paperwork Reduction Act Notice, see instructions.

Cat No 11289X

Form 990-PF (2017)

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value			
Assets	1	Cash—non-interest-bearing	339	339	339		
	2	Savings and temporary cash investments	2,990,008	3,939,273	3,939,273		
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____					
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____					
	5	Grants receivable					
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)					
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____					
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges					
	10a	Investments—U S and state government obligations (attach schedule)					
	b	Investments—corporate stock (attach schedule)					
	c	Investments—corporate bonds (attach schedule)					
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
	12	Investments—mortgage loans					
	13	Investments—other (attach schedule)					
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
15	Other assets (describe ▶ _____)	4,529,934	6,613,547	10,778,193			
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	7,520,281	10,553,159	14,717,805			
Liabilities	17	Accounts payable and accrued expenses					
	18	Grants payable					
	19	Deferred revenue					
	20	Loans from officers, directors, trustees, and other disqualified persons					
	21	Mortgages and other notes payable (attach schedule)					
	22	Other liabilities (describe ▶ _____)					
	23	Total liabilities (add lines 17 through 22)	0	0			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ☒ and complete lines 24 through 26 and lines 30 and 31.						
	24	Unrestricted	7,520,281	10,553,159			
	25	Temporarily restricted					
	26	Permanently restricted					
	Foundations that do not follow SFAS 117, check here ☐ and complete lines 27 through 31.						
	27	Capital stock, trust principal, or current funds					
	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)	7,520,281	10,553,159			
31	Total liabilities and net assets/fund balances (see instructions) .	7,520,281	10,553,159				

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	7,520,281
2	Enter amount from Part I, line 27a	2	6,154,462
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	13,674,743
5	Decreases not included in line 2 (itemize) ▶ _____	5	3,121,584
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	10,553,159

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a See Additional Data Table			
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(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 See Additional Data Table			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	29,722
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2016	1,638,109	5,453,650	0 300369
2015	709,237	6,256,861	0 113353
2014	316,764	5,396,037	0 058703
2013	221,513	4,992,398	0 044370
2012	0	4,925,000	0 000000
2 Total of line 1, column (d)			2 0 516795
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 103359
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			4 7,370,516
5 Multiply line 4 by line 3			5 761,809
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 776
7 Add lines 5 and 6			7 762,585
8 Enter qualifying distributions from Part XII, line 4			8 1,693,830

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 ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1	776
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2.	3	776
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	776
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	29,199
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	0
7	Total credits and payments. Add lines 6a through 6d.	7	29,199
8	Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	0
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	28,423
11	Enter the amount of line 10 to be Credited to 2018 estimated tax ☐ 28,423 Refunded ☐	11	0

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for 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>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☐ \$ 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>	2	No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ PA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i> .	8b	Yes
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the taxable year beginning in 2017 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	Yes	
14	The books are in care of ▶ SHANIN AND TRACEY SPECTER Telephone no ▶ (215) 772-1000			

Located at **▶** 718 MERION SQ RD GLADWYNE PAZIP+4 **▶** 19035

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ☐ and enter the amount of tax-exempt interest received or accrued during the year ▶ 15			
16	At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). If "Yes," enter the name of the foreign country ▶	16	Yes	No

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.**

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? ☐ Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐	1b		
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 2017? ☐	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? ☐ Yes ☒ No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions). ☐	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2017 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 2017). ☐	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017?	4b		No

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions).	☐ Yes ☒ No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	5b		
	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		
	<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		No
	<i>If "Yes" to 6b, file Form 8870</i>			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
SHANIN SPECTER 718 MERION SQUARE ROAD GLADWYNE, PA 19035	TRUSTEE 0 00	0	0	0
TRACEY SPECTER 718 MERION SQUARE ROAD GLADWYNE, PA 19035	TRUSTEE 0 00	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	Title, and average hours per week (b) devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
NONE				
Total number of other employees paid over \$50,000.				0
3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."				
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation		
NONE				
Total number of others receiving over \$50,000 for professional services.				0

Part IX-A Summary of Direct Charitable Activities	
List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1	
2	
3	
4	
Part IX-B Summary of Program-Related Investments (see instructions)	
Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities.	1a	5,369,788
b	Average of monthly cash balances.	1b	2,112,969
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	7,482,757
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	7,482,757
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	112,241
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	7,370,516
6	Minimum investment return. Enter 5% of line 5.	6	368,526

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	368,526
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	776
b	Income tax for 2017 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	776
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	367,750
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	367,750
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	367,750

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	1,693,830
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	1,693,830
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	776
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,693,054

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 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				367,750
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2017				
a From 2012.				
b From 2013.				
c From 2014. 37,937				
d From 2015. 398,410				
e From 2016. 1,381,028				
f Total of lines 3a through e.	1,817,375			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ 1,693,830				
a Applied to 2016, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2017 distributable amount.				367,750
e Remaining amount distributed out of corpus	1,326,080			
5 Excess distributions carryover applied to 2017 (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	3,143,455			
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 2016 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).	0			
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions).	0			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	3,143,455			
10 Analysis of line 9				
a Excess from 2013.				
b Excess from 2014. 37,937				
c Excess from 2015. 398,410				
d Excess from 2016. 1,381,028				
e Excess from 2017. 1,326,080				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2017, enter the date of the ruling. ▶

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

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

	Tax year	Prior 3 years			(e) Total
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	
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 organization had \$5,000 or more in assets at any time during the year—see instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))
See Additional Data Table

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

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number or email 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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total			3a	1,690,760
b <i>Approved for future payment</i>				
Total			3b	0

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2017)

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	1a(1)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.			

(a) Line No	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

b If "Yes," complete the following schedule

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

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.		
	*****	2018-05-09	*****
	Signature of officer or trustee	Date	Title

May the IRS discuss this return with the preparer shown below (see instr)? ☒ Yes ☐ No
--

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☒	PTIN
	MICHAEL S KEHOE CPA		2018-05-08		P00096004
	Firm's name BAKER TILLY VIRCHOW KRAUSE LLP				Firm's EIN 39-0859910
Firm's address 1650 MARKET STREET SUITE 4500 PHILADELPHIA, PA 191037341					Phone no (215) 972-0701

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
DELAWARE RIVER PA JT TOLL BRID SER A REV	P	2013-02-06	2017-07-01
LOWER MERION TWP PA SER A GO	P	2013-02-25	2017-04-01
PENNSYLVANIA ST HIGHER EDL UNIV OF PA SER A REV BONDS	P	2013-02-25	2017-09-01
SPDR MIDCAP TRUST SERIES 1 ETF	P	2009-05-13	2017-04-28
SPDR MIDCAP TRUST SERIES 1 ETF	P	2009-05-13	2017-07-31
SPDR MIDCAP TRUST SERIES 1 ETF	P	2009-05-13	2017-10-31
TEXAS ST TRANSPRTN COMMISSION FIRST TIER REV CALL4/1/17@10	P	2013-02-19	2017-04-01
USA TREASURY NOTES 00 625% DUE 11/30/2017	P	2016-03-10	2017-11-30
WESTTOWN TWP PA GO CALL 06/15/2017@100	P	2013-02-22	2017-12-15
CAPITAL GAINS DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
15,000		15,000	0
55,000		55,000	0
60,000		60,000	0
186		59	127
81		25	56
326		97	229
50,000		50,000	0
50,000		49,754	246
50,000		50,000	0
29,064			29,064

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			0
			0
			0
			127
			56
			229
			0
			246
			0
			29,064

Form 990PF Part XV Line 1a - 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).

SHANIN SPECTER
TRACEY SPECTER

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CAMBRIDGE IN AMERICA 292 MADISON AVENUE 8TH FLOOR NEW YORK, NY 10017	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	200,000
INNOVATION AFRICA 520 8TH AVENUE 15TH FLOOR NEW YORK, NY 10018	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	1,000
US SQUASH 555 EIGHTH AVENUE SUITE 1102 NEW YORK, NY 10018	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	10,000
MOUNT HOLYOKE COLLEGE C/O OFFICE OF ADVANCEMENT 50 COLLEGE ST SOUTH HADLEY, MA 01075	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	500
BROOKLYN PUBLIC LIBRARY 10 GRAND ARMY PLAZA BROOKLYN, NY 11238	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	1,000
Total 				1,690,760
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
IMAJNZ FOUNDATION7254 WILLOW LN AMBLER, PA 19002	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	200
THE JUNIOR LEAGUE OF PHILADELPHIA INC 27 W LANCASTER AVE ARDMORE, PA 19003	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	500
JEWISH RELIEF AGENCY 200 MONUMENT ROAD SUITE 8 BALA CYNWYD, PA 19004	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	1,000
DRUEDING CENTER PROJECT RAINBOW 521 MOREDON ROAD HUNTINGDON VALLEY, PA 19006	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	20,000
JACK M BARRACK HEBREW ACADEMY ATTN RANDI BUTOW DEVELOPMENT OFFICE 272 S BRYN MAWR AVE BRYN MAWR, PA 19010	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	3,600
Total ► 3a				1,690,760

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
PRESBYTERIAN CHILDREN'S VILLAGE DEVELOPMENT OFFICE 452 SOUTH ROBERTS ROAD ROSEMONT, PA 19010	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	500
ELDERNET OF LOWER MERIONNARBERTH BRYN MAWR COMMUNITY BUILDING 9 SOUTH BRYN MAWR AVENUE BRYN MAWR, PA 19010	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	250
WOMENS CENTER OF MONTGOMERY COUNTY 8080 OLD YORK RD SUITE 200 ELKINS PARK, PA 19027	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	500
OROT7601 OLD YORK ROAD MELROSE PARK, PA 19027	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	2,500
OROT7601 OLD YORK ROAD MELROSE PARK, PA 19027	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	3,600
Total 				1,690,760
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
RIVERBEND1950 SPRING MILL ROAD GLADWYNE, PA 19035	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	500
BRIDLEWILD TRAILS ASSOCIATION PO BOX 368 GLADWYNE, PA 19035	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	500
LOWER MERION CONSERVANCY 1301 ROSE GLEN ROAD GLADWYNE, PA 19035	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	500
HAVERFORD COLLEGE 370 LANCASTER AVE HAVERFORD, PA 19041	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	10,000
THEATRE ARIELPO BOX 033 MERION STATION, PA 19066	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	500
Total ▶ 3a				1,690,760

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CHABAD OF THE MAIN LINE 625 MONTGOMERY AVENUE MERLON STATION, PA 19066	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	1,000
HAR ZION TEMPLE 1500 HAGYS FORD RD PENN VALLEY, PA 19072	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	5,000
HAR ZION TEMPLE 1500 HAGYS FORD RD PENN VALLEY, PA 19072	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	2,500
SEEDS OF PEACE C/O ROBIN GORDON 1317 VALLEY ROAD VILLANOVA, PA 19085	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	1,250
PERELMAN JEWISH DAY SCHOOL 49 HAVERFORD RD WYNNEWOOD, PA 19096	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	100,000
Total 				1,690,760
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
PERELMAN JEWISH DAY SCHOOL 49 HAVERFORD RD WYNNEWOOD, PA 19096	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	1,000,000
TWCMPAPO BOX 7646 PHILADELPHIA, PA 19101	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	1,500
UNIVERSITY OF THE ARTS 320 S BROAD ST PHILADELPHIA, PA 19102	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	1,250
CEASEFIRE PENNSYLVANIA EDUCATION FUND PO BOX 60095 PHILADELPHIA, PA 19102	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	1,000
MACCABI USASPORTS FOR ISRAEL 1511 WALNUT STREET SUITE 401 PHILADELPHIA, PA 19102	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	6,000
Total ► 3a				1,690,760

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
PHILADELPHIA HORTICULTURAL SOCIETY 100 N 20TH STREET 5TH FLOOR PHILADELPHIA, PA 19103	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	1,000
KORESH DANCE COMPANY 2002 RITTENHOUSE SQUARE PHILADELPHIA, PA 19103	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	1,000
JFCS (JEWISH FAMILY AND CHILD SERVICES) 2100 ARCH STREET PHILADELPHIA, PA 19103	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	1,000
JEWISH FEDERATION OF GREATER PHILADELPHIA 2100 ARCH STREET 5TH FLOOR PHILADELPHIA, PA 19103	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	10,000
JEWISH FEDERATION OF GREATER PHILADELPHIA 2100 ARCH STREET 5TH FLOOR PHILADELPHIA, PA 19103	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	2,500
Total ► 3a				1,690,760

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
JEWISH FEDERATION OF GREATER PHILADELPHIA 2100 ARCH STREET 5TH FLOOR PHILADELPHIA, PA 19103	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	2,000
CITIZENS FOR CHILDREN AND YOUTH (1709 BENJAMIN FRANKLIN PARKWAY SIXTH FLOOR PHILADELPHIA, PA 19103	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	2,500
FEDERATION OF GREATER PHILADELPHIA 2100 ARCH STREET PHILADELPHIA, PA 19103	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	30,000
PENN HILLEL215 S 39TH STREET PHILADELPHIA, PA 19104	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	3,600
CHOP3401 CIVIC CENTER BLVD PHILADELPHIA, PA 19104	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	2,500
Total ► 3a				1,690,760

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
PHILADELPHIA ZOO3400 W GIRARD AVE PHILADELPHIA, PA 19104	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	5,000
UNIVERSITY OF PENNSYLVANIA UNIVERSITY OF PENNSYLVANIA GIFTS ACCOUNTING ADMINISTRATION 3451 WALN PHILADELPHIA, PA 19104	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	1,000
UNIVERSITY OF PENNSYLVANIA UNIVERSITY OF PENNSYLVANIA GIFTS ACCOUNTING ADMINISTRATION 3451 WALN PHILADELPHIA, PA 19104	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	6,000
PEOPLE'S EMERGENCY CENTER 325 N 39TH STREET PHILADELPHIA, PA 19104	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	1,000
NMAJH 101 SOUTH INDEPENDENCE MALL EAST PHILADELPHIA, PA 19106	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	15,000
Total ▶ 3a				1,690,760

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
PHILADELPHIA THEATRE COMPANY 215 S BROAD STREET SUITE 304 PHILADELPHIA, PA 19107	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	5,000
HABITAT FOR HUMANITY PHILADELPHIA 1829 N 19TH STREET PHILADELPHIA, PA 19121	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	1,000
STEPPINGSTONE SCHOLARS 1301 CECIL B MOORE AVE RITTER ANNEX 459 PHILADELPHIA, PA 19122	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	1,000
CHILDREN'S CRISIS TREATMENT CENTER (CCTC) 1080 NORTH DELAWARE AVE SUITE 600 PHILADELPHIA, PA 19125	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	1,500
SHARE FOOD PROGRAM INC 2901 W HUNTING PARK AVE PHILADELPHIA, PA 19129	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	5,000
Total ▶ 3a				1,690,760

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
MATERNITY CARE COALITION 2000 HAMILTON ST STE 205 PHILADELPHIA, PA 19130	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	1,000
GREATER PHILADELPHIA COALITION AGAINST HUNGER 1725 FAIRMONT AVE UNIT 102 PHILADELPHIA, PA 19130	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	5,000
MATERNITY CARE COALITION 2000 HAMILTON ST STE 205 PHILADELPHIA, PA 19130	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	1,000
CANCER SUPPORT COMMUNITY OF PHILADELPHIA 4100 CHAMOUNIX DRIVE PHILADELPHIA, PA 19131	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	1,000
CANCER SUPPORT COMMUNITY OF PHILADELPHIA 4100 CHAMOUNIX DRIVE PHILADELPHIA, PA 19131	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	500
Total 3a				1,690,760

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
PENNSYLVANIA SPCA 350 E ERIE AVENUE PHILADELPHIA, PA 19134	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	1,500
PENNSYLVANIA SPCA 350 E ERIE AVENUE PHILADELPHIA, PA 19134	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	1,000
PHILADELPHIA UNIVERSITY 4201 HENRY AVENUE PHILADELPHIA, PA 19144	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	10,000
PHILADELPHIA UNIVERSITY 4201 HENRY AVENUE PHILADELPHIA, PA 19144	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	10,000
WILLIAM PENN CHARTER SCHOOL 3000 W SCHOOL HOUSE LN PHILADELPHIA, PA 19144	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	10,000
Total 				3a 1,690,760

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE FRIENDSHIP CIRCLE 754 SOUTH 9TH ST PHILADELPHIA, PA 19147	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	1,000
THE ROCK SCHOOL FOR DANCE EDUCATION 1101 SOUTH BROAD STREET PHILADELPHIA, PA 19147	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	1,000
DELAWARE VALLEY FRIENDS SCHOOL 19 E CENTRAL AVE PAOLI, PA 19301	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	2,500
DVFS19 E CENTRAL AVE PAOLI, PA 19301	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	10,000
MISSION KIDS CHILD ADVOCACY CENTER OF MONTGOMERY COUNTY PO BOX 413 BLUE BELL, PA 19422	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	1,000
Total ► 3a				1,690,760

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
AMERICAN SUPPORT FOR ISRAEL PO BOX 3263 WASHINGTON, DC 20010	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	15,000
SQUASHBONDPO BOX 3263 WASHINGTON, DC 20010	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	1,410
FRIENDS OF YEMIN ORDE 4340 EAST-WEST HWY SUITE 202 BETHESDA, MD 20814	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	1,000
BRANDEIS UNIVERSITY OFFICE OF ADVANCEMENT 415 SOUTH STREET WALTHAM, MA 02454	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	60,000
BIRTHRIGHT ISRAEL FOUNDATION 661 HIGHLAND AVENUE SUITE 103H NEEDHAM, MA 02494	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	32,100
Total ► 3a				1,690,760

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
AMERICAN HEBREW ACADEMY 4334 HOBBS RD GREENSBORO, NC 27410	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	2,500
AMERICAN HEBREW ACADEMY 4334 HOBBS RD GREENSBORO, NC 27410	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	500
ALZHEIMER'S ASSOCIATION 225 N MICHIGAN AVE FLOOR 17 CHICAGO, IL 60601	NONE	PUBLIC CHARITY	TO	1,000
MAZON A JEWISH RESPONSE TO HUNGER 10850 WILSHIRE BLVD SUITE 400 LOS ANGELES, CA 90024	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	500
USC SHOAH FOUNDATION 650 WEST 35TH STREET SUITE 114 LOS ANGELES, CA 90089	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	10,000
Total 				1,690,760
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
UC HASTINGS COLLEGE OF THE LAW 200 MCALLISTER ST SAN FRANCISCO, CA 94102	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	10,000
BUILD335 POWELL ST SAN FRANCISCO, CA 94102	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	1,000
STANFORD LAW SCHOOL 559 NATHAN ABBOTT WAY STANFORD, CA 94305	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	10,000
SQUASHDRIVE INCPO BOX 99165 EMERYVILLE, CA 94662	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	5,000
UC BERKELEY SCHOOL OF LAW 215 BOALT HALL BERKELEY, CA 94720	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING BUDGET	10,000
Total ▶ 3a				1,690,760

TY 2017 Accounting Fees Schedule**Name:** THE SPECTER FOUNDATION**EIN:** 38-7076393**Accounting Fees Schedule**

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION FEES	6,140	3,070		3,070

TY 2017 Other Assets Schedule

Name: THE SPECTER FOUNDATION

EIN: 38-7076393

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
VITTORIA OFFSHORE FUND LTD	825,000	837,020	1,083,687
MUNICIPAL BONDS	254,402	0	0
LARGE CAP STOCK	637,007	637,007	1,007,396
HIGH DIVIDEND EQUITIES	265,164	265,164	375,997
MID CAP STOCK	359,499	787,252	1,466,066
SMALL CAP STOCK	292,618	1,199,020	3,052,063
ENERGY RELATED STOCK	221,713	221,713	245,684
DEVELOPED INTERNATIONAL STOCK	723,318	1,349,581	2,067,828
EMERGING MARKET STOCK	445,819	861,150	1,094,271
MASTER LIMITED PARTNERSHIPS	176,246	176,246	109,880
US GOVERNMENT BONDS	200,852	151,098	149,149
US GOVERNMENT AGENCY BONDS	49,937	49,937	49,583
TAXABLE MUNICIPAL BONDS	24,969	24,969	24,721
CORPORATE BONDS	53,390	53,390	51,868

TY 2017 Other Decreases Schedule

Name: THE SPECTER FOUNDATION
EIN: 38-7076393

Description	Amount
EXCESS OF FMV OVER DONOR'S COST BASIS OF SECURITIES CONTRIBUTED	3,121,584

TY 2017 Other Expenses Schedule**Name:** THE SPECTER FOUNDATION**EIN:** 38-7076393**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT EXPENSES	1,225	1,203		0
OTHER FEES	-5,261	0		0

TY 2017 Taxes Schedule**Name:** THE SPECTER FOUNDATION**EIN:** 38-7076393

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES PAID	1,725	1,725		0
FEDERAL TAXES	32,000	32,000		0

Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service	Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF ▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990	OMB No 1545-0047 2017
	Name of the organization THE SPECTER FOUNDATION	Employer identification number 38-7076393

Organization type (check one)

Filers of:	Section:
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 other 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 33¹/₃% 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. Don't 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 isn't covered by the General Rule and/or the Special Rules doesn't 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 990PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization THE SPECTER FOUNDATION	Employer identification number 38-7076393
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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	SHANIN SPECTER 718 MERION SQUARE ROAD GLADWYNE, PA19035	\$ 7,760,312	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization THE SPECTER FOUNDATION	Employer identification number 38-7076393
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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 information once. See instructions.) ► \$ _____ Use duplicate copies of Part III if additional space is needed
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(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	