

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.

▶ Go to www.irs.gov/Form990PF for instructions and the latest information.

OMB No 1545-0052

2018

Open to Public Inspection

For calendar year 2018 or tax year beginning

, and ending

Name of foundation HENRY DOLFINGER 2 TRUST UW		A Employer identification number 23-6207346
Number and street (or P.O. box number if mail is not delivered to street address) DUANE MORRIS LLP, 30 S. 17TH ST.	Room/suite	B Telephone number 215-979-1973
City or town, state or province, country, and ZIP or foreign postal code PHILADELPHIA, PA 19103-4196		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1 Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 17,139,927.	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	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))		(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				N/A	
2 Check ☒ if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		303,705.	303,705.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		622,047.			
b Gross sales price for all assets on line 6a		521,914.			
7 Capital gain net income (from Part IV, line 2)			622,047.		
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)					
11 Other income		322,745.	322,745.		STATEMENT 2
12 Total. Add lines 1 through 11		1,248,497.	1,248,497.		
13 Compensation of officers, directors, trustees, etc.		83,124.	0.		16,624.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees STMT 3		57,066.	28,533.		28,533.
b Accounting fees					
c Other professional fees STMT 4		150,489.	60,489.		81,000.
17 Interest					
18 Taxes STMT 5		26,203.	0.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses					
24 Total operating and administrative expenses. Add lines 13 through 23		316,882.	89,022.		126,157.
25 Contributions, gifts, grants paid		806,250.			806,250.
26 Total expenses and disbursements. Add lines 24 and 25		1,123,132.	89,022.		932,407.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		125,365.			
b Net investment income (if negative, enter -0-)			1,159,475.		
c Adjusted net income (if negative, enter -0-)				N/A	

Part II Balance Sheets		Beginning of year	End of year	
			(a) Book Value	(b) Book Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	185,198.	130,384.	130,385.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 6	13,985,894.	13,973,407.	14,978,931.
	c Investments - corporate bonds STMT 7	9,230.	9,520.	4,900.
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 8	511,707.	551,515.	681,759.
	14 Land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation ▶			
	15 Other assets (describe ▶)	1,199,888.	1,352,456.	1,343,952.
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	15,891,917.	16,017,282.	17,139,927.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
Net Assets or Fund Balances	23 Total liabilities (add lines 17 through 22)	0.	0.	
	Foundations that follow SFAS 117, check here ▶ ☐			
	and complete lines 24 through 26, and lines 30 and 31			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	18,250,482.	18,250,482.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.	
Net Assets or Fund Balances	29 Retained earnings, accumulated income, endowment, or other funds	-2,358,565.	-2,233,200.	
	30 Total net assets or fund balances	15,891,917.	16,017,282.	
	31 Total liabilities and net assets/fund balances	15,891,917.	16,017,282.	

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	15,891,917.
2 Enter amount from Part I, line 27a	2	125,365.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	16,017,282.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	16,017,282.

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

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e	521,914.		622,047.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.

(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			622,047.

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	622,047.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	}	3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation doesn't 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))
2017	908,202.	18,191,114.	.049926
2016	896,369.	17,147,067.	.052275
2015	917,480.	18,523,821.	.049530
2014	910,995.	19,521,334.	.046667
2013	921,581.	19,042,691.	.048396

2 Total of line 1, column (d)	2	.246794
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years	3	.049359
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	18,515,108.
5 Multiply line 4 by line 3	5	913,887.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	11,595.
7 Add lines 5 and 6	7	925,482.
8 Enter qualifying distributions from Part XII, line 4	8	932,407.

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	11,595.
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	11,595.
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	11,595.
6 Credits/Payments:			
a 2018 estimated tax payments and 2017 overpayment credited to 2018	6a	10,560.	
b Exempt foreign organizations - tax withheld at source	6b	0.	
c Tax paid with application for extension of time to file (Form 8868)	6c	1,000.	
d Backup withholding erroneously withheld	6d	0.	
7 Total credits and payments. Add lines 6a through 6d	7	11,560.	
8 Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	31.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	66.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2019 estimated tax ☐ Refunded ☒	11		

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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition. If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
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?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions. PA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2018 or the tax year beginning in 2018? See the instructions for Part XIV. If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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Part VII-A Statements Regarding Activities (continued)

	Yes	No
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		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		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	X	
14 The books are in care of DUANE MORRIS LLP Telephone no. 215-979-1769 Located at 30 SOUTH 17TH STREET, PHILADELPHIA, PA ZIP+4 19103		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here and enter the amount of tax-exempt interest received or accrued during the year 15 N/A		
16 At any time during calendar year 2018, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country N/A		X

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

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

	Yes	No
1a During the year, did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ 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 N/A		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2018?		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 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? If "Yes," list the years N/A	☐ Yes ☒ No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A		
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 ☒ No	
b If "Yes," did it have excess business holdings in 2018 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 2018.) N/A		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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 2018?		X

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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

N/A

Organizations relying on a current notice regarding disaster assistance, check here

☒

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

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

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

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

☐ Yes ☒ No

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

N/A

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

8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?

☐ Yes ☒ No**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, and foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SHELDON BONOVIKZ, ESQ. DM LLP, 30 SOUTH 17TH STREET PHILADELPHIA, PA 19103	CO-TRUSTEE 2.00	41,562.	0.	0.
DAVID LODER, ESQ. DM LLP, 30 SOUTH 17TH STREET PHILADELPHIA, PA 19103	CO-TRUSTEE 2.00	41,562.	0.	0.

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

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

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

0

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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	18,797,064.
b	Average of monthly cash balances	1b	
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	18,797,064.
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	18,797,064.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	281,956.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	18,515,108.
6	Minimum investment return. Enter 5% of line 5	6	925,755.

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	925,755.
2a	Tax on investment income for 2018 from Part VI, line 5	2a	11,595.
b	Income tax for 2018. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	11,595.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	914,160.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	914,160.
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	914,160.

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	932,407.
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	932,407.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	11,595.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	920,812.

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.

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7				914,160.
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2018:				
a From 2013				
b From 2014				
c From 2015	9,108.			
d From 2016	43,280.			
e From 2017	19,706.			
f Total of lines 3a through e	72,094.			
4 Qualifying distributions for 2018 from Part XII, line 4: ► \$ 932,407.				
a Applied to 2017, 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 2018 distributable amount				914,160.
e Remaining amount distributed out of corpus	18,247.			
5 Excess distributions carryover applied to 2018 (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	90,341.			
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 2017. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2018. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2019				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 2013 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2019 Subtract lines 7 and 8 from line 6a	90,341.			
10 Analysis of line 9:				
a Excess from 2014				
b Excess from 2015	9,108.			
c Excess from 2016	43,280.			
d Excess from 2017	19,706.			
e Excess from 2018	18,247.			

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 ATTACHED SCHEDULE	NONE	PUBLIC	GENERAL	806,250.
Total			3a	806,250.
b Approved for future payment				
NONE				
Total			3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income	
		(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		
1 Program service revenue:							
a _____							
b _____							
c _____							
d _____							
e _____							
f _____							
g Fees and contracts from government agencies							
2 Membership dues and assessments							
3 Interest on savings and temporary cash investments							
4 Dividends and interest from securities				14	303,705.		
5 Net rental income or (loss) from real estate:							
a Debt-financed property							
b Not debt-financed property							
6 Net rental income or (loss) from personal property							
7 Other investment income				14	322,745.		
8 Gain or (loss) from sales of assets other than inventory				18	622,047.		
9 Net income or (loss) from special events							
10 Gross profit or (loss) from sales of inventory							
11 Other revenue:							
a _____							
b _____							
c _____							
d _____							
e _____							
12 Subtotal. Add columns (b), (d), and (e)			0.		1,248,497.	0.	
13 Total. Add line 12, columns (b), (d), and (e)						1,248,497.	

(See worksheet in line 13 instructions to verify calculations.)

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

[illegible]

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) (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) | X |
| (2) Other assets | | 1a(2) | X |
| b Other transactions: | | | |
| (1) Sales of assets to a noncharitable exempt organization | | 1b(1) | X |
| (2) Purchases of assets from a noncharitable exempt organization | | 1b(2) | X |
| (3) Rental of facilities, equipment, or other assets | | 1b(3) | X |
| (4) Reimbursement arrangements | | 1b(4) | X |
| (5) Loans or loan guarantees | | 1b(5) | X |
| (6) Performance of services or membership or fundraising solicitations | | 1b(6) | X |
| c Sharing of facilities, equipment, mailing lists, other assets, or paid employees | | 1c | X |
| 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. | | | |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (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
N/A		

**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.

Signature of officer or trustee

Date _____

TRUSTEE

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

BARBARA A.
RUTH-COOK

~~Preparer's signature~~

Date _____

09/12/19

Check ☐
self-employed

PTIN

P01066743

Firm's name ► DUANE MORRIS LLP

Firm's EIN ▶ 23-1392502

Firm's address ► 30 SOUTH 17TH STREET
PHILADELPHIA, PA 19103-4196

Phone no. 215-979-1640

HENRY DOLFINGER 2 TRUST UW

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	FIDELITY INVESTMENTS	P	VARIOUS	12/31/18
b	PNC ADVISORS	P	VARIOUS	12/31/18
c	WELLS FARGO #3144	P	VARIOUS	12/31/18
d	JP MORGAN #8270	P	VARIOUS	12/31/18
e	JP MORGAN #8268	P	VARIOUS	12/31/18
f	BASIS ADJ FOR PTP SALES	P	VARIOUS	12/31/18
g	CAPITAL GAINS DIVIDENDS			
h				
i				
j				
k				
l				
m				
n				
o				

(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			38,226.
b			1,264.
c			4,317.
d			-10,245.
e			35,759.
f			30,812.
g	521,914.		521,914.
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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			38,226.
b			1,264.
c			4,317.
d			-10,245.
e			35,759.
f			30,812.
g			521,914.
h			
i			
j			
k			
l			
m			
n			
o			

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	622,047.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

FORM 990-PF

DIVIDENDS AND INTEREST FROM SECURITIES

STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
FIDELITY INVESTMENTS	779,004.	520,787.	258,217.	258,217.	
JO MORGAN #8268	2,579.	0.	2,579.	2,579.	
JP MORGAN #8270	12,856.	1,127.	11,729.	11,729.	
PNC ADVISORS	22,741.	0.	22,741.	22,741.	
WELLS FARGO #2975-3144	7,974.	0.	7,974.	7,974.	
WELLS FARGO #8291-4660	465.	0.	465.	465.	
TO PART I, LINE 4	825,619.	521,914.	303,705.	303,705.	

FORM 990-PF

OTHER INCOME

STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
LBC CREDIT PARTNERS	19,052.	19,052.	
LLR EQUITY PARTNERS III	126,679.	126,679.	
LLR EQUITY PARTNERS II	64,430.	64,430.	
LBC CREDIT PARTNERS II	-7,915.	-7,915.	
VERSA CAPITAL FUND II-A	41,893.	41,893.	
LUBERT-ADLER RE FUND V	-9,159.	-9,159.	
LUBERT-ADLER RE FUND IV	-1,679.	-1,679.	
LLR EQUITY PARTNERS IV	114,491.	114,491.	
ENTERPRISE PRODUCTS PARTNERS	-3,517.	-3,517.	
ENERGY TRANSFER OPERATING	-2,647.	-2,647.	
ENERGY TRANSFER LP	-6,331.	-6,331.	
EQM MIDSTREAM PARTNERS	-1,160.	-1,160.	
ANDEAVOR LOGISTICS	-906.	-906.	
MPLX LP	-4,916.	-4,916.	
SHELL MIDSTREAM PARTNERS	-587.	-587.	
KKR & CO LP	5,081.	5,081.	
PHILLIPS 66 PARTNERS LP	-48.	-48.	
AP ALTERNATIVE ASSETS	0.	0.	
MAGELLAN MIDSTREAM PARTNERS	-707.	-707.	
OAKTREE CAPITAL GROUP	2,619.	2,619.	
WESTERN GAS PARTNERS	-5,212.	-5,212.	
SPECTRA ENERGY	-2,198.	-2,198.	
PLAINS ALL AMERICAN PIPELINE	-3,457.	-3,457.	
DOMINION RESOURCES	-617.	-617.	
WILLIAMS PARTNERS	-610.	-610.	
CNX	44.	44.	
VALERO ENERGY PARTNERS	-447.	-447.	
THE BLACKSTONE GROUP	5,415.	5,415.	
BP MIDSTREAM PARTNERS	-519.	-519.	
CARLYLE GROUP	1,894.	1,894.	
VIPER ENERGY PARTNERS	581.	581.	
LLR EQUITY V	-6,779.	-6,779.	
ARES MANAGEMENT	666.	666.	
NOBLE MIDSTREAM PARTNERS	-232.	-232.	
HI-CRUSH PARTNERS LP	-457.	-457.	
TOTAL TO FORM 990-PF, PART I, LINE 11	322,745.	322,745.	

FORM 990-PF

LEGAL FEES

STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DUANE MORRIS LEGAL & ACCTG FEES	57,066.	28,533.		28,533.
TO FM 990-PF, PG 1, LN 16A	57,066.	28,533.		28,533.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PNC ADVISORS	2,000.	2,000.		0.
INVESTMENT ADVISORY FEES	58,489.	58,489.		0.
DUANE MORRIS ADMINISTRATION FEES	90,000.	0.		81,000.
TO FORM 990-PF, PG 1, LN 16C	150,489.	60,489.		81,000.

FORM 990-PF

TAXES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX	19,198.	0.		0.
FOREIGN TAXES PAID	7,005.	0.		0.
TO FORM 990-PF, PG 1, LN 18	26,203.	0.		0.

FORM 990-PF

CORPORATE STOCK

STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
AEROJET ROCKETDYNE HLDG	8,760.	14,832.
AIP MULTI STRATEGY FD P40 ACT REGISTERED	993,605.	988,647.
ALLY FINANCIAL INC	12,022.	10,378.
ARES MANAGEMENT LP	57,488.	53,091.
BLACKROCK LOW DURATION	910,786.	964,803.
DFA EMERGING MARKETS CORE EQ I	283,703.	397,232.
DFA GLOBAL REAL ESTATE SECS	425,075.	463,008.
DFA INTL LARGE CAP	318,568.	321,994.
DFA INTL SMALL CAP GROWTH	175,497.	145,634.
DFA INTL SMALL CAP VALUE	371,064.	376,372.
DFA INTL VALUE	701,273.	598,256.
DFA ONE YEAR FIXED INCOME	1,186,888.	1,187,585.
DFA SHORT-TERM GOVERNMENT	1,285,649.	1,255,185.
DFA US LARGE CAP VALUE	567,470.	721,208.
DFA US MICRO CAP I	168,291.	208,134.
DFA US SMALL CAP GROWTH	257,302.	243,410.
DFA US SMALL CAP VALUE	203,785.	306,523.
DODGE & COX STOCK	652,488.	724,844.
FIRST EAGLE OVERSEAS CL I	391,633.	489,157.
FIRSTHAND TECHNOLOGY VALUE FD	45,397.	33,219.
GILEAD SCIENCES	8,922.	8,194.
HERCULES CAP	47,842.	46,344.
HOTCHKIS & WILEY MID CAP VALUE	305,143.	378,300.
IVY MID CAP GROWTH I	588,010.	642,003.
KKR & CO	127,859.	124,160.
METROPOLITAN WEST TOTAL RETURN BOND	669,818.	761,794.
MORGAN STANLEY EMERGING MKTS	383,866.	427,190.
MORGAN STANLEY INTL EQUITY	381,589.	369,874.
NEW MOUNTAIN FINANCE	1,910.	1,937.
NUVEEN MORTGAGE OPPORTUNITY TERM FD 2	25,509.	25,074.
NUVEEN MORTGAGE OPPORTUNITY TERM FD	22,805.	22,127.
ONEOK INC	19,134.	19,854.
ROSEHILL RESOURCES	12,501.	4,313.
ROYCE OPPORTUNITY	241,363.	266,458.
TEX PAC LAND TR SUB SH	11,349.	15,166.
VANGUARD SMALL CAP VALUE	90,338.	91,205.
VIPER ENERGY	15,931.	24,556.
WILLIAM BLAIR LARGE CAP GROWTH	921,660.	1,087,832.
WILLIAM BLAIR SMALL CAP GROWTH	274,169.	284,951.
SEGALL BRYANT HAMILL MIDCAP VAL DIV INSTL	355,187.	418,851.
SEGALL BRYANT HAMILL FDMTL SM CP INSTL	138,262.	166,452.
ATHENE HOLDING LTD	0.	10,515.
EOG RES INC	9,582.	8,111.
EQUITRANS MIDSTREAM	28,577.	26,006.
GREENLIGHT CAPITAL	36,882.	25,369.
INSTALLED BUILDINE PRODUCTS INC	10,013.	10,983.
INVESCO EXCHANGE TRADED FUND	56,546.	57,228.
KINDER MORGAN INC	44,107.	37,573.
ROYAL GOLD INC	10,358.	10,107.
XPO LOGISTICS INC	18,697.	21,504.
ENBRIDGE INC	34,466.	25,890.
KINDER MORGAN INC	14,824.	12,735.

HENRY DOLFINGER 2 TRUST UW		23-6207346
KKR & CO INC	11,586.	13,525.
WILLIAMS COMPANIES	37,858.	29,238.
TOTAL TO FORM 990-PF, PART II, LINE 10B	13,973,407.	14,978,931.

FORM 990-PF	CORPORATE BONDS	STATEMENT 7
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BRISTOW GRP INC SR UNSECURED	9,520.	4,900.
TOTAL TO FORM 990-PF, PART II, LINE 10C	9,520.	4,900.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 8	
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ANDEAVOR LOGISTICS LP	COST	2,081.	14,621.
BP MIDSTREAM PARTNERS LP	COST	28,591.	25,796.
THE CARLYLE GROUP LP	COST	36,281.	33,784.
CNX MIDSTREAM	COST	10,206.	15,059.
ENERGY TRANSFER LP	COST	47,932.	61,942.
ENTERPRISE PRODUCTS PARTNERS	COST	57,114.	87,540.
EQM MIDSTREAM PARTNERS	COST	16,195.	37,930.
MAGELLAN MIDSTREAM	COST	39,080.	46,447.
MPLX LP	COST	31,675.	52,510.
OAKTREE CAPITAL	COST	29,777.	26,315.
PHILLIPS 66 PARTNERS	COST	7,934.	26,150.
PLAINS ALL AMERICAN PIPELINE	COST	52,216.	51,463.
THE BLACKSTONE GROUP	COST	114,125.	122,549.
WESTERN GAS PARTNERS	COST	32,129.	42,230.
NOBLE MIDSTREAM PARTNERS	COST	21,523.	18,371.
SHELL MIDSTREAM PARTNERS	COST	24,656.	19,052.
TOTAL TO FORM 990-PF, PART II, LINE 13		551,515.	681,759.

FORM 990-PF

OTHER ASSETS

STATEMENT 9

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
LLR EQUITY PARTNERS II	200,468.	185,176.	5,490.
LUBERT-ADLER RE FUND IV	334,621.	332,405.	45,023.
LBC CREDIT PARTNERS, LP	5,159.	769.	3,092.
LUBERT-ADLER RE FUND V, L.P.	77,779.	67,478.	57,643.
LBC CREDIT PARTNERS II, LP	50,264.	48,158.	19,106.
LLR EQUITY PARTNERS III, LP	125,184.	131,882.	240,324.
VERSA CAPITAL FUND II-A, LP	112,735.	168,852.	341,417.
LLR EQUITY PARTNERS IV, LP	303,660.	302,388.	551,941.
LLR EQUITY PARTNERS V	-9,982.	115,348.	79,916.
TO FORM 990-PF, PART II, LINE 15	1,199,888.	1,352,456.	1,343,952.

DOLFINGER-McMAHON FOUNDATION 2018 GRANTS

<u>Organization</u>	<u>Project Title</u>	<u>2018 Grant Amount</u>
A Woman's Place P.O Box 299 Doylestown, PA 18901	A Woman's Place Transformation Project	\$1,500.00
Abington Friends School 575 Washington Lane Jenkintown, PA 19046	Now More Than Ever: The Campaign for Abington Friends School	\$7,500.00
Academy of Natural Sciences of Philadelphia 1900 Benjamin Franklin Parkway Philadelphia, PA 19103	Request to Fund Supporting and Enriching Natural Sciences Education in Schools Program (SENSES)	\$7,500.00
Academy of Vocal Arts 1920 Spruce Street Philadelphia, PA 19103	AVA's Opera Outreach Educational Enrichment Program	\$2,000.00
Achieve Now 1735 Market Street Suite A500 Philadelphia, PA 19103	Foundational Skills Instructional Development Project	\$1,500.00
Adoption Center of Delaware Valley 1500 Walnut Street Suite 701 Philadelphia, PA 19102	Match Events Program	\$1,000.00
After School Activities Partnership (ASAP) 1520 Locust Street Suite 1104 Philadelphia, PA 19102	ASAP Drama Festival	\$1,500.00
Allens Lane Art Center 601 West Allens Lane Philadelphia, PA 19119	Summer Art Camp: Access for Homeless and Low- Income Neighbors	\$1,000.00
AlphaCare 3807 Lancaster Avenue Philadelphia, PA 19104	Community and Volunteer Coordinator	\$5,000.00
Annenberg Center for the Performing Arts 3680 Walnut Street Philadelphia, PA 19104	Arts4Youth and the Philadelphia Children's Festival	\$1,000.00
ARC Alliance Children's Services 3075 Ridge Pike Eagleville, PA 19403	Mommy and Me Yoga	\$5,000.00

The ARC Alliance Foundation 3075 Ridge Pike Eagleville, PA 19403	Employability	\$8,000.00
The Arc Alliance 3075 Ridge Pike Eagleville, PA 19403	The Arc Alliance Special Tiny House on Wheels	\$7,500.00
Arden Theatre Company 40 N. 2nd Street Philadelphia, PA 19106	TREASURE ISLAND— a play with songs by Toby Hulse, directed by Doug Hara	\$2,500.00
Arthur Ross Gallery Box 5, College Hall Philadelphia, PA 19104-6303	Engaging Minds Through Art	\$2,500.00
ArtistYear 2114 Delancey Street Philadelphia, PA 19103	ArtistYear Evaluation Project - Philadelphia	\$10,000.00
Artreach, Inc. 1501 Cherry Street Philadelphia, PA 19102	Art-Reach In-Facility Outreach Program	\$4,500.00
ArtWell 100 W. Oxford Street Suite E-1200 Philadelphia, PA 19122	We the Poets	\$1,000.00
Asian Arts Initiative 1219 Vine Street Philadelphia, PA 19107	Youth Arts Workshop	\$1,500.00
Associated Services For The Blind, Inc. 919 Walnut Street Suite 500 Philadelphia, PA 19107	Expanding and Enhancing Associated Services for the Blind's (ASB) Human Services Portfolio	\$3,500.00
Association for Adults with Developmental Disabilities 261 Old York Road Suite 530 Jenkintown, PA 19046-3705	Social Services for Greater Independence Program - Art Appreciation Initiative	\$1,500.00
Astral Artists 230 South Broad Street Suite 300 Philadelphia, PA 19102	Astral & WRTI Block Party	\$1,500.00
The Atlantic Coast Opera Festival 2028 South 17th Street Suite 11 Philadelphia, PA 19145-2902	Puccini's Blockbuster: Tosca	\$1,000.00
Audubon Pennsylvania 1201 Pawlings Road Audubon, PA 19403	The Discovery Center: Community Engagement in Conservation and Education	\$3,000.00

Avenue North Renaissance 440 N. Broad Street 3rd Floor Portal C Philadelphia, PA 19130	Community Garden & Green Space	\$500.00
Awbury Arboretum Association One Awbury Road Philadelphia, PA 19138	Continued Support for the Hearth and Horticulture Series at Awbury Arboretum	\$1,250.00
Azuka Theatre Collective 1700 Sansom Street Suite 800 Philadelphia, PA 19103	3 Year Support for Azuka's Seasons 2018-2021	\$1,000.00
BalletX 1923 Washington Avenue Philadelphia, PA 19146	Dance eXchange Expansion	\$4,000.00
The Barnes Foundation 2025 Benjamin Franklin Parkway Philadelphia, PA 19130	Educational Outreach Programs for underserved students in grades Pre-K through 8 in the School District of Philadelphia (SDP) and Camden, NJ.	\$12,500.00
The Bearded Ladies Cabaret 3916 Locust Walk Philadelphia, PA 19104	The Follicles Project	\$2,000.00
Bestwork Industries for the Blind, Inc. 1940 Olney Avenue Suite 200 Cherry Hill, NJ 08003	Creating Independence, Self-Reliance, and Dignity for People Who Are Blind Through Employment Services	\$2,000.00
Bethesda Project 1630 South Street Philadelphia, PA 19146	Bethesda Project - St. Mary's Church Shelter Emergency Support	\$2,000.00
Big Picture Philadelphia 2300 W. Master Street Philadelphia, PA 19121	Emotional and Behavioral Support Services at Vaux Big Picture High School	\$1,250.00
Boys & Girls Club of Chester 201 E. 7th Street Chester, PA 19013	Supporting Youth Leadership: Drug and Violence Prevention	\$2,500.00
Boys & Girls Clubs of Philadelphia 1518 Walnut Street Suite 712 Philadelphia, PA 19102	A Call to Action Literacy Initiative	\$3,500.00
Breakthrough of Greater Philadelphia 34 W. Coulter Street Philadelphia, PA 19144	Breakthrough High School Program Development 2017-18	\$3,500.00
Broad Street Ministry 315 S. Broad Street Philadelphia, PA 19107	Wayfinding at Broad Street Ministry	\$3,000.00

The Business Center for Entrepreneurship & Social Enterprise 7500 Germantown Avenue Philadelphia, PA 19119-1600	TBC Youth Entrepreneurship STEAM Program	\$1,500.00
Byerschool Foundation 1926 Arch Street Suite 3F Philadelphia, PA 19103	STEM Tools for the New Middle School at Russell Byers Charter School	\$1,000.00
CADE KIDS 128 Chestnut Street Suite 302 Philadelphia, PA 19106	"Pathways to Success"--Classroom-based life skills programs and out-of-school-time activities	\$2,500.00
Calcutta House 1601 West Girard Avenue Philadelphia, PA 19130	Enhancing the Health and Wellness of the Most Vulnerable in the Community	\$2,000.00
Camden City Garden Club, Inc. 3 Riverside Drive Camden, NJ 08103	GrowLab/School Garden/Science Education Program	\$3,000.00
Camden County Historical Society 1900 Park Boulevard Camden, NJ 08103	African American Heritage House	\$1,500.00
The Career Wardrobe 1822 Spring Garden Street Philadelphia, PA 19130	Gateway to Success Education Program	\$3,500.00
CASA of Philadelphia County 1501 Cherry Street Philadelphia, PA 19102	Educational Decision Maker (EDM) Volunteer Training	\$1,500.00
The Center for Art in Wood 141 North 3rd Street Philadelphia, PA 19106	Merryl Saylan Outreach Workshop [in conjunction with the Merryl Saylan: This is Your Life exhibition]	\$1,000.00
The Center for Autism 3905 Ford Road, Suite 6 Philadelphia, PA 19131	CORE Program (Creating Opportunities for Relating & Engaging)	\$2,500.00
Center For Family Services 584 Benson Street Camden, NJ 08103	Born to Read	\$2,500.00
The Center for Grieving Children 3300 Henry Avenue Philadelphia, PA 19119	FY19 Family Services Expansion Project	\$2,500.00
Center in the Park 5818 Germantown Avenue Philadelphia, PA 19144	Aging Mastery Program	\$2,000.00
Chatham University Woodland Road Pittsburgh, PA 15232	Ready to Run Philadelphia	\$7,500.00

Chester County Futures 704 Haywood Drive Exton, PA 19341	Futures AHEAD, Passport to College and Steps4Success	\$1,000.00
Chester Education Foundation 419 Avenue of the States Suite 700 Chester, PA 19013	College and Career Center at Chester Education Foundation	\$1,000.00
The Chester Fund 1500 Highland Avenue Chester, PA 19013	Writing Initiative at the Chester Charter School for the Arts	\$1,000.00
Chestnut Hill Meals on Wheels 1710 Bethlehem Pike Flourtown, PA 19031	Meal Nutrition Program	\$1,500.00
Children's Literacy Initiative 2314 Market Street 3rd Floor Philadelphia, PA 19103	CLI's 2018-2019 Philadelphia Early Literacy Project with Charter Schools	\$8,500.00
Children's Scholarship Fund Philadelphia 100 S. Broad Street Suite 1200 Philadelphia, PA 19110	Providing Access: K-8th Grade Scholarships for Low-income Philadelphia Children	\$3,500.00
Christ Church Preservation Trust 20 N. American Street Philadelphia, PA 19106	Restoring Philadelphia's Beacon: Part Two of The Christ Church Steeple Restoration Project	\$7,500.00
City Year Philadelphia 211 North 13th Street Suite 100 Philadelphia, PA 19107	Sponsorship of the Duane Morris Team at Kensington Health Sciences Academy, Implementing the Whole School Whole Child Program	\$10,000.00
Clarifi 1608 Walnut Street 10th Floor Philadelphia, PA 19103	Improving Financial Capability through Technology	\$2,500.00
The Clay Studio 137-139 North Second Street Philadelphia, PA 19106	Clay Together: Campaign for Expansion and Relocation	\$5,000.00
College Possible Philadelphia 2000 Hamilton Street Suite 303 Philadelphia, PA 19130	Support for College Possible Philadelphia's High School Program for Academic Year 2018-2019	\$3,000.00
Community Arts Center 414 Plush Mill Road Wallingford, PA 19086	Mud+Fire=Magic: Educational Enrichment with Upper Darby High School	\$1,000.00
Community Center at Visitation 2646 Kensington Avenue Philadelphia, PA 19125	Beyond Borders: Culture, Language, and Civic Engagement	\$1,500.00

Community College of Philadelphia Foundation 1700 Spring Garden Street Philadelphia, PA 19130	50th Anniversary Promise Scholarship	\$5,000.00
Community Legal Services, Inc. 1424 Chestnut Street Philadelphia, PA 19102	Community-Based Speaker Series	\$2,500.00
Community Partnership School 1936 N. Judson Street Philadelphia, PA 19121	Social-Emotional Learning	\$2,000.00
Compass 451 Moreno Road Wynnewood, PA 19096	Volunteer Business Professionals Strengthening Nonprofits to Transform the Philadelphia Community	\$1,000.00
Concern Professional Services for Children and Youth 49 Easton Road, Suite 204 Willow Grove, PA 19090	Giving Back the Childhoods to Children Residing in Community-based Foster Care	\$1,000.00
Connection Training Services 2243 W Allegheny Avenue 2nd Floor Rear Philadelphia, PA 19132-1420	Connection Training Services Project Caring Community Youth Transition Center	\$2,500.00
Covenant House Pennsylvania 31 E Armat Street Philadelphia, PA 19144	Speak Up - confidence and communication training for homeless youth	\$2,000.00
Cradle of Hope, Inc. 1657 The Fairway #140 Jenkintown, PA 19046	Transitional Housing and Case Management for Homeless Mothers and Infants	\$1,500.00
Cristo Rey Philadelphia High School 5218 N. Broad Street Philadelphia, PA 19141	Cristo Rey Artists-in-Residence Program	\$2,000.00
CultureTrust Greater Philadelphia 1315 Walnut Street Suite 320 Philadelphia, PA 19107	Fourth Grade Project of CultureTrust Greater Philadelphia	\$1,000.00
The Curtis Institute of Music 1726 Locust Street Philadelphia, PA 19103	Sphinx Performance Academy at Curtis Summerfest	\$8,500.00
DeafCAN! 730 S. New Street West Chester, PA 19382	Outreach and Support to Isolated, Vulnerable, Deaf and Hard of Hearing Refugees and Immigrants	\$1,000.00
Dignity Housing 5227-R Germantown Avenue Philadelphia, PA 19144	Dignity Housing Education Enrichment Activities for Youth	\$1,500.00
Dream Program, Inc. 1614 N. 16th Street Philadelphia, PA 19121	DREAM Teens Leadership Program Retreat Series	\$1,000.00

Drexel University 3141 Chestnut Street Philadelphia, PA 19104	TRIPOD: A Writing and Photography Installation at the Free Library of Philadelphia	\$1,500.00
Drueding Center 413 W. Master Street Philadelphia, PA 19122	Drueding Center Summer Camp 2018	\$3,000.00
Education Law Center - PA 1315 Walnut Street Suite 400 Philadelphia, PA 19107	Education Helpline	\$2,500.00
Education Plus Health 970 Sproul Road Bryn Mawr, PA 19010	Asthma Care Management	\$1,000.00
Eighteen Twelve (1812) Productions, Inc. 2329 South 3rd Street Philadelphia, PA 19148	1812 Outreach	\$1,000.00
Enchantment Theatre Company 100 S. Broad Street Suite 1318 Philadelphia, PA 19110	Enchantment Theatre Company's Arts in Education Program	\$1,000.00
Episcopal Community Services of Diocese, PA 225 S. Third Street Philadelphia, PA 19106	Opportunity Development Coaches	\$7,500.00
ESF Dream Camp Foundation 750 Haverford Road Haverford, PA 19010	ESF Dream Camp Out-Of-School Time Project	\$1,000.00
Excel Philly 6445 Greene Street Apt B203 Philadelphia, PA 19119	Math Corps Philadelphia Summer Camp	\$1,500.00
Fabric Workshop, Inc. 1214 Arch Street Philadelphia, PA 19107	2018-2019 Onsite Studio Education Program	\$3,500.00
Face to Face, Inc. 123 E. Price Street Philadelphia, PA 19144	Face to Face Core Programs	\$2,500.00
Fairmount Park Conservancy 1617 John F Kennedy Boulevard Suite 1670 Philadelphia, PA 19103	Neighborhood Park Stewardship Program	\$3,000.00
Fleisher Art Memorial 719 Catharine Street Philadelphia, PA 19147	Fleisher Teen Lounge	\$3,000.00

Food Moxie 559 Carpenter Lane Philadelphia, PA 19119	Sprouts	\$2,000.00
The Franklin Institute 222 North 20th Street Philadelphia, PA 19103	STEM Scholars College Success Program	\$12,500.00
The Free Library of Philadelphia 1901 Vine Street, Suite 111 Philadelphia, PA 19103	Community Humanities Endowment: NEH Challenge Grant	\$15,000.00
Freedoms Foundation at Valley Forge P.O. Box 67 Valley Forge, PA 19481	Spirit of America Youth Leadership Program	\$1,500.00
Friends of the Wissahickon 40 W. Evergreen Avenue Suite 108 Philadelphia, PA 19118	Little Friends of the Wissahickon	\$7,500.00
Fringe Arts 140 N. Columbus Boulevard Philadelphia, PA 19106	FringeAccess	\$2,500.00
Germantown Friends School 31 West Coulter Street Philadelphia, PA 19144	Community Basketball & Enrichment Camp (CBE) at Germantown Friends School	\$8,000.00
Germantown United Community Development Corporation 5320 Germantown Avenue Philadelphia, PA 19144	Farmers Market Community Connections Program	\$1,000.00
GESU School 1700 West Thompson Street Philadelphia, PA 19121-5023	Gesu School After School Program	\$2,000.00
Girls Rock Philly 1428 Germantown Avenue Philadelphia, PA 19122	Girls Rock Philly Summer Camp	\$2,000.00
Gladwyne Free Library 362 Righter's Mill Road Gladwyne, PA 19035	Purchase of Collections for the Gladwyne Free Library	\$500.00
The Greater Philadelphia Coalition Against Hunger 123 Chestnut Street Suite 401 Philadelphia, PA 19106	Youth Breakfast and Summer Meals	\$1,000.00
Greater Philadelphia Cultural Alliance 1315 Walnut Street Suite 732 Philadelphia, PA 19107	Social Impact & Workforce Development Census: Documenting the Impact Greater Philadelphia's Cultural Sector	\$5,000.00

Greater Philadelphia Film Office 1515 Arch Street, 11th Floor Philadelphia, PA 19102	Greater Philadelphia Filmmakers Presents	\$2,000.00
Habitat For Humanity Philadelphia 1829 N 19th Street Philadelphia, PA 19121	Home Repair Program	\$2,500.00
The Health Care Improvement Foundation, Inc. 1801 Market Street Suite 710 Philadelphia, PA 19103-1628	Pennsylvania Urologic Regional Collaborative: Active Surveillance Roadmap Demonstration Project	\$6,000.00
HelpHOPELive 2 Radnor Corporate Center 100 Matsonford Road Suite 100 Radnor, PA 19087	Emergency Needs Program	\$1,000.00
Historic Philadelphia, Inc. 150 S. Independence Mall West Suite 550 Philadelphia, PA 19106	Once Upon A Nation Storytelling Program	\$1,000.00
History Making Productions, Inc. 340 N. 12th Street Suite 300 Philadelphia, PA 19107	Beethoven in Beijing, feature-length documentary film	\$1,500.00
Home of the Sparrow 969 East Swedesford Road Exton, PA 19341	Emergency Solutions Program for Eviction Prevention	\$2,000.00
Homeless Advocacy Project 1429 Walnut Street 15th Floor Philadelphia, PA 19102	SOAR Justice Project	\$2,500.00
Independence Seaport Museum 211 S. Columbus Boulevard Philadelphia, PA 19106	EAGLE STEM Mentorship Program	\$1,500.00
Inglis House 2600 Belmont Avenue Philadelphia, PA 19131	Inglis House Artist in Residence Project	\$6,000.00
Inner Strength Foundation 1207 Chestnut Street 7th Floor Philadelphia, PA 19107	Inner Strength Teen Mindfulness Program – Re- Set Rooms	\$1,000.00
Institute of Contemporary Art/University of PA 118 South 36th Street Philadelphia, PA 19104	ICA Visiting Artists Program 2018-19	\$2,500.00

Interact Theatre Company The Drake Theatre 302 S. Hicks Street Philadelphia, PA 19102	InterAct Theatre Company's 2018-19 Season	\$1,000.00
Inter-Faith Housing Alliance 31 S Spring Garden Street Ambler, PA 19002	Behavioral and Mental Health Services	\$2,500.00
JEVS Human Services 1845 Walnut Street 7th Floor Philadelphia, PA 19103	Philadelphia Independence Network- Cooking program	\$1,500.00
Jewish Family and Children's Service of Greater Philadelphia 2100 Arch Street 5th Floor Philadelphia, PA 19103	Community Building for LGBTQ Older Adults and Sensitivity Training for Professionals Serving LGBTQ Older Adults	\$2,500.00
Joseph's House of Camden, LLC 20 Church Street Camden, NJ 08105	Freedom from Homelessness	\$1,500.00
Kelly Anne Dolan Memorial Fund 580 Virginia Drive Fort Washington, PA 19034	Financial Assistance Program	\$2,000.00
KenCrest Centers 960A Harvest Drive Suite 100 Blue Bell, PA 19422	Art Therapy for Medically-Fragile Children	\$1,000.00
Kids Smiles, Inc. 3751 Island Avenue Philadelphia, PA 19153	Grin & Share It	\$1,500.00
Kimmel Center, Inc. 1500 Walnut Street 17th Floor Philadelphia, PA 19102	Distance-Learning	\$5,000.00
KIPP Philadelphia Public Schools 5070 Parkside Avenue, #3500D Mailbox 41 Philadelphia, PA 19131	KIPP Through College	\$3,500.00
Lankenau Medical Center Foundation 3803 West Chester Pike Suite 250 Newtown Square, PA 19073	Lankenau Health Career Summer Academy: Collaborating with our Community to Reach and Inspire Underserved Scholars	\$5,000.00
Lantern Theater Company P.O. Box 53428 Philadelphia, PA 19105	ILLUMINATION Residency Expansion and ROMEO AND JULIET Production for High School Audiences	\$1,000.00

Legacy Youth Tennis & Education 4842 Ridge Avenue Philadelphia, PA 19129-1737	Expanding and Enhancing Changing the Game	\$2,000.00
Legal Clinic for the Disabled, Inc. 1513 Race Street Philadelphia, PA 19102	Data Analyst	\$2,500.00
Lincoln University 1570 Baltimore Pike Lincoln University, PA 19352	Brenda Allen Need-Based Scholarship Fund	\$12,500.00
Little Kids Rock, Inc. 271 Grove Avenue Building E2 Verona, NJ 07044	2018-2019 Little Kids Rock-Philadelphia	\$1,500.00
Live Connections P.O. Box 42796 Philadelphia, PA 19104	"A Song Everyone Can Sing": Accessibility & Inclusion Through Singing	\$1,500.00
Lutheran Settlement House 1340 Frankford Avenue Philadelphia, PA 19125-3204	Adult Literacy and Lifelong Learning	\$2,000.00
Magee Rehabilitation Hospital Foundation 1513 Race Street Philadelphia, PA 19102	Magee Rehabilitation Hospital Exhibition and Audience Development	\$1,500.00
Make-A-Wish Foundation of Philadelphia & Susquehanna Valley 5 Valley Square, Suite 210 Blue Bell, PA 19422	Wish Fulfillment	\$1,000.00
The Mann Center for the Performing Arts 123 S. Broad Street Suite 815 Philadelphia, PA 19109	Access the Arts	\$2,500.00
Manna on Main Street 606 E Main Street Suite 1001 Lansdale, PA 19446	Common Grounds Food Service Training to Employment Program	\$1,500.00
Maternal and Child Health Consortium of Chester County 30 West Barnard Street Suite 1 West Chester, PA 19382	Ensuring Access to Healthcare and a Healthy Start for Vulnerable Children in Chester County	\$1,000.00
Maternity Care Coalition 2000 Hamilton Street Suite 205 Philadelphia, PA 19130	MOMobile at Riverside	\$2,500.00

Metropolitan Area Neighborhood Nutrition Alliance (MANNA) 420 N. 20th Street Philadelphia, PA 19130	Educational Healthy Cookbooks for Individuals with Renal Disease	\$2,000.00
Mighty Writers, Inc. 1501 Christian Street Philadelphia, PA 19146	Mighty Writers Core Program Development and Expansion	\$3,000.00
Minding Your Mind 124 Sibley Ave Ardmore, PA 19003	Mental Health Education Programs	\$1,000.00
Monell Chemical Senses Center 3500 Market Street Philadelphia, PA 19104	Monell Science Apprenticeship Program	\$1,000.00
Moore College of Art & Design 1916 Race Street Philadelphia, PA 19103	The Collaborative Lab	\$3,000.00
Morris Arboretum 100 E. Northwestern Avenue Philadelphia, PA 19118	2018 Explorar! A Summer Bridge Program at the Morris Arboretum	\$2,500.00
The Moyer Foundation One Penn Center 1617 JFK Blvd #935 Philadelphia, PA 19103	Camp Erin Philadelphia	\$5,500.00
Museum of the American Revolution 101 South Third Street Philadelphia, PA 19106	Education Programs at the Museum of the American Revolution	\$10,000.00
National Liberty Museum 321 Chestnut Street Philadelphia, PA 19106	Supporting the Young Heroes Outreach Program at Title I Philadelphia Schools for the 2018-2019 school year	\$3,000.00
National Museum of American Jewish History 101 S. Independence Mall East Philadelphia, PA 19106	Accessibility Programming	\$1,000.00
National Nursing Centers Consortium 1080 North Delaware Avenue Suite 300 D Philadelphia, PA 19125	Community Action Day for Philadelphia Families	\$2,500.00
Natural Lands Trust, Inc. 1063 Palmers Mill Road Media, PA 19063	Youth Environmental Stewardship at Natural Lands' Preserves	\$1,000.00
Need In Deed 211 N. 13th Street Suite 501 Philadelphia, PA 19107	Resource Library Project	\$2,500.00

Neighborhood Bike Works 3943 Lancaster Avenue Philadelphia, PA 19104	Mobile Bike Shop	\$1,500.00
Nellie's Schoolhouse 35 Old Covered Bridge Rd. Newtown Square, PA 19073	Dog Walking 101	\$1,250.00
New Leash on Life P. O. Box 326 Narberth, PA 19072	New Leash Program	\$1,000.00
North Light Community Center 175 Green Lane Philadelphia, PA 19127	Community Engagement Coordinator	\$2,500.00
Opera Philadelphia 1420 Locust Street Suite 210 Philadelphia, PA 19102	NE QUITTEZ PAS in Festival O18	\$1,000.00
Operation Warm, Inc. P.O. Box 822431 Philadelphia, PA 19182	Philadelphia Coat Program	\$2,000.00
Outward Bound Philadelphia 3250 W. Sedgley Drive Philadelphia, PA 19130	Philadelphia Outward Bound Educator's Expeditions	\$1,500.00
Painted Bride Art Center 230 Vine Street Philadelphia, PA 19106	Healing with the Arts through Replicable Practice	\$2,000.00
The PALM 117 Ardmore Avenue Ardmore, PA 19003	Lunch and Learn Series	\$1,000.00
Partners for Sacred Places 1700 Sansom Street 10th Floor Philadelphia, PA 19103	Making Homes for the Arts in Philadelphia's Sacred Places	\$2,000.00
Penn Museum of Archaeology and Anthropology 3260 South Street Philadelphia, PA 19104	Free Access to K-12 Learning Programs	\$4,000.00
Pennsylvania Academy of the Fine Arts 128 North Broad Street Philadelphia, PA 19102	School and Community Partnership Program	\$10,000.00
The Pennsylvania Horticultural Society 100 N. 20th Street Philadelphia, PA 19103	Green City Teachers: Seeding School Gardens Across Philadelphia	\$4,500.00

The Pennsylvania Prison Society 230 S. Broad Street Suite 605 Philadelphia, PA 19102	Transforming Correctional Oversight	\$1,000.00
The Pennsylvania School for the Deaf 100 W. School House Lane Philadelphia, PA 19144-3404	Remote Microphone Technology	\$2,500.00
Pennsylvanians for Modern Courts 2 Penn Center, Suite 1140 1500 John F. Kennedy Blvd. Philadelphia, PA 19102	PMC in the Community™	\$4,000.00
People's Light and Theatre Company 39 Conestoga Road Malvern, PA 19355	Relaxed Performances at People's Light	\$1,500.00
Performance Garage 1515 Brandywine Street Philadelphia, PA 19130	Performance Garage Youth Engagement Program	\$1,000.00
Philabundance 3616 South Galloway Street Philadelphia, PA 19148	Fill a Glass with Hope	\$2,500.00
Philadelphia Arts in Education Partnership 440 North Broad Street Philadelphia, PA 19130	Pilot Program to Build Pre-Literacy Skills Through the Arts	\$2,500.00
Philadelphia Chinatown Development Corp. 301 N. 9th Street Philadelphia, PA 19107	Teen Club LEEP: Chinatown Community Press	\$1,000.00
Philadelphia Education Fund 718 Arch Street Suite 700N Philadelphia, PA 19106	Know Before You Go College Preparedness Event for Low-Income, College-Bound Philadelphia High School Students	\$2,000.00
Philadelphia Futures 230 South Broad Street Philadelphia, PA 19102	College Connection	\$5,000.00
Philadelphia Mural Arts Advocates 1727-29 Mt. Vernon Street Philadelphia, PA 19130	Art Education for Youth	\$4,000.00
Philadelphia Museum of Art P.O. Box 7646 Philadelphia, PA 19101	Dolfinger-McMahon and Christian R. and Mary F. Lindback Foundations Teacher Education Programs	\$25,000.00
The Philadelphia Orchestra Association One South Broad Street, 14th Floor Philadelphia, PA 19107	Enhancing Music Education for Philadelphia Students	\$7,500.00

Philadelphia Parks Alliance 5070 Parkside Avenue Suite 3500A Philadelphia, PA 19131	Recreation Community Initiative	\$1,000.00
Philadelphia Photo Arts Center 1400 N. American Street #103 Philadelphia, PA 19122	Teen Photo	\$2,000.00
Philadelphia Reads 1721 Spruce Street First Floor Front Philadelphia, PA 19101	Jacoby Book Bank	\$2,500.00
Philadelphia School Partnership 150 Independence Mall West Suite 1200 Philadelphia, PA 19106	TeachPHL – The Online Hub for Recruiting, Connecting and Developing Philadelphia Educators and Leaders	\$5,000.00
Philadelphia Theatre Company 215 S Broad Street Philadelphia, PA 19107	2018-19 Season Launch	\$4,000.00
Philadelphia VIP, Inc. 1500 Walnut Street Suite 400 Philadelphia, PA 19102	Tangled Title Initiative: Partnership with Philadelphia Behavioral Science Initiative	\$4,000.00
Philadelphia Young Playwrights Program, Inc. 1219 Vine Street Philadelphia, PA 19107	Mouthful Mini-Series: Youth Impacted by Incarceration	\$3,000.00
Philadelphia Youth Basketball, Inc. 1735 Market Street 47th Floor Philadelphia, PA 19103	2017-2018 Middle School Partnership Program	\$5,000.00
Philadelphia Youth Network, Inc. 400 Market Street Suite 200 Philadelphia, PA 19106	2018 Summer Employment Program	\$2,000.00
Philadelphia Youth Orchestra P.O. Box 41810 Philadelphia, PA 19101	Philadelphia Youth Orchestra's 78th Annual Festival Concerts at The Kimmel Center	\$2,000.00
Planned Parenthood Keystone (Bucks County) 5920 Hamilton Boulevard Allentown, PA 18106	The Rainbow Room	\$2,000.00
Planned Parenthood of Southeastern Pennsylvania 1144 Locust Street Philadelphia, PA 19107	2018 Request for Community Education	\$12,000.00

Planned Parenthood of Southern New Jersey 317 S. Broadway Camden, NJ 08103	Education Department	\$6,000.00
Playpenn, Inc. 100 South Broad Street Suite 1318 Philadelphia, PA 19110	The Foundry – PlayPenn’s Emerging Playwrights Program	\$1,000.00
Please Touch Museum 4231 Avenue of the Republic Philadelphia, PA 19131	Healthy Food Programming at First Wednesdays	\$2,500.00
Portside Arts Center 2531 E. Lehigh Avenue Philadelphia, PA 19125	Portside After School Arts Program	\$2,000.00
The Print Center 1614 Latimer Street Philadelphia, PA 19103	Artists-in-Schools Program	\$1,000.00
Programs Employing People 1200 S. Broad Street Philadelphia, PA 19146	Artistic Exploration Project	\$1,000.00
Project HOME 1515 Fairmount Avenue Philadelphia, PA 19130	Addressing and Preventing Teen Homelessness in Philadelphia through Education and Technology	\$3,000.00
Project H.O.P.E., Inc. 519-525 West Street Camden, NJ 08103	Community Outreach Program	\$2,000.00
Public Citizens for Children and Youth 990 Spring Garden Street Suite 200 Philadelphia, PA 19123	The Picasso Project	\$5,000.00
Public Interest Law Center of Philadelphia 1709 Benjamin Franklin Parkway 2nd Floor Philadelphia, PA 19103	Take Action Philly	\$4,000.00
Quintessence Theatre Group 7056 Germantown Avenue Suite 304 Philadelphia, PA 19118	QTG's Classic Connections	\$1,000.00
Rebel Ventures P.O. Box 8381 Philadelphia, PA 19101	Community Dinners	\$1,000.00
RHD - I'm Free 4700 Wissahickon Avenue Suite 126, Bldg A Philadelphia, PA 19144	I'm FREE to Heal	\$2,500.00

The Rock School for Dance Education 1101 S Broad Street Philadelphia, PA 19147	RockReach	\$2,500.00
Rock to the Future 1201 N. 3rd Street #283 Philadelphia, PA 19122	Rock to the Future's MobileMusic program 2018-19	\$1,500.00
Ronald McDonald House of Philadelphia 3925 Chestnut Street Philadelphia, PA 19104	Ronald McDonald Family Room Meal Program – St. Christopher's Hospital for Children	\$1,500.00
Rowan University 201 Mullica Hill Road Shpeen Hall, 2nd Floor Glassboro, NJ 08028	Cooper Medical School of Rowan University Premedical Urban Leaders Summer Enrichment (PULSE) Program	\$1,500.00
The Salvation Army 701 North Broad Street Philadelphia, PA 19123	Pathway of Hope	\$12,500.00
Save a Mind Foundation 193 Conshohocken State Road Penn Valley, PA 19072	Win/Win: Effort Pays Off	\$2,000.00
The School for Children with Hidden Intelligence 1800 JFK Boulevard Suite 300 Philadelphia, PA 19103	Musical Therapy Program (Enhancement Phase)	\$1,500.00
The Schuylkill Center for Environmental Education 8480 Hagys Mill Road Philadelphia, PA 19128	LandLab: Restoring the Land through Environmental Art	\$2,000.00
Scribe Video Center 3908 Lancaster Avenue Philadelphia, PA 19104	Precious Places Community History	\$1,000.00
The Seeing Eye, Inc. P.O. Box 375 Morristown, NJ 07963-0375	Graduate Newsletter - The Seeing Eye Navigator	\$5,000.00
SeniorLAW Center 1500 JFK Boulevard Suite 1501 Philadelphia, PA 19102	SeniorLAW Center Office Expansion	\$2,500.00
South Philly Food Co-op P.O. Box 31606 Philadelphia, PA 19147	Healthy Cooking on a Budget	\$1,000.00
Spark Program, Inc. 1501 Cherry Street Philadelphia, PA 19102	High School Pathways (HSP) Workshops & Resources	\$1,500.00

Starfinder Foundation 4015 Main Street Philadelphia, PA 19127	Program Evaluation for Starfinder's learning through soccer programs.	\$2,000.00
Steppingstone Scholars, Inc. 1301 Cecil B. Moore Avenue Ritter Annex (004-016) Philadelphia, PA 19122-6091	Blended Learning Initiative: How To Apply To College	\$5,000.00
Summer Search 1528 Walnut Street Suite 1006 Philadelphia, PA 19102	Mentorship and Experiential Learning Program	\$2,500.00
Sunrise of Philadelphia 907 Cantrell Street Philadelphia, PA 19148	Summer Camp Enrichment at Arthur and Stanton Schools	\$1,000.00
Support Center for Child Advocates 1617 John F. Kennedy Boulevard Suite 1200 Philadelphia, PA 19103-1827	Visionaries - Season 24	\$12,500.00
Supportive Older Women's Network 4100 Main Street, Suite 403 Philadelphia, PA 19127	Philly Families Eat Smart	\$1,000.00
Swarthmore College 500 College Avenue Swarthmore, PA 19081	RISE (Reading Involves Shared Experience) ebooks for deaf children	\$1,500.00
Teach for America 100 W. Oxford Street Suite E-3000 Philadelphia, PA 19122	Teacher Leadership Development - '17 Corps	\$5,000.00
Theatre Horizon, Inc. 401 Dekalb Street Norristown, PA 19401	Theatre Horizon's Education Initiatives in Norristown	\$1,000.00
Theatre Philadelphia P.O. Box 373 Philadelphia, PA 19105-0373	Public Programs on the Pier	\$1,500.00
TheVillage 452 S Roberts Road Rosemont, PA 19010	Out of School Time Program at theVillage	\$1,000.00
Tree House Books 1430 West Susquehanna Avenue Philadelphia, PA 19121	Tree House Books' Holistic Family Outreach Initiative	\$1,000.00
Unemployment Information Center 112 N. Broad St., 11th Floor Philadelphia, PA 19102	Commuter Options	\$1,000.00

University City Science Center 3675 Market Street, 4th Floor Philadelphia, PA 19104	Esther Klein Gallery: Bio-Art Residency Program	\$5,000.00
Urban League of Philadelphia 121 S. Broad Street 9th Floor Philadelphia, PA 19107	ULP Veterans: Pathways to Placement Job Training Program	\$2,500.00
Urban Promise Ministries, Inc. P.O. Box 1479 Camden, NJ 08105	StreetLeader Program: College Tours	\$1,500.00
Urban Resources Development Corporation 6001 Germantown Avenue Philadelphia, PA 19118	The Owner Occupied Home Repair Program	\$2,500.00
Urban Tree Connection 4159 W. Girard Avenue Philadelphia, PA 19104	Youth-Led Farmer's Market Pilot Project	\$3,000.00
Variety-The Children's Charity 2950 Potshop Road P.O. Box 609 Worcester, PA 19490	Day and Overnight Camp Programs	\$5,000.00
Vetri Community Partnership 211 N. 13th Street Suite 303 Philadelphia, PA 19107	Eat. Educate. Empower.	\$3,000.00
VNA Community Services, Inc. 1421 Highland Avenue Abington, PA 18976	Health and Independence for Seniors through Aging @ Home - A Community Network	\$1,000.00
Vox Populi 319 N. 11th Street 3rd Floor Philadelphia, PA 19107	Blackbox Curatorial Fellowship	\$1,000.00
Wagner Free Institute of Science 1700 W. Montgomery Avenue Philadelphia, PA 19121	Free Science Education Programs for Low-Income Children	\$2,000.00
West Philadelphia Alliance for Children 5070 Parkside Avenue Suite 1414 Philadelphia, PA 19131	Project Empower: Development of Program Tool Kits	\$1,000.00
Whitemarsh Foundation P.O. Box 538 Lafayette Hill, PA 19444	Dixon Meadow Preserve Maintenance for Educational Programs	\$3,000.00
WHYY, Inc. 150 North Sixth Street Philadelphia, PA 19106	WHYY's Media Lab Program	\$5,000.00

The Wilma Theater 265 S. Broad Street Philadelphia, PA 19107	Building the Audiences of Tomorrow	\$20,000.00
Wings for Success 490 Lancaster Avenue P.O. Box 1184 Frazer, PA 19355	Wings for Success's core program focuses on providing support to women in need via its Clothing, Workshop, and Job Seeker programs.	\$1,000.00
Wissahickon Charter School 4700 G Wissahickon Avenue Philadelphia, PA 19144	School-Wide Support for High-Achieving Charter School	\$1,000.00
Women in Transition 718 Arch Street Suite 401N Philadelphia, PA 19106	2017 Impact Report	\$1,000.00
Women of Tomorrow Mentor & Scholarship Fund PO Box 36755 Philadelphia, PA 19107	Women of Tomorrow Mentoring Program, 2018-19 School Year	\$1,500.00
Women's Community Revitalization Project 100 W. Oxford Street Suite E-2300 Philadelphia, PA 19122	WCRP in South Philadelphia	\$1,000.00
Women's Humane Society 3839 Richlieu Road P.O. Box 1470 Bensalem, PA 19020	Story Tails Reading Program Expansion	\$2,500.00
Women's Law Project 125 South Ninth Street Suite 300 Philadelphia, PA 19107	Protecting and Advancing the Rights of Pregnant and Breastfeeding Low-Wage Workers, Students, and Inmates	\$4,000.00
Women's Opportunities Resource Center 2010 Chestnut Street Philadelphia, PA 19103	Promoting Self-Sufficiency through Credit- and Asset-Building	\$2,500.00
Women's Resource Center 113 W. Wayne Avenue Wayne, PA 19087	Resource Coordination for Women in Transition	\$1,500.00
Woodmere Art Museum 9201 Germantown Avenue Philadelphia, PA 19118	Art experiences for people with dementia and their caregivers	\$3,000.00
Woods Services Foundation 40 Martin Gross Drive Langhorne, PA 19047	Improving Health in Older Adults with Special Needs through Dance	\$1,000.00

World Affairs Council of Philadelphia One S. Broad Street - 2M Philadelphia, PA 19107	Global Smarts Mentoring Program for Middle School Students	\$1,500.00
WXPN - University of Pennsylvania 3025 Walnut Street Philadelphia, PA 19104	Musicians On Call	\$1,500.00
Zoological Society of Philadelphia 3400 West Girard Avenue Philadelphia, PA 19104-1196	Restaurant Experiential Conservation & Sustainability	\$30,000.00
		\$806,250.00