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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.

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 01-01-2018, and ending 12-31-2018

Name of foundation
THE SMITH FOUNDATION
AKA THE HOXIE HARRISON SMITH FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)
PO BOX 665

City or town, state or province, country, and ZIP or foreign postal code
DOWNTOWN, PA 19335

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) \$ 9,269,785

J Accounting method

☒ Cash

☐ Accrual

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

A Employer identification number
23-6238148

B Telephone number (see instructions)
(610) 970-3080

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))

Revenue

1 Contributions, gifts, grants, etc , received (attach schedule)

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

5a Gross rents

5b Net rental income or (loss)

6a Net gain or (loss) from sale of assets not on line 10

6b Gross sales price for all assets on line 6a

7 Capital gain net income (from Part IV, line 2)

8 Net short-term capital gain

9 Income modifications

10a Gross sales less returns and allowances

10b Less Cost of goods sold

10c Gross profit or (loss) (attach schedule)

11 Other income (attach schedule)

12 Total. Add lines 1 through 11

Operating and Administrative Expenses

13 Compensation of officers, directors, trustees, etc

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees (attach schedule)

16b Accounting fees (attach schedule)

16c Other professional fees (attach schedule)

17 Interest

18 Taxes (attach schedule) (see instructions)

19 Depreciation (attach schedule) and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses (attach schedule)

24 Total operating and administrative expenses. Add lines 13 through 23

25 Contributions, gifts, grants paid

26 Total expenses and disbursements. Add lines 24 and 25

27 Subtract line 26 from line 12

a Excess of revenue over expenses and disbursements

b Net investment income (if negative, enter -0-)

c Adjusted net income (if negative, enter -0-)

For Paperwork Reduction Act Notice, see instructions.

Cat No 11289X

Form 990-PF (2018)

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					
	2	Savings and temporary cash investments	248,551	496,840	496,840		
	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)	6,733,706	6,813,599	8,772,945		
	c	Investments—corporate bonds (attach schedule)					
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
	12	Investments—mortgage loans					
	13	Investments—other (attach schedule)					
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
15	Other assets (describe ▶ _____)						
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	6,982,257	7,310,439	9,269,785		
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					
	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	6,982,257	7,310,439			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund	0	0			
	29	Retained earnings, accumulated income, endowment, or other funds	0	0			
30	Total net assets or fund balances (see instructions)	6,982,257	7,310,439				
31	Total liabilities and net assets/fund balances (see instructions) .	6,982,257	7,310,439				

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	6,982,257
2	Enter amount from Part I, line 27a	2	328,182
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	7,310,439
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	7,310,439

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)
1 a PUBLICLY TRADED SECURITIES			
b CAPITAL GAINS DIVIDENDS	P		
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 1,580,282		1,231,217	349,065
b 384,816			384,816
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			349,065
b			384,816
c			
d			
e			

2 Capital gain net income or (net capital loss)	2	733,881
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))
2017	571,258	9,959,825	0 057356
2016	507,525	9,126,706	0 055609
2015	509,713	9,466,491	0 053844
2014	505,492	9,461,321	0 053427
2013	441,077	8,519,802	0 051771

2 Total of line 1, column (d)	2	0 272007
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	0 054401
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	10,357,701
5 Multiply line 4 by line 3	5	563,469
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	9,519
7 Add lines 5 and 6	7	572,988
8 Enter qualifying distributions from Part XII, line 4	8	615,726

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	9,519
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	9,519
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	9,519
6	Credits/Payments		
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a	6,400
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	0
d	Backup withholding erroneously withheld	6d	0
7	Total credits and payments. Add lines 6a through 6d.	7	6,400
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	3,119
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?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? (see Instructions for 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	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? If "Yes," attach a detailed description of the activities	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? If "Yes," attach a conformed copy of the changes	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? If "Yes," attach the statement required by General Instruction T	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? If "Yes," complete Part II, col (c), and Part XV	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? If "No," attach explanation .	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 2018 or the taxable year beginning in 2018? See the instructions for Part XIV. If "Yes," complete Part XIV	9	No
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	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 ► CHARLES P BARBER Telephone no ► (610) 970-3080			

Located at **►** PO BOX 665 DOWNINGTOWN PA ZIP+4 **►** 19335

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 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?	16	Yes	No
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes", enter the name of the foreign country ►			

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

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

1a	During the year did the foundation (either directly or indirectly)		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. ☐	1b		No
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? ☐	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 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? ☐ 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 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).	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 2018?	4b		No

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

		Yes	No
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? If "Yes," attach the statement required by Regulations section 53.4945–5(d)	☐ Yes ☐ No	
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		6b No
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
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 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, foundation managers and their compensation. See instructions				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				0

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

3 Five highest-paid independent contractors for professional services (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 ►	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities.	1a	10,172,170
b	Average of monthly cash balances.	1b	343,262
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	10,515,432
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	10,515,432
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	157,731
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	10,357,701
6	Minimum investment return. Enter 5% of line 5.	6	517,885

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	517,885
2a	Tax on investment income for 2018 from Part VI, line 5.	2a	9,519
b	Income tax for 2018 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	9,519
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	508,366
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	508,366
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	508,366

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	615,726
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	615,726
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b. See instructions.	5	9,519
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	606,207

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 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7				508,366
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2018				
a From 2013.	30,315			
b From 2014.	46,398			
c From 2015.	48,234			
d From 2016.	60,444			
e From 2017.	86,027			
f Total of lines 3a through e.	271,418			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ 615,726				
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.				508,366
e Remaining amount distributed out of corpus	107,360			
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	378,778			
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 instructions			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 (see instructions).	30,315			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	348,463			
10 Analysis of line 9				
a Excess from 2014.	46,398			
b Excess from 2015.	48,234			
c Excess from 2016.	60,444			
d Excess from 2017.	86,027			
e Excess from 2018.	107,360			

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 2018, 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) 2018	(b) 2017	(c) 2016	(d) 2015	
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					

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

Part XV	
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))	
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. to individuals or organizations under other conditions, complete items 2a, b, c, and d. See instructions.	
a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed CHARLES P BARBER PO BOX 665 DOWNINGTOWN, PA 19335 (610) 970-3080	
b The form in which applications should be submitted and information and materials they should include REQUESTS SHOULD BE SUBMITTED IN LETTER FORMAT AND SHOULD INCLUDE PROOF OF 501(C)(3) PUBLIC CHARITY STATUS	
c Any submission deadlines BEFORE AUGUST 31ST OF EACH YEAR	
d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors APPLICATIONS WILL ONLY BE ACCEPTED FROM 501(C)(3) PUBLIC CHARITIES THAT ARE LOCATED IN PHILADELPHIA AND ITS SURROUNDING FOUR COUNTIES	

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	
b <i>Approved for future payment</i>				
Total			▶ 3b	

Enter gross amounts unless otherwise indicated

13 Total. Add line 12, columns (b), (d), and (e).	13	977,351
(See worksheet in line 13 instructions to verify calculations)		

[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)		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) (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

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.

Sign Here	*****	2019-04-04	*****	May the IRS discuss this return with the preparer shown below (see instr)? ☒ Yes ☐ No
	Signature of officer or trustee	Date	Title	

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
	BRUCE BRAUNEWELLCPA				P00075336
	Firm's name ▶ CLIFTONLARSONALLEN LLP				Firm's EIN ▶ 41-0746749
Firm's address ▶ 610 W GERMANTOWN PIKE STE 400 PLYMOUTH MEETING, PA 19462					Phone no (215) 643-3900

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation				
(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
CHARLES P BARBER	PRESIDENT 1 00	700	0	0
PO BOX 665 DOWNINGTOWN, PA 19335				
WILLIAM W HEILIG	VICE PRESIDENT 1 00	700	0	0
PO BOX 665 DOWNINGTOWN, PA 19335				
MARK T LEDGER	VICE PRESIDENT 1 00	700	0	0
PO BOX 665 DOWNINGTOWN, PA 19335				
LEE E DANAY	ASSISTANT SECRETARY 1 00	700	0	0
PO BOX 665 DOWNINGTOWN, PA 19335				
BRUCE M BROWN	BOARD MEMBER 1 00	700	0	0
PO BOX 665 DOWNINGTOWN, PA 19335				
JACK T TOMARCHIO	BOARD MEMBER 1 00	700	0	0
PO BOX 665 DOWNINGTOWN, PA 19335				
KENNETH L BRIER	BOARD MEMBER 1 00	700	0	0
PO BOX 665 DOWNINGTOWN, PA 19335				
PAUL F PUGH	BOARD MEMBER 1 00	700	0	0
PO BOX 665 DOWNINGTOWN, PA 19335				
CHARLIE SHIELDS	BOARD MEMBER 1 00	0	0	0
PO BOX 665 DOWNINGTOWN, PA 19335				

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>				
ACADEMY OF NATURAL SCIENCES 1900 BENJAMIN FRANKLIN PARKWAY PHILADELPHIA, PA 191031101		PC	SUPPORT WOMEN IN NATURAL SCIENCE (WINS)	10,000
ACHIEVEABILITY35 N 60TH STREET PHILADELPHIA, PA 191393018		PC	COMPREHENSIVE FAMILY SELF-SUFFICIENCY PROGRAM	11,000
ARC OF CHESTER COUNTY 900 LAWRENCE DRIVE WEST CHESTER, PA 19380		PC	ADVOCACY PROGRAM	10,500
Total ▶ 3a				586,300

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>				
BAKER INDUSTRIES 184 PENNSYLVANIA AVENUE MALVERN, PA 193552864		PC	OPERATING EXPENSES	10,000
BETHESDA PROJECT 1630 SOUTH STREET PHILADELPHIA, PA 19146		PC	OPERATING EXPENSES	12,000
BOY SCOUTS OF AMERICA 504 SOUTH CONCORD ROAD WEST CHESTER, PA 193825261		PC	SCOUTREACH PROGRAM	10,000
Total ▶ 3a				586,300

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>				
CAMPHILL SPECIAL SCHOOL-BEAVER RUN 1784 FAIRVIEW ROAD GLENMOORE, PA 19343		PC	FINANCIAL ASSISTANCE TO RESIDENTS	10,000
CAMPHILL VILLAGE KIMBERTON HILLS PO BOX 1045 KIMBERTON, PA 19442		PC	STAND-BY GENERATOR	10,000
CARE CENTER FOUNDATION 127-129 S MATLACK STREET WEST CHESTER, PA 193823103		PC	OPERATING EXPENSES	11,000
Total ▶ 3a				586,300

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>				
CHESTER COUNTY FUTURES 704 HAYWOOD DRIVE EXTON, PA 19341		PC	PASSPORT TO COLLEGE PROGRAM	10,000
CITYTEAM CHESTER634 SPROUL ROAD CHESTER, PA 191031195		PC	OPERATING EXPENSES	11,000
COVENANT HOUSE PENNSYLVANIA 31 EAST ARMAT STREET PHILADELPHIA, PA 19144		PC	CHOP CONNECTIONS CLINIC	10,000
Total ▶ 3a				586,300

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>				
CRADLES TO CRAYONSPO BOX 799 WEST CONSHOHOCKEN, PA 19428		PC	OPERATING EXPENSES	10,000
DARLINGTON ARTS CENTER 977 SHAVERTOWN ROAD GARNET VALLEY, PA 190611104		PC	OUTREACH PROGRAM	5,000
DREXEL UNIVERSITY ARMY ROTC 3205 LANCASTER AVENUE PHILADELPHIA, PA 19104		PC	CADET SCHOLARSHIP AWARDS	7,000
Total ▶ 3a				586,300

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>				
ENTREPRENEUR WORKS 400 MARKET STREET SUITE 210 PHILADELPHIA, PA 19106		PC	OPERATING EXPENSES	10,000
ESPERANZA IMMIGRATION LEGAL SERVICES 4261 NORTH FIFTH STREET PHILADELPHIA, PA 19140		PC	CITIZENS ACCESS CENTER	8,500
FAMILY SERVICE OF CHESTER COUNTY 310 N MATLACK STREET WEST CHESTER, PA 193802620		PC	CHILD ABUSE PREVENTION	7,000
Total ▶ 3a				586,300

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>				
FIRST TROOP PHILADELPHIA CITY CAVALRY 22 SOUTH 23RD STREET PHILADELPHIA, PA 19103		PC	RESTORATION OF ARCHIVES	4,500
FRANKLIN INSTITUTE SCIENCE MUSEUM 222 NORTH 20TH STREET PHILADELPHIA, PA 19103		PC	SUPPORT PACTS PROGRAM	10,000
FREEDOMS FOUNDATION AT VALLEY FORGE PO BOX 67 VALLEY FORGE, PA 194810067		PC	OPERATING EXPENSES	10,000
Total			▶ 3a	586,300

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>				
FRIENDS HOME IN KENNETT SQUARE 147 WEST STATE STREET KENNETT SQUARE, PA 19348		PC	SPECIALTY FLOORING	10,000
GOOD WORKS INCPO BOX 1441 COATESVILLE, PA 19320		PC	REPAIR SUBSTANDARD HOUSING	10,000
HANDI-CRAFTERS INCPO BOX 72646 THORNDALE, PA 19372		PC	SKILL TRAINING PROGRAM	10,000
Total ▶ 3a				586,300

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>				
HOME OF THE SPARROW 969 E SWEDESFORD ROAD EXTON, PA 19341		PC	OPERATING EXPENSES	10,000
JONI AND FRIENDS 121 E CHESTNUT STREET SUITE 101 SOUDERTON, PA 18964		PC	FAMILY RETREAT PROGRAM	3,600
KELLY ANNE DOLAN MEMORIAL FUND 580 VIRGINIA DRIVE SUITE 110 FORT WASHINGTON, PA 19034		PC	WARD ADAPTIVE ASSISTANCE PROGRAM IN THE FIVE COUNTY AREA-NEW FAMILIES ONLY	7,500
Total ► 3a				586,300

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>				
LIBERTY USO 2700 SOUTHAMPTON ROAD ROOM 228 PHILADELPHIA, PA 19154		PC	FOOD AND HOSPITALITY NEEDS	10,000
MEALS ON WHEELS OF CENTRAL BUCKS COUNTY 252 BELMONT AVENUE DOYLESTOWN, PA 18901		PC	OPERATING EXPENSES	5,000
MELMARK2600 WAYLAND ROAD BERWYN, PA 193122307		PC	OPERATING EXPENSES	10,000
Total ▶ 3a				586,300

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>				
MERCY CAREER & TECHNICAL HIGH SCHOOL 2900 WEST HUNTING PARK AVENUE PHILADELPHIA, PA 191291803		PC	SCHOLARSHIP SUPPORT	10,000
MILITARY ORDER OF WORLD WARS 1528 BRIAN DRIVE WEST CHESTER, PA 19380		PC	SCHOLARSHIP AWARDS	9,500
MUSICOPIA INC 2001 MARKET STREET SUITE 700 PHILADELPHIA, PA 191037080		PC	MUSIC EDUCATION PROGRAMS IN CHESTER	12,000
Total ▶ 3a				586,300

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>				
NET TREATMENT SERVICES 499 N FIFTH STREET SUITE A PHILADELPHIA, PA 19123		PC	EMERGENCY FAMILY FUND	10,500
NEW HORIZONS SENIOR CENTER 206 PRICE AVENUE PO BOX 85 NARBERTH, PA 19072		PC	OPERATING EXPENSES	12,000
PAOLI 1 BOY SCOUTS OF AMERICA 1038 RADNOR ROAD WAYNE, PA 19087		PC	BRANCH RENOVATION, ADGEKEETUM CIRCLE	5,000
Total ▶ 3a				586,300

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 COLLEGE OF OPTOMETRY 8360 OLD YORK ROAD ELKINS PARK, PA 190271516		PC	SPECIAL NEEDS VISION IMPAIRMENT (SPARC)	7,500
PENNSYLVANIA SCHOOL FOR THE DEAF 100 W SCHOOL HOUSE LANE PHILADELPHIA, PA 19144		PC	HIGH SCHOOL SCIENCE CURRICULUM	10,000
PHILABUNDANCE 3616 SOUTH GALLOWAY STREET PHILADELPHIA, PA 191488402		PC	OPERATING EXPENSES	10,000
Total ▶ 3a				586,300

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				
PHILADELPHIA FUTURES 230 S BROAD STREET 7TH FLOOR PHILADELPHIA, PA 19102		PC	SPONSOR-A-SCHOLAR PROGRAM	10,000
PHILADELPHIA VIETNAM VETERANS MEMORIAL FUND INC PO BOX 29425 PHILADELPHIA, PA 19125		PC	BUILD A POW/MIA MONUMENT	2,500
POLICE ATHLETIC LEAGUE 3068 BELGRADE STREET PHILADELPHIA, PA 191345098		PC	VAN FOR COZEN POLICE ATHLETIC LEAGUE CENTER	10,000
Total ▶ 3a				586,300

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>				
SALVATION ARMY533 SWEDE STREET NORRISTOWN, PA 194040308		PC	OPERATING EXPENSES	10,000
SAUNDERS HOUSE 100 E LANCASTER AVENUE WYNNEWOOD, PA 19096		PC	OPERATING EXPENSES	10,000
SENIOR COMMUNITY SERVICES 600 SWARTHMORE AVENUE FOLSOM, PA 19033		PC	COGNITIVE STIMULATION PROGRAM	7,500
Total ▶ 3a				586,300

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>				
SPECIAL OLYMPICS PENNSYLVANIA 2570 BLVD OF THE GENERALS SUITE 124 NORRISTOWN, PA 194033697		PC	SUPPORT INTERSCHOLASTIC UNIFIED SPORTS (IUS)	8,000
SUMMER SEARCH1528 WALNUT STREET PHILADELPHIA, PA 19103		PC	YOUTH MENTORING PROGRAMS	5,000
SUPPORT CENTER FOR CHILD ADVOCATES 1617 JFK BLVD SUITE 1200 PHILADELPHIA, PA 19103		PC	YES PROGRAM	10,000
Total ▶ 3a				586,300

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>				
SURREY SERVICES FOR SENIORS 60 SURREY WAY DEVON, PA 19333		PC	MENTAL HEALTH RESOURCE CENTER	10,500
TECH IMPACT 417 N 8TH STREET SUITE 203 PHILADELPHIA, PA 19123		PC	SUPPORT IT WORKS	2,500
THE CENTER FOR AUTISM 3905 FORD ROAD SUITE 6 PHILADELPHIA, PA 191312824		PC	OPERATING EXPENSES	10,000
Total ► 3a				586,300

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				
THE CHESTER FUND 1500 HIGHLAND AVENUE CHESTER, PA 19013		PC	CHESTER CHARTER SCHOOL FOR THE ARTS	10,000
THE CITY SCHOOL 860 NORTH 24TH STREET PHILADELPHIA, PA 19130		PC	OPERATING EXPENSES	10,000
THE CLINIC HEALTHCARE FOR THE UNINSURED 143 CHURCH STREET PHOENIXVILLE, PA 19460		PC	OPERATING EXPENSES	10,000
Total ▶ 3a				586,300

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 FOOD TRUST ONE PENN CENTER 1617 JFK BLVD SUITE 900 PHILADELPHIA, PA 191031195		PC	EDUCATION OF YOUTH IN FARM TO SCHOOL ACTIVITIES	9,500
THE VILLAGE 452 SOUTH ROBERTS ROAD ROSEMONT, PA 19010		PC	VILLAGE SCHOOL	10,000
TRAVIS MANION FOUNDATION PO BOX 1485 DOYLESTOWN, PA 18901		PC	SUPPORT VETERAN SERVICES PROGRAM	11,700
Total ▶ 3a				586,300

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>				
TRISKELES 707 EAGLEVIEW BLVD SUITE 105 EXTON, PA 19341		PC	FOOD FOR THOUGHT PROGRAM	8,000
VETERANS MULTI-SERVICE CENTER 213-217 N 4TH STREET PHILADELPHIA, PA 191061801		PC	ESSENTIALS FOR VETERANS IN HOUSING PROGRAM	6,000
VILLANOVA UNIVERSITY NROTC UNIT 800 LANCASTER AVENUE VILLANOVA, PA 19085		PC	TWO MIDSHIPMEN SCHOLARSHIP AWARDS	7,000
Total ▶ 3a				586,300

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>				
VISITING NURSE ASSOCIATION COMMUNITY SERVICES 1421 HIGHLAND AVENUE ABINGTON, PA 190012685		PC	OPERATING EXPENSES	6,500
WAGNER FREE INSTITUTE OF SCIENCE 1700 W MONTGOMERY AVENUE PHILADELPHIA, PA 191213227		PC	OPERATING EXPENSES	10,000
WASHINGTON CROSSING FOUNDATION 6934 N RADCLIFFE STREET PO BOX 500 BRISTOL, PA 19007		PC	TWO SCHOLARSHIP AWARDS	5,000
Total ▶ 3a				586,300

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>				
WEST CHESTER AREA SENIOR CENTER 530 EAST UNION STREET WEST CHESTER, PA 19380		PC	OPERATING EXPENSES	10,000
WEST CHESTER UNIVERSITY FOUNDATIONROTC PO BOX 541 WEST CHESTER, PA 19381		PC	TWO SCHOLARSHIP AWARDS	6,000
WILLIAMSON COLLEGE OF THE TRADES 106 S NEW MIDDLETOWN ROAD MEDIA, PA 190635299		PC	PHILADELPHIA FLOWER SHOW	10,500
Total ▶ 3a				586,300

TY 2018 Accounting Fees Schedule**Name:** THE SMITH FOUNDATION

AKA THE HOXIE HARRISON SMITH FOUNDATION

EIN: 23-6238148

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	4,400	0		4,400

TY 2018 Investments Corporate Stock Schedule

Name: THE SMITH FOUNDATION
 AKA THE HOXIE HARRISON SMITH FOUNDATION
EIN: 23-6238148

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
HARBOR INTERNATIONAL FUND, 5465.863 SH	357,585	184,364
MATTHEWS ASIA INDIA INSTL CL, 5694.387 SH	200,070	151,243
OAKMARK FUND, 8167.434 SH	248,625	557,754
ROYCE SMALLER COMPANIES GROWTH SERVICE, 12802.512 SH	140,819	85,649
ROYCE MICRO CAP TR INC, 13667.6023 SH	147,304	101,414
VANGUARD EMERGING MARKETS ETF, 7350 SH	320,413	280,035
SPDR SER TR KBW REGL BKG ETF, 1650 SH	36,458	77,204
APPLE INC, 700 SH	41,007	110,418
CELGENE CORP, 500 SH	44,307	32,045
CHEVERON CORP COM, 1000 SH	65,020	108,790
COMCAST CORP CL A NEW, 1500 SH	50,088	51,075
CUMMINS INC, 600 SH	79,060	80,184
DEVON ENERGY CORP, 1000 SH	65,007	22,540
FREEPORT MORGAN, 2700 SH	18,244	27,837
HSBC HOLDINGS PLC, 1208 SH	63,763	49,661
INTEL CORP COM, 2200 SH	49,435	103,246
JOHNSON & JOHNSON COM, 1000 SH	54,322	129,050
JP MORGAN CHASE, 1000 SH	43,166	97,620
L3 COMMUNICATIONS HOLDINGS INC, 400 SH	26,846	69,464
MAGNA INTERNATIONAL INC CLASS A, 1900 SH	92,601	86,355
UGI CORP, 2500 SH	33,152	133,375
UNITED TECHNOLOGIES CORP, 400 SH	28,324	42,592
WALMART STORES INC, 1000 SH	49,684	93,150
WEYERHAUSER COMPANY, 1500 SH	39,546	32,790
VANGUARD SHORT-TERM INVESTMENT-GRADE FD ADM, 155549.133 SH	1,663,316	1,623,933
VANGUARD HIGH-YIELD CORP FD ADM, 137087.868 SH	799,022	744,387
VANGUARD 500 INDEX FUND ADM, 5933.602 SH	559,164	1,373,273
VANGUARD PRIMECAP FUND ADM, 12859.36 SH	858,484	1,555,339
VANGUARD HEALTH CARE FUND ADM, 638767.46 SH	638,767	768,158

TY 2018 Other Expenses Schedule**Name:** THE SMITH FOUNDATION

AKA THE HOXIE HARRISON SMITH FOUNDATION

EIN: 23-6238148**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OFFICE EXPENSES	2,335	0		2,335
ACCRUED INTEREST PAID	5,296	5,296		0
AMORTIZATION OF ACCRUED INTEREST	17,273	17,273		0

TY 2018 Other Income Schedule

Name: THE SMITH FOUNDATION

AKA THE HOXIE HARRISON SMITH FOUNDATION

EIN: 23-6238148

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
AIG CLASS ACTION SETTLEMENT	133		133

TY 2018 Other Professional Fees Schedule**Name:** THE SMITH FOUNDATION

AKA THE HOXIE HARRISON SMITH FOUNDATION

EIN: 23-6238148

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADMINISTRATIVE ASSISTANCE	9,600	0		9,600
ARCHIVE COSTS	2,500	0		2,500

TY 2018 Taxes Schedule**Name:** THE SMITH FOUNDATION

AKA THE HOXIE HARRISON SMITH FOUNDATION

EIN: 23-6238148

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
990-PF FEDERAL EXCISE TX	8,140	0		0
FOREIGN TAXES AND FEES	2,734	2,734		0