

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 1545-0047

2019

Open to Public Inspection

For calendar year 2019 or tax year beginning

, and ending

Name of foundation

VESTA FUND

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

PO BOX 645

Room/suite

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

GWYNEDD VALLEY, PA 19437-0645

A Employer identification number

26-1275074

B Telephone number

215-419-6000C If exemption application is pending check here ☐D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test
check here and attach computation ☐E If private foundation status was terminated
under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination
under section 507(b)(1)(B), check here ☐

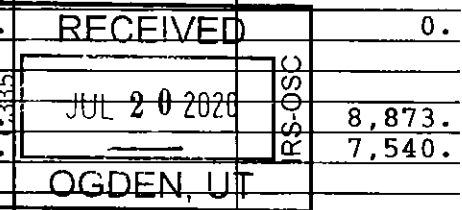
G Check all that apply

☐ 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 foundationI Fair market value of all assets at end of year
(from Part II, col (c), line 16)J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify)▶ \$ **11,229,829.** (Part I, column (d), must be on cash basis)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b) (c) and (d) may not necessarily equal the amounts in column (a))		(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		0.		N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		230,453.	230,453.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		106,136.			
b Gross sales price for all assets on line 6a		3,119,371.			
7 Capital gain net income (from Part IV line 2)			106,136.		
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		1,308.	<1,050.>		STATEMENT 2
12 Total. Add lines 1 through 11		337,897.	335,539.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees STMT 3		8,873.	0.		8,873.
b Accounting fees STMT 4		7,540.	0.		7,540.
c Other professional fees					
17 Interest					
18 Taxes STMT 5		5,759.	4,716.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 6		95,523.	31,724.		89,828.
24 Total operating and administrative expenses. Add lines 13 through 23		117,695.	36,440.		106,241.
25 Contributions, gifts, grants paid		417,950.			417,950.
26 Total expenses and disbursements. Add lines 24 and 25		535,645.	36,440.		524,191.
27 Subtract line 26 from line 12		<197,748.>			
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative enter 0)			299,099.		
c Adjusted net income (if negative enter 0-)				N/A	



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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing					
	2 Savings and temporary cash investments			627,771.	508,069.	508,069.
	3 Accounts receivable ▶					
	Less: allowance for doubtful accounts ▶			6,627.		8,580.
	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 7			7,000,408.	7,088,569.	8,392,957.
	c Investments - corporate bonds STMT 8			1,547,549.	1,548,622.	1,564,044.
	11 Investments - land, buildings, and equipment basis ▶					
Less: accumulated depreciation ▶						
12 Investments - mortgage loans						
13 Investments - other STMT 9			664,612.	637,816.	756,179.	
14 Land, buildings, and equipment basis ▶						
Less: accumulated depreciation ▶						
15 Other assets (describe ▶)						
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)			9,846,967.	9,783,076.	11,229,829.	
Liabilities	17 Accounts payable and accrued expenses					
	18 Grants payable					
	19 Deferred revenue					
	20 Loans from officers, directors, trustees, and other disqualified persons					
	21 Mortgages and other notes payable					
	22 Other liabilities (describe ▶)					
23 Total liabilities (add lines 17 through 22)			0.	0.		
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here ▶ <input type="checkbox"/>					
	24 Net assets without donor restrictions					
	25 Net assets with donor restrictions					
	Foundations that do not follow FASB ASC 958, check here ▶ <input checked="" type="checkbox"/>					
	26 Capital stock, trust principal, or current funds			0.	0.	
	27 Paid-in or capital surplus, or land, bldg., and equipment fund			0.	0.	
	28 Retained earnings, accumulated income, endowment, or other funds			9,846,967.	9,783,076.	
	29 Total net assets or fund balances			9,846,967.	9,783,076.	
30 Total liabilities and net assets/fund balances			9,846,967.	9,783,076.		

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 29 (must agree with end-of-year figure reported on prior year's return)	1 9,846,967.
2 Enter amount from Part I, line 27a	2 <197,748.>
3 Other increases not included in line 2 (itemize) ▶ <u>TIMING AND OTHER BOOK DIFFERENCES</u>	3 133,857.
4 Add lines 1, 2, and 3	4 9,783,076.
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 29	6 9,783,076.

Part IV Capital Gains and Losses for Tax on Investment Income

(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 SECURITIES	P		
b CAPITAL GAIN DISTRIBUTIONS	P		
c K-1 GAINS	P		
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 2,976,838.		3,013,235.	<36,397.>
b 125,100.			125,100.
c 17,433.			17,433.
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			<36,397.>
b			125,100.
c			17,433.
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	106,136.
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))
2018	917,844.	10,475,405.	.087619
2017	1,320,975.	7,676,850.	.172073
2016	976,577.	5,227,393.	.186819
2015	4,155,012.	6,588,616.	.630635
2014	627,115.	8,285,828.	.075685

2 Total of line 1, column (d)	2	1.152831
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	.230566
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	10,440,658.
5 Multiply line 4 by line 3	5	2,407,261.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,991.
7 Add lines 5 and 6	7	2,410,252.
8 Enter qualifying distributions from Part XII, line 4	8	524,191.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. 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 <input type="checkbox"/> and enter 1% of Part I, line 27b		1	5,982.
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	5,982.
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	5,982.
6 Credits/Payments:			
a 2019 estimated tax payments and 2018 overpayment credited to 2019	6a	8,577.	
b Exempt foreign organizations - tax withheld at source	6b	0.	
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	8,577.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	0.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	2,595.	
11 Enter the amount of line 10 to be: Credited to 2020 estimated tax <input type="checkbox"/> 2,595. Refunded <input type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b 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
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 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?	X	
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. <input type="checkbox"/> 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 2019 or the tax year beginning in 2019? 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

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 ► THE VESTA FUND Telephone no. ► 215-419-6000 Located at ► PO BOX 645, GWYNEDD VALLEY, PA ZIP+4 ► 19437-0645		
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 2019, 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 ►		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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions Organizations relying on a current notice regarding disaster assistance, check here	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 2019?		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 2019, did the foundation have any undistributed income (Part XIII, lines 6d and 6e) for tax year(s) beginning before 2019? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2019 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 Form 4720, Schedule C, to determine if the foundation had excess business holdings in 2019.)	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 2019?		X

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

5a During the year, did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions

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
GEOFFREY W. JACKSON	DIRECTOR			
PO BOX 663				
GWYNEDD, PA 194370652	0.50	0.	0.	0.
GRETCHEN E. JACKSON	DIRECTOR			
PO BOX 663				
GWYNEDD, PA 194370652	0.50	0.	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

Form 990-PF (2019)

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	9,249,065.
b	Average of monthly cash balances	1b	590,305.
c	Fair market value of all other assets	1c	760,283.
d	Total (add lines 1a, b, and c)	1d	10,599,653.
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	10,599,653.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	158,995.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	10,440,658.
6	Minimum investment return. Enter 5% of line 5	6	522,033.

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	522,033.
2a	Tax on investment income for 2019 from Part VI, line 5	2a	5,982.
b	Income tax for 2019. (This does not include the tax from Part VI.)	2b	3.
c	Add lines 2a and 2b	2c	5,985.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	516,048.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	516,048.
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	516,048.

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	524,191.
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	524,191.
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	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	524,191.

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 2018	(c) 2018	(d) 2019
1 Distributable amount for 2019 from Part XI, line 7				516,048.
2 Undistributed income, if any, as of the end of 2019				
a Enter amount for 2018 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2019:				
a From 2014	240,731.			
b From 2015	3,825,721.			
c From 2016	718,379.			
d From 2017	955,349.			
e From 2018	403,677.			
f Total of lines 3a through e	6,143,857.			
4 Qualifying distributions for 2019 from Part XII, line 4: ► \$	524,191.			
a Applied to 2018, 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 2019 distributable amount				516,048.
e Remaining amount distributed out of corpus	8,143.			
5 Excess distributions carryover applied to 2019 (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:	6,152,000.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
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 2018. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2019. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2020				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 2014 not applied on line 5 or line 7	240,731.			
9 Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a	5,911,269.			
10 Analysis of line 9:				
a Excess from 2015	3,825,721.			
b Excess from 2016	718,379.			
c Excess from 2017	955,349.			
d Excess from 2018	403,677.			
e Excess from 2019	8,143.			

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

N/A

- 1 a. If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2019, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(j)(3) or ☐ 4942(j)(5)

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

b 85% of line 2a

c Qualifying distributions from Part XII, line 4, for each year listed

d Amounts included in line 2c not used directly for active conduct of exempt activities

e Qualifying distributions made directly for active conduct of exempt activities.

Subtract line 2d from line 2c

- 3 Complete 3a, b, or c for the alternative test relied upon:

a "Assets" alternative test - enter:

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6, for each year listed

c "Support" alternative test - enter:

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.)**1 Information Regarding Foundation Managers:**

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

GEOFFREY W. JACKSON

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

NONE

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

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

- a The name, address, and telephone number or email address of the person to whom applications should be addressed:

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

- c Any submission deadlines:

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

Part XV Supplementary Information (continued)**3** Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient 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				
STATEMENT B				417,950.
Total			3a	417,950.
b Approved for future payment				
NONE				
Total			3b	0.

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


- | | | Yes | No |
|----------|--|-------|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c)(3) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| 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

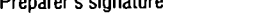
- | b If "Yes," complete the following schedule. | | |
|--|--------------------------|---------------------------------|
| (a) Name of organization | (b) Type of organization | (c) Description of relationship |
| N/A | | |
| | | |
| | | |
| | | |

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.

 7/13/2020 **PRESIDENT**

Signature of officer or trustee Date Title

May the IRS discuss this return with the preparer shown below? See instr. ☒ Yes ☐ No

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	DAVID DOTSON		7-7-20		P00738401
	Firm's name ▶ DELOITTE TAX LLP			Firm's EIN ▶ 86-1065772	
	Firm's address ▶ 1700 MARKET STREET PHILADELPHIA, PA 19103			Phone no. 215-246-2300	

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
GLENMEDE	230,278.	0.	230,278.	230,278.	
K-1 INTEREST	175.	0.	175.	175.	
TO PART I, LINE 4	230,453.	0.	230,453.	230,453.	

FORM 990-PF

OTHER INCOME

STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
NONDIV DISTR	1,308.	0.	
OTHER INCOME - LLR INCOME/LOSS - UBIT	1,050.	0.	
OTHER INCOME - LLR INCOME/LOSS - OTHER	<1,050.>	<1,050.>	
TOTAL TO FORM 990-PF, PART I, LINE 11	1,308.	<1,050.>	

FORM 990-PF

LEGAL FEES

STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	8,873.	0.		8,873.
TO FM 990-PF, PG 1, LN 16A	8,873.	0.		8,873.

FORM 990-PF

ACCOUNTING FEES

STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	7,540.	0.		7,540.
TO FORM 990-PF, PG 1, LN 16B	7,540.	0.		7,540.

FORM 990-PF

TAXES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAXES	1,043.	0.		0.
FOREIGN TAXES	4,716.	4,716.		0.
TO FORM 990-PF, PG 1, LN 18	5,759.	4,716.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
GLENMEDE FEES	30,957.	30,957.		0.
INSURANCE	2,773.	0.		2,773.
PHILANTHROPIC ADVISORY FEE	1,500.	0.		1,500.
OTHER PHILANTHROPY ADVISORY FEES - CONSULTANT	16,150.	0.		42,152.
OTHER EXPENSES	2,981.	767.		2,241.
RENT	17,325.	0.		17,325.
OFFICE IMPROVEMENTS	23,837.	0.		23,837.
TO FORM 990-PF, PG 1, LN 23	95,523.	31,724.		89,828.

FORM 990-PF

CORPORATE STOCK

STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK -SEE STATEMENT A	7,088,569.	8,392,957.
TOTAL TO FORM 990-PF, PART II, LINE 10B	7,088,569.	8,392,957.

FORM 990-PF

CORPORATE BONDS

STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
FIXED INCOME - SEE STATEMENT A	1,548,622.	1,564,044.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,548,622.	1,564,044.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 9

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ALTERNATIVE INVESTMENTS - SEE STATEMENT A	COST	637,816.	756,179.
TOTAL TO FORM 990-PF, PART II, LINE 13		637,816.	756,179.

12/01/2019 - 12/31/2019

HOLDINGS LIST

Security Name	Quantity	Symbol	Bond Rating	Unit Cost	Total Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Cash										
CASH				1.00	(224.38)	1.00	(224.38)	-	-	0.0%
GS FS GOVERNMENT FUND	508.293 00	FGTXX		1.00	508.293 00	1.00	508.293 00	-	8,326.64	1.6%
Cash Total					508,068.62		508,068.62		8,326.64	1.6%

Fixed Income

Taxable

GLENMEDE CORE FIXED INCOME	96.917 66	GTCGX		11.15	1,080,858.24	11.23	1,088,385.33	7,527.09	25,683.18	2.4%
TIAA-CREF SOCIAL CHOICE BOND FUND INSTL DTD 5/1/2018	11,021.93	TSBIX		10.05	110,810.28	10.56	116,391.60	5,581.32	3,033.62	2.6%
Taxable Total					1,191,668.52		1,204,776.93	13,108.41	28,716.80	2.4%
High Yield										
TIAA CREF HIGH YIELD FUND - IN DTD 5/1/2012	111,049.31	TIHYX		9.70	107,125.14	9.89	109,277.64	2,152.50	6,132.36	5.6%
High Yield Total					107,125.14		109,277.64	2,152.50	6,132.36	5.6%
International										
BLACKROCK STRATEGIC INCOME OPP DTD 9/17/2018	21,972.16	BSIIX		10.00	219,828.25	9.97	219,062.42	(765.83)	6,787.57	3.1%
International Total					219,828.25		219,062.42	(765.83)	6,787.57	3.1%

TIPS

VANGUARD SHORT TERM INFL PROTECTED FUND	1,252.61	VTAPX		23.95	30,000.00	24.69	30,926.94	926.94	600.00	1.9%
TIPS Total					30,000.00		30,926.94	926.94	600.00	1.9%
Fixed Income Total					1,548,621.91		1,564,043.93	15,422.02	42,236.74	2.7%

12/01/2019 - 12/31/2019

Security Name	Quantity	Symbol	Bond Rating	Unit Cost	Total Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Equity										
Large Cap										
Mutual Funds										
GLENMEDE LARGE CAP VALUE	52,944.85	GTIMEX		11.03	584,029.41	9.72	514,623.89	(69,405.52)	9,741.85	1.9% +
GLENMEDE RESPONSIBLE ESG	21,213.64	RESGX		11.84	251,223.58	15.39	326,477.89	75,254.31	3,330.54	1.0% +
GLENMEDE SECURED OPTIONS	11,676.26	GTSOX		12.04	140,562.62	12.32	143,851.49	3,288.87	-	0.0% +
GLENMEDE WOMEN IN LEADERSHIP	8,057.30	GWILX		11.17	90,000.00	14.95	120,456.58	30,456.58	1,103.85	0.9%
PARNA SSUS CORE EQUITY FUND	2,627.66	PRILX		37.44	98,377.36	47.10	123,762.60	25,385.24	1,182.45	1.0% +
S & P 500 DEPOSITORY RECEIPT	1,939.00	SPY		208.11	403,516.71	321.86	624,086.54	220,569.83	10,893.30	1.7% +
VANGUARD PRIMECAP FUND ADMIRAL SHARES	6,527.41	VPMAX		118.50	773,465.98	144.17	941,056.99	167,591.01	12,095.29	1.3% +
VANGUARD TOTAL STOCK MKT ETF	1,300.00	VTI		120.24	156,312.06	163.62	212,706.00	56,393.94	3,776.50	1.8%
Separately Managed Accounts⁽¹⁾										
Glenmede Quant U S Large Cap Core					2,543,695.06		3,135,738.89	592,043.83	56,664.23	1.8%
Large Cap Total					5,041,182.78		6,142,760.87	1,101,578.09	98,788.01	1.6%
Small Cap										
Mutual Funds										
CALVERT SMALL CAP FUND	16,208.18	CALRX		26.54	430,225.59	28.12	455,774.05	25,548.46	1,119.99	0.2% +
GLENMEDE SMALL CAP ADV	2,823.35	GTCSX		26.09	73,647.86	25.82	72,898.97	(748.89)	167.71	0.2% +
ISHARES TRUST RUSSELL 2000 INDEX FUND	1,408.00	IWM		132.67	186,795.20	165.67	233,263.36	46,468.16	2,937.09	1.3% +
Small Cap Total					690,668.65		761,936.38	71,267.73	4,224.78	0.6%

Security Name	Quantity	Symbol	Bond Rating	Unit Cost	Total Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
International										
Mutual Funds										
CALVERT EMERGING MARKETS EQUITY FUND	1,583.11	CVMRX		14.21	22,500.00	17.86	28,274.38	5,774.38	213.72	0.8%
DFA INTERNATIONAL CORE EQUITY	9,560.36	DRIEX		14.04	134,227.41	13.81	132,028.53	(2,198.88)	3,824.14	2.9%
DFA INTERNATIONAL SUSTAINABILITY CORE	7,945.52	DFSPX		8.81	70,000.00	11.03	87,639.04	17,639.04	2,208.85	2.5%
DOMINI IMPACT INTERNATIONAL EQUITY FUND	4,737.61	DOMOX		6.86	32,500.00	8.01	37,948.25	5,448.25	1,321.79	3.5%
GLENMEDE QUANT INTERNATIONAL EQUITY	53,305.86	GTCIX		12.90	687,684.25	14.42	768,670.47	80,984.22	22,708.30	3.0% +
MATTHEWS PACIFIC TIGER FUND	4,230.94	MIPTX		27.65	116,966.93	28.71	121,470.34	4,503.41	825.03	0.7% +
TWEEDY BROWNE GLOBAL VALUE FUND	11,155.00	TBGVX		26.25	292,836.78	27.99	312,228.48	19,391.70	4,975.13	1.6% +
International Total					1,356,717.37		1,488,259.49	131,542.12	36,076.97	2.4%
Equity Total					7,088,588.80		8,372,936.78	1,304,387.94	139,089.76	1.7%

Alternative Assets

Real Estate										
BNY MELLON GLOBAL REAL ESTATE SEC FUND	11,380.78	DRUX		9.45	107,501.47	9.07	103,223.64	(4,277.83)	4,506.79	4.4% +
VANGUARD GLOBAL EX US REAL ESTATE	471.00	VNQI		51.81	24,401.71	59.09	27,831.39	3,429.68	2,108.67	7.6%
VANGUARD INDEX FDS REAL ESTATE ETF	335.00	VNQ		74.13	24,833.11	92.79	31,084.65	6,251.54	1,053.24	3.4%
Real Estate Total					156,736.29		162,139.68	5,403.39	7,668.69	4.7%
Private Equity										
LLR EQUITY PARTNERS IV LP	146,769.00			-	-	0.95	139,328.79	139,328.79	-	0.0%
Private Equity Total					-		139,328.79	139,328.79	-	0.0%

12/01/2019 - 12/31/2019

Security Name	Quantity	Symbol	Bond Rating	Unit Cost	Total Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Absolute Return										
AQR MULTI ASSET FUND	12,722.10	AQRX		10.05	127,876.99	9.66	122,895.44	(4,981.55)	8,167.58	6.6% +
AQR STYLE PREMIA ALTERNATIVE FUND	11,443.17	QSPIX		9.59	109,714.02	8.15	93,261.83	(16,452.19)	1,510.50	1.6% +
GLENMEDE QUANT US LONG/SHORT EQUITY	9,791.40	GTAPX		11.38	111,452.48	12.20	119,455.04	8,002.56	1,145.59	1.0% +
VANGUARD MARKET NEUTRAL FUND	9,560.81	VMNFX		11.72	112,036.71	10.19	97,424.68	(14,612.03)	3,078.58	3.2% +
Absolute Return Total					461,080.20		433,036.99	(28,043.21)	13,902.26	3.2%
Commodities										
PARAMETRIC COMMODITY STRATEGY FUND	4,081.63	EIPCX		4.90	20,000.00	5.31	21,673.47	1,673.47	333.47	1.5%
Commodities Total					20,000.00		21,673.47	1,673.47	333.47	1.5%
Alternative Assets Total					637,816.49		756,178.93	118,362.44	21,904.42	2.9%
Total For 0749-22-4/2					9,783,075.82		11,221,248.22	1,438,172.40	211,557.56	1.9%
Accrued Income							8,580.09			
Grand Total							\$11,229,828.31			

+ Multiple lots

(1) Holdings in Separately Managed Accounts follow

STATEMENT B

VESTA FUND

NAME OF RECIPIENT	DATE	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF THE GRANT	TOTAL PAID
Ambler Theater, Inc	1/4/2019	501 (c) 3	35mm Film Festival Year #2 of 3	15,000 00
HealthLink Dental Clinic	1/4/2019	501 (c) 3	2018 Matching Gift Challenge Grant	26,345 00
The Public School of Germantown Academy	1/7/2019	501 (c) 3	Operating Account Lower School Tinker Lab Year #2 of 4	25,000 00
St Thomas Church Whitemarsh	2/19/2019	501 (c) 3	Marketing to Promote C S Lewis Festival	10,000 00
Hiway Theatre, Inc	3/4/2019	501 (c) 3	Classroom Education Program and KIDS! Series	25,000 00
The Public School of Germantown Academy	3/18/2019	501 (c) 3	Operating Account Lower School Library and Learning Commons Year #1 of 4	12,500 00
Ambler Theater, Inc	4/1/2019	501 (c) 3	Film 101 Series Payment #4 of 10	25,000 00
Gwynedd Friends School	6/13/2019	501 (c) 3	Funding new part-time positions for a Director of Development and Director of Admissions	35,000 00
The Episcopal Academy	6/26/2019	501 (c) 3	Operating Account In honor of Dr Burke	25,000 00
HealthLink Dental Clinic	7/19/2019	501 (c) 3	Deposit on Search for Major Gifts Officer	12,000 00
Thomas Jefferson University	8/8/2019	501 (c) 3	TJU Corporate Account MATER program	30,000 00
Greater Philadelphia YMCA	8/14/2019	501 (c) 3	One-third for capital campaign for construction of Willow Grove Y Center, Two-thirds for Fit360 program	100,000 00
Albert Einstein Medical Center	8/29/2019	501 (c) 3	DadLab installment 1 of 5	50,000 00
Ambler Theater, Inc	8/30/2019	501 (c) 3	Film Now Initiative	15,000 00
HealthLink Dental Clinic Inc	11/21/2019	501 (c) 3	TAG recruitment expenses associated with Major Gifts Officer search	2,105 00
Mattie N Dixon Community Cupboard, Inc	12/10/2019	501 (c) 3	Unrestricted	10,000 00
VEST FUND TOTAL				417,950.00