

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.

For calendar year 2024, or tax year beginning 01-01-2024, and ending 12-31-2024

Name of foundation: WYNCOTE FOUNDATION. A Employer identification number: 26-3535044. B Telephone number: (215) 557-9577. 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. H Check type of organization: Section 501(c)(3) exempt private foundation. I Fair market value of all assets at end of year: \$604,878,245. J Accounting method: Accrual.

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).)

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes (cash basis only). Rows include: 1 Contributions, gifts, grants, etc., received; 2 Check if 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; b Net rental income or (loss); 6a Net gain or (loss) from sale of assets not on line 10; b Gross sales price for all assets on line 6a; 7 Capital gain net income; 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; 12 Total. Add lines 1 through 11; 13 Compensation of officers, directors, trustees, etc.; 14 Other employee salaries and wages; 15 Pension plans, employee benefits; 16a Legal fees; b Accounting fees; c Other professional fees; 17 Interest; 18 Taxes; 19 Depreciation; 20 Occupancy; 21 Travel, conferences, and meetings; 22 Printing and publications; 23 Other expenses; 24 Total operating and administrative expenses; 25 Contributions, gifts, grants paid; 26 Total expenses and disbursements; 27 Subtract line 26 from line 12; a Excess of revenue over expenses and disbursements; b Net investment income; c Adjusted net income.

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	96,398	301,260	301,260
	2	Savings and temporary cash investments	14,420,696	12,984,223	12,984,223
	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)	269,145,862	278,456,330	278,456,330
	c	Investments—corporate bonds (attach schedule)	93,593,444	112,155,854	112,155,854
	11	Investments—land, buildings, and equipment: basis ▶ _____ Less: accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	204,012,208	200,980,578	200,980,578
	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)	581,268,608	604,878,245	604,878,245	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable	12,454,917	11,431,341	
	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 ▶ _____)	1,140,000	1,400,000	
	23	Total liabilities (add lines 17 through 22).	13,594,917	12,831,341	
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here <input checked="" type="checkbox"/> and complete lines 24, 25, 29 and 30.				
	24	Net assets without donor restrictions	567,673,691	592,046,904	
	25	Net assets with donor restrictions			
	Foundations that do not follow FASB ASC 958, check here <input type="checkbox"/> and complete lines 26 through 30.				
	26	Capital stock, trust principal, or current funds			
	27	Paid-in or capital surplus, or land, bldg., and equipment fund			
	28	Retained earnings, accumulated income, endowment, or other funds			
29	Total net assets or fund balances (see instructions)	567,673,691	592,046,904		
30	Total liabilities and net assets/fund balances (see instructions)	581,268,608	604,878,245		

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)	1 567,673,691
2	Enter amount from Part I, line 27a	2 4,907,438
3	Other increases not included in line 2 (itemize) ▶ _____	3 19,735,775
4	Add lines 1, 2, and 3	4 592,316,904
5	Decreases not included in line 2 (itemize) ▶ _____	5 270,000
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29.	6 592,046,904

Part IV Capital Gains and Losses for Tax on Investment Income

Table with 4 columns: (a) List and describe the kind(s) of property sold, (b) How acquired, (c) Date acquired, (d) Date sold. Includes rows for PUBLICLY TRADED SECURITIES and OAK HILL ADVISORS EUROPEAN STRATEGIC CREDIT FUND.

Table with 4 columns: (e) Gross sales price, (f) Depreciation allowed, (g) Cost or other basis plus expense of sale, (h) Gain or (loss). Includes summary rows at the bottom.

Table with 4 columns: (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), (l) Gains (Col. (h) gain minus col. (k)).

Summary rows for Capital gain net income or (net capital loss) and Net short-term capital gain or (loss).

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

Table with 11 rows for excise tax calculations, including exemptions, estimated tax payments, and tax due.

Part VI-A Statements Regarding Activities

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?
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition.
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.
c Did the foundation file Form 1120-POL for this year?
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:
(1) On the foundation. (2) On foundation managers.
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers.
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.
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?
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?
b If "Yes," has it filed a tax return on Form 990-T for this year?
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?
If "Yes," attach the statement required by General Instruction T.
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?
7 Did the foundation have at least \$5,000 in assets at any time during the year?
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?
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 2024 or the taxable year beginning in 2024?
10 Did any persons become substantial contributors during the tax year?
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)?
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges?
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address

Table with 3 columns: Question ID, Yes, No. Rows correspond to questions 1a through 13.

14 The books are in care of KRISTIN ROSS ROBINSON Telephone no. (215) 557-9577
Located at 1717 ARCH STREET SUITE 1430 PHILADELPHIA PA 19103 ZIP+4

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 2024, 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

Table with 3 columns: Question ID, Yes, No. Row 16.

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

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

- 1a** During the year did the foundation (either directly or indirectly):
 - (1)** Engage in the sale or exchange, or leasing of property with a disqualified person?
 - (2)** Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
 - (3)** Furnish goods, services, or facilities to (or accept them from) a disqualified person?
 - (4)** Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
 - (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)?
 - (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.)
- 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
- c** Organizations relying on a current notice regarding disaster assistance check here.
- d** 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 2024?
- 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 2024, did the foundation have any undistributed income (Part XII, lines 6d and 6e) for tax year(s) beginning before 2024?
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.)
 - 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?
- b** If "Yes," did it have excess business holdings in 2024 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 2024.)
- 4a** Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
- 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 2024?

	Yes	No
1a(1)		No
1a(2)		No
1a(3)		No
1a(4)	Yes	
1a(5)		No
1a(6)		No
1b		No
1d		No
2a		No
2b		
3a		No
3b		
4a		No
4b		No

Part VI-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))?
 - (2)** Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?
 - (3)** Provide a grant to an individual for travel, study, or other similar purposes?
 - (4)** Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions
 - (5)** Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?
- 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
- c** Organizations relying on a current notice regarding disaster assistance check
- d** 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).
- 6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?
- b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?
If "Yes" to 6b, file Form 8870.
- 7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?
- 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 during the year?

	Yes	No
5a(1)		No
5a(2)		No
5a(3)		No
5a(4)	Yes	
5a(5)		No
5b		No
5d	Yes	
6a		No
6b		No
7a		No
7b		
8		No

Part VII 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
DUNCAN A HAAS 1717 ARCH STREET SUITE 1430 PHILADELPHIA, PA 19103	BOARD CHAIR 4.00	0	0	0
DAVID W HAAS 1717 ARCH STREET SUITE 1430 PHILADELPHIA, PA 19103	VICE CHAIR/SECRETARY 4.00	0	0	0
FREDERICK R HAAS 1717 ARCH STREET SUITE 1430 PHILADELPHIA, PA 19103	VICE CHAIR 4.00	0	0	0
LEONARD C HAAS 1717 ARCH STREET SUITE 1430 PHILADELPHIA, PA 19103	VICE CHAIR 4.00	0	0	0
KRISTIN ROSS ROBINSON 1717 ARCH STREET SUITE 1430 PHILADELPHIA, PA 19103	EXECUTIVE DIRECTOR/ASST. TREASURER 40.00	300,000	33,911	0

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SARA SCHREFFLER 1717 ARCH ST SUITE 1430 PHILADELPHIA, PA 19103	MANAGING DIRECTOR 40.00	132,530	5,830	0
KATE K HOLDSWORTH 1717 ARCH ST SUITE 1430 PHILADELPHIA, PA 19103	GRANTS AND OPERATION 40.00	120,508	13,137	0
HAZEL EATON 1717 ARCH ST SUITE 1430 PHILADELPHIA, PA 19103	OPERATIONS ASSISTANT 32.00	68,793	6,206	0
Total number of other employees paid over \$50,000.				0

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
WELLS FARGO BANK NA 420 MONTGOMERY STREET SAN FRANCISCO, CA 94104	INVESTMENT MANAGEMENT FEES	716,032
EDGEWOOD MANAGEMENT 535 MADISON AVENUE 15TH FLOOR NEW YORK, NY 10022	INVESTMENT MANAGEMENT FEES	229,737
FO HOUSTOUN 1717 ARCH STREET SUITE 1430 PHILADELPHIA, PA 19103	CONSULTING FEES	132,950
SEGAL MARCO ADVISORS 116 HUNTINGTON AVENUE BOSTON, MA 021165744	CONSULTING FEES	131,318
VANGUARD GROUP PO BOX 780216 PHILADELPHIA, PA 19178	INVESTMENT MANAGEMENT FEES	68,205

Total number of others receiving over \$50,000 for professional services. ▶

Part VIII- 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 VIII- 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 IX 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	380,547,029
b	Average of monthly cash balances.	1b	14,673,880
c	Fair market value of all other assets (see instructions).	1c	200,980,578
d	Total (add lines 1a, b, and c).	1d	596,201,487
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	596,201,487
4	Cash deemed held for charitable activities. Enter 1.5% (0.015) of line 3 (for greater amount, see instructions).	4	8,943,022
5	Net value of noncharitable-use assets. Subtract line 4 from line 3.	5	587,258,465
6	Minimum investment return. Enter 5% (0.05) of line 5.	6	29,362,923

Part X 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 IX, line 6.	1	29,362,923
2a	Tax on investment income for 2024 from Part V, line 5.	2a	490,285
b	Income tax for 2024. (This does not include the tax from Part V.).	2b	23,762
c	Add lines 2a and 2b.	2c	514,047
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	28,848,876
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	28,848,876
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 XII, line 1.	7	28,848,876

Part XI 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	27,257,637
b	Program-related investments—total from Part VIII-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 XII, line 4.	4	27,257,637

Part XII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2023	(c) 2023	(d) 2024
1 Distributable amount for 2024 from Part X, line 7				28,848,876
2 Undistributed income, if any, as of the end of 2024:				
a Enter amount for 2023 only.			0	
b Total for prior years: 20 ____, 20 ____, 20 ____		0		
3 Excess distributions carryover, if any, to 2024:				
a From 2019.		13,770,760		
b From 2020.		4,072,185		
c From 2021.				
d From 2022.		2,260,240		
e From 2023.				
f Total of lines 3a through e.	20,103,185			
4 Qualifying distributions for 2024 from Part XI, line 4: ▶ \$ <u>27,257,637</u>				
a Applied to 2023, 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 2024 distributable amount				27,257,637
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2024. (If an amount appears in column (d), the same amount must be shown in column (a).)	1,591,239			1,591,239
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	18,511,946			
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 2023. Subtract line 4a from line 2a. Taxable amount—see instructions.			0	
f Undistributed income for 2024. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2025				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 2019 not applied on line 5 or line 7 (see instructions)	12,179,521			
9 Excess distributions carryover to 2025. Subtract lines 7 and 8 from line 6a	6,332,425			
10 Analysis of line 9:				
a Excess from 2020	4,072,185			
b Excess from 2021				
c Excess from 2022.	2,260,240			
d Excess from 2023				
e Excess from 2024				

Part XIII Private Operating Foundations (see instructions and Part VI-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 2024, 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 IX for each year listed

	Tax year	Prior 3 years			(e) Total
	(a) 2024	(b) 2023	(c) 2022	(d) 2021	
b 85% (0.85) of line 2a					
c Qualifying distributions from Part XI, 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 IX, 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 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).)

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 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:

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
a Paid during the year					
	1812 PRODUCTIONS INC 2329 SOUTH 3RD STREET PHILADELPHIA, PA 19148		P C	SUPPORT FOR ONGOING PROGRAMS	55,000
	ACT II PLAYHOUSE LTD 56 EAST BUTLER AVENUE PHILADELPHIA, PA 19102		P C	SUPPORT FOR ONGOING PROGRAMS	15,000
	AMERICAN DOCUMENTARY INC 20 JAY STREET SUITE 937 BROOKLYN, NY 11201		P C	SUPPORT FOR ONGOING PROGRAMS	232,850
	AMERICAN ORGAN ACADEMY 1384 WOODLAND STREET SW HARTVILLE, OH 44632		P C	SUPPORT FOR ONGOING PROGRAMS	220,000
	AMERICAN UNIVERSITY 4400 MASSACHUSETTS AVE NW WASHINGTON, DC 20216		P C	SUPPORT FOR CURRENT	297,500
	ARDEN THEATRE COMPANY 40 NORTH 2ND STREET PHILADELPHIA, PA 19106		P C	SUPPORT FOR ONGOING PROGRAMS	75,000
	AYITI DEMEN 35 THURMOND STREET NEW YORK, NY 10014		P C	SUPPORT FOR ONGOING PROGRAMS	60,000
	BALLARD FOOD BANK 1400 NW LEARY WAY SEATTLE, WA 98107		P C	SUPPORT FOR ONGOING PROGRAMS	100,000
	BALLETX 1923 WASHINGTON AVENUE PHILADELPHIA, PA 19146		P C	SUPPORT FOR ONGOING PROGRAMS	100,000
	BAY AREA VIDEO COALITION 145 NINTH STREET 101 SAN FRANCISCO, CA 94103		P C	SUPPORT FOR SPECIFIC PICTURES	120,000
	BEARDED LADIES CABARET 1315 WALNUT STREET 320 PHILADELPHIA, PA 19107		P C	SUPPORT FOR ONGOING PROGRAMS	150,000
	BERKSHIRE AGRICULTURE VENTURES INC 321 MAIN STREET 202 GREAT BARRINGTON, MA 01230		P C	SUPPORT FOR ONGOING PROGRAMS	50,000
	BLACKSTAR 1901 SOUTH 8TH STREET BOK 414 PHILADELPHIA, PA 19148		P C	SUPPORT FOR ONGOING PROGRAMS	100,000
	BRISTOL RIVERSIDE THEATER COMPANY INC 120 RADCLIFFE STREET BRISTOL, PA 19007		P C	SUPPORT FOR ONGOING PROGRAMS	40,000
	BROWN UNIVERSITY BROWN UNIVERSITY PROVIDENCE, RI 02912		P C	SUPPORT FOR ENDOWMENTS	800,000
	CATAPULT FILM FUND 39 MESA STREET 105 SAN FRANCISCO, CA 94129		P C	SUPPORT FOR ONGOING PROGRAMS	50,000
	CENTER CITY DISTRICT FOUNDATION 600 CHESTNUT STREET PHILADELPHIA, PA 19106		P C	SUPPORT FOR ONGOING PROGRAMS	112,238
	CENTER FOR INVESTIGATIVE REPORTING INC AKA FOUNDATION FOR NATIONAL PROGR 222 SUTTER STREET SUITE 600 SAN FRANCISCO, CA 94108		P C	SUPPORT FOR ONGOING PROGRAMS	75,000
	CHURCH OF THE HOLY TRINITY RITTENHOUSE SQUARE 1904 WALNUT STREET PHILADELPHIA, PA 19103		P C	SUPPORT FOR HISTORIC PIPE ORGAN	240,840
	CIVIC NEWS COMPANY 450 7TH AVENUE 32ND FLOOR NEW YORK, NY 10123		P C	SUPPORT FOR ONGOING PROGRAMS	10,000
	CLIMATE SOLUTIONS 1402 THIRD AVENUE SUITE 1200 SEATTLE, WA 98101		P C	SUPPORT FOR ONGOING PROGRAMS	350,000
	DELAWARE PUBLIC MEDIA PO BOX 455 DOVER, DE 199012202		P C	SUPPORT FOR ONGOING PROGRAMS	10,000
	DEVELOPING RADIO PARTNERS 700 12TH STREET NW SUITE 700 WASHINGTON, DC 20005		P C	SUPPORT FOR ONGOING PROGRAMS	50,000
	DREXEL UNIVERSITY 3141 CHESTNUT STREET PHILADELPHIA, PA 19104		P C	SUPPORT FOR ENDOWMENT AND ONGOING PROGRAMS	225,000
	EARTHJUSTICE 810 THIRD AVENUE 610 SEATTLE, WA 98104		P C	SUPPORT FOR ONGOING PROGRAMS	1,000,000
	EPISCOPAL CHURCH OF BETHESDA - BY THE SEA 141 SOUTH COUNTRY ROAD PALM BEACH, FL 33480		P C	SUPPORT FOR HISTORIC PIPE ORGAN	142,472
	FARESTART 700 VIRGINIA STREET SEATTLE, WA 98101		P C	SUPPORT FOR ONGOING PROGRAMS	100,000
	FIRELIGHT MEDIA INC 72 HAMILTON TERRACE NEW YORK, NY 10031		P C	SUPPORT FOR ONGOING PROGRAMS	150,000
	FIRST PERSON ARTS 225 BROAD STREET PHILADELPHIA, PA 19102		P C	SUPPORT FOR ONGOING PROGRAMS	10,000
	FONKOZE USA INC 1900 1ST NW SUITE 304 WASHINGTON, DC 20036		P C	SUPPORT FOR ONGOING PROGRAMS	25,000
	FOOD LIFELINE 815 SOUTH 96TH STREET SEATTLE, WA 98108		P C	SUPPORT FOR ONGOING PROGRAMS	500,000
	FOOD MOXIE 559 CARPENTER LANE WASHINGT, DC 20005		P C	SUPPORT FOR ONGOING PROGRAMS	30,000
	FRIENDS CENTRAL SCHOOL CORPORATION 1101 CITY AVENUE WYNEWOOD, PA 19096		P C	SUPPORT FOR ONGOING PROGRAMS	20,000
	FRIENDS OF KEXP 472 1ST AVENUE NORTH SEATTLE, WA 98109		P C	SUPPORT FOR ONGOING PROGRAMS	375,000
	FRIENDS OF THE WISSAHICKON INC 40 WEST EVERGREEN AVENUE SUITE 108 PHILADELPHIA, PA 19118		P C	SUPPORT FOR ONGOING PROGRAMS	50,000
	FRINGEGARTS 140 N COLUMBUS BLVD AT RACE ST PHILADELPHIA, PA 19106		P C	SUPPORT FOR ONGOING PROGRAMS	550,000
	GLEN FORDER CONSERVATION CORPORATION 508 HARTMAN AVENUE PHILADELPHIA, PA 19114		P C	SUPPORT FOR HISTORIC PIPE ORGAN	26,600
	GREATER PHILADELPHIA FILM SOCIETY 1460 JFK BLVD 7TH FLOOR ROOM 702 PHILADELPHIA, PA 19107		P C	SUPPORT FOR ONGOING PROGRAMS	15,000
	HERDEROW THEATRE INC 146 WEST ROSE VALLEY ROAD ROSE VALLEY, PA 19086		P C	SUPPORT FOR ONGOING PROGRAMS	50,000
	HISTORIC ORGAN RESTORATION SOCIETY INC 2301 BOARDWALK ATLANTIC CITY, NJ 08401		P C	SUPPORT FOR HISTORIC PIPE ORGAN	400,000
	INDEPENDENT TELEVISION SERVICE INC 1435 FOLSON STREET SAN FRANCISCO, CA 94103		P C	SUPPORT FOR ONGOING PROGRAMS	100,000
	INIS NUA THEATRE COMPANY 1700 SANSON STREET SUITE 800 PHILADELPHIA, PA 19103		P C	SUPPORT FOR ONGOING PROGRAMS	25,000
	INSTITUTE FOR JUSTICE AND DEMOCRACY IN HAITI INC 892 PLAIN STREET SUITE 1 MARSHFIELD, MA 02050		P C	SUPPORT FOR ONGOING PROGRAMS	25,000
	INTERACT INC 302 S HICKS STREET PHILADELPHIA, PA 19102		P C	SUPPORT FOR ONGOING PROGRAMS	50,000
	INTERNATIONAL DOCUMENTARY FOUNDATION INC 3600 WILSHIRE BLVD SUITE 1810 LOS ANGELES, CA 90010		P C	SUPPORT FOR ONGOING PROGRAMS	50,000
	ITHACA COLLEGE 953 DANBY ROAD ALUMNI HALL ITHACA, NY 14850		P C	SUPPORT FOR ONGOING PROGRAMS	20,000
	JOHNS HOPKINS UNIVERSITY PO BOX 49143 BALTIMORE, MD 21297		P C	SUPPORT FOR THE CENTER FOR CLINICAL GLOBAL HEALTH EDUCATION AND THE CENTER FOR GUPTA-KLINSKY INDIA INSTITUTE	325,000
	KEEP OUR REPUBLIC CHARITABLE FUND 120 WATERFRONT STREET 420 NATIONAL HARBOR, MD 20745		P C	SUPPORT FOR ONGOING PROGRAMS	100,000
	KUOW-PUGET SOUND PUBLIC RADIO 4518 UNIVERSITY WAY NE SUITE 310 SEATTLE, WA 98105		P C	SUPPORT FOR ONGOING PROGRAMS	200,000
	LAMBDA LEGAL DEFENSE AND EDUCATION FUND INC 120 WALL STREET 19TH FLOOR NEW YORK, NY 10005		P C	SUPPORT FOR ONGOING PROGRAMS	100,000
	LANTERN THEATER COMPANY 7058 GERMANTOWN AVENUE SUITE 102 PHILADELPHIA, PA 19119		P C	SUPPORT FOR ONGOING PROGRAMS AND CAPITAL IMPROVEMENTS	100,000
	LENFEST INSTITUTE FOR JOURNALISM LLC 100 S INDEPENDENCE MALL W 600 PHILADELPHIA, PA 19106		SO I	SUPPORT FOR ONGOING PROGRAMS	50,000
	LIFECYCLE WOMANCARE 918 COUNTY LINE ROAD BETHESDA, MD 20814		P C	SUPPORT FOR CAPITAL IMPROVEMENTS	50,000
	LIFELONG-HEALTH FOR ALL 210 SOUTH LUCILE STREET SEATTLE, WA 98108		P C	SUPPORT FOR ONGOING PROGRAMS	20,000
	LOCAL JOURNALISM INITIATIVE 1425 WOODLAWN AVE WILMINGTON, DE 198062447		P C	SUPPORT FOR ONGOING PROGRAMS	25,000
	MACGUFFIN THEATRE AND FILM SOCIETY 2030 SANSON STREET SUITE 2 400 MASSACHUSETTS AVE BOSTON, MA 02116		P C	SUPPORT FOR ONGOING PROGRAMS	20,000
	MEDIA IMPACT FUNDERS INC 200 WEST WASHINGTON SQUARE SUITE PHILADELPHIA, PA 19106		P C	SUPPORT FOR ONGOING PROGRAMS	155,000
	METROPOLITAN OPERA ASSOCIATION INC 30 LINCOLN CENTER NEW YORK, NY 10023		P C	SUPPORT FOR HISTORIC PIPE ORGAN PROGRAMMING	100,000
	MINNESOTA PUBLIC RADIO 480 CEDAR STREET SAINT PAUL, MN 55101		P C	SUPPORT FOR HISTORIC PIPE ORGAN PROGRAMMING	135,000
	MONTGOMERY THEATER INC PO BOX 64033 SOUDEKTON, PA 18964		P C	SUPPORT FOR HISTORIC PIPE ORGAN	12,500
	NATIONAL CENTER FOR FAMILY PHILANTHROPY INC 1667 K STREET NW SUITE 350 WASHINGTON, DC 20006		P C	SUPPORT FOR ONGOING PROGRAMS	75,000
	NATIONAL PARKS CONSERVATION ASSOCIATION 423 KONAULIPTLE SCLEROSIS SOCIETY - GREATER NORTHWEST SEATTLE, WA 98109		P C	SUPPORT FOR ONGOING PROGRAMS	20,000
	NATIONAL PARKS CONSERVATION ASSOCIATION 180 NICKERSON STREET SUITE 100 SEATTLE, WA 98109		P C	SUPPORT FOR ONGOING PROGRAMS	25,000
	NATIONAL PHILANTHROPIC TRUST 165 TOWNSHIP LINE ROAD SUITE 1200 JENKINTOWN, PA 19046		P C	SUPPORT FOR ONGOING PROGRAMS	133,000
	NATURAL LANDS TRUST INC 1031 PALMERS MILL ROAD MEDIA, PA 19063		P C	SUPPORT FOR ONGOING PROGRAMS	620,000
	NEW PARADISE LABORATORIES THEATRE INC 747 CORINTHIAN AVE PHILADELPHIA, PA 19130		P C	SUPPORT FOR ONGOING PROGRAMS	25,000
	NEW YORK THEATRE WORKSHOP INC 79 EAST 4TH STREET NEW YORK, NY 10003		P C	SUPPORT FOR ONGOING PROGRAMS	10,000
	NEWPORT FESTIVALS FOUNDATION INC PO BOX 3865 NEWPORT, RI 02840		P C	SUPPORT FOR ONGOING PROGRAMS	10,000
	NIGHTOULCANUSO DANCE COMPANY 1413 MOORE STREET PHILADELPHIA, PA 19145		P C	SUPPORT FOR ONGOING PROGRAMS	20,000
	NORTH CAROLINA PUBLIC TELEVISION FOUNDATION INC PO BOX 12231 RESEARCH TRIANGLE PARK, NC 27709		P C	SUPPORT FOR REEL SOUTH	40,000
	NORTHWEST HARVEST E M M PO BOX 12272 SEATTLE, WA 98102		P C	SUPPORT FOR ONGOING PROGRAMS	250,000
	OPERA PHILADELPHIA 1420 LOCUST STREET SUITE 210 PHILADELPHIA, PA 19102		P C	SUPPORT FOR HISTORIC PIPE ORGAN PROGRAMMING AND IMPROVEMENTS	284,000
	ORGAN HISTORICAL SOCIETY 330 NORTH SPRING MILL ROAD VILLANOVA, PA 19385		P C	SUPPORT FOR HISTORIC PIPE ORGAN AND ONGOING PROGRAMS	97,315
	PACIFIC NORTHWEST TRAIL ASSOCIATION 209 FERRY STREET SUITE A SEKONOWO, WA 98284		P C	SUPPORT FOR ONGOING PROGRAMS	60,000
	PAINTED BRIDE ART CENTER INC PO BOX 16696 PHILADELPHIA, PA 19139		P C	SUPPORT FOR ENDOWMENT AND ONGOING PROGRAMS	60,000
	PARTNERS FOR JUSTICE INC 244 5TH AVENUE R277 NEW YORK, NY 10001		P C	SUPPORT FOR ONGOING PROGRAMS	20,000
	PARTNERS FOR SACRED WORKS INC 1700 SANSON STREET 10TH FLOOR PHILADELPHIA, PA 19103		P C	SUPPORT FOR HISTORIC PIPE ORGAN AND PROGRAMMING	150,000
	PATHWAY SCHOOL 162 EGYPT ROAD JEFFERSONVILLE, PA 19403		P C	SUPPORT FOR ONGOING PROGRAMS	80,000
	PENNSYLVANIA BALLET ASSOCIATION 323 N BROAD STREET PHILADELPHIA, PA 19107		P C	SUPPORT FOR HISTORIC PIPE ORGAN AND PROGRAMMING AND ONGOING PROGRAMS	73,000
	PENNSYLVANIA HOSPITAL OF THE UNIVERSITY OF PENNSYLVANIA HEALTH SYSTEM 3535 MARKET STREET SUITE 750 PHILADELPHIA, PA 19104		P C	SUPPORT FOR PENN MOBILE MAMMOGRAPHY	25,000
	PEOPLE'S LIGHT & THEATRE COMPANY 39 CONESTOGA ROAD MALVERN, PA 19355		P C	SUPPORT FOR ONGOING PROGRAMS	1,000,000
	PHILADELPHIA ARTISTS COLLECTIVE INC PO BOX 37142 PHILADELPHIA, PA 19148		P C	SUPPORT FOR ONGOING PROGRAMS	12,000
	PHILADELPHIA CLEF CLUB OF JAZZ & PERFORMING ARTS 736 SOUTH BROAD STREET PHILADELPHIA, PA 19146		P C	SUPPORT FOR ONGOING PROGRAMS	10,000
	PHILADELPHIA EPISCOPAL CATHEDRAL 3717 CHESTNUT STREET SUITE 200 PHILADELPHIA, PA 19104		P C	SUPPORT FOR HISTORIC PIPE ORGAN	30,975
	PHILADELPHIA FILM SOCIETY 1412 CHESTNUT STREET PHILADELPHIA, PA 19102		P C	SUPPORT FOR CAPITAL IMPROVEMENTS AND ONGOING PROGRAMS	1,145,000
	PHILADELPHIA FOUNDATION 1835 MARKET STREET 2410 PHILADELPHIA, PA 19103		P C	SUPPORT FOR COMMUNITY FOUNDATION DONOR ADVISED FUNDS	6,322,500
	PHILADELPHIA MURAL ARTS ADVOCATES 1727-29 MOUNT VERNON STREET PHILADELPHIA, PA 19130		P C	SUPPORT FOR ONGOING PROGRAMS	25,000
	PHILADELPHIA MUSEUM OF ART PO BOX 7646 PHILADELPHIA, PA 19101		P C	SUPPORT FOR ONGOING PROGRAMS	800,000
	PHILADELPHIA ORCHESTRA AND KIMMEL CENTER INC ONE SOUTH BROAD STREET 14TH FLOOR PHILADELPHIA, PA 19107		P C	SUPPORT FOR HISTORIC PIPE ORGAN AND PROGRAMMING AND ONGOING PROGRAMS	60,000
	PHILADELPHIA THEATRE COMPANY 215 SOUTH BROAD STREET SUITE 304 PHILADELPHIA, PA 19107		P C	SUPPORT FOR ONGOING PROGRAMS	60,000
	PHILADELPHIA YOUNG PLAYWRIGHTS 1219 VINE STREET 2ND FLOOR PHILADELPHIA, PA 19107		P C	SUPPORT FOR ONGOING PROGRAMS	10,000
	PICKLEBERRY PIE INC 7426 BARCLAY ROAD CHELSEA, MA 01912		P C	SUPPORT FOR ONGOING PROGRAMS	10,000
	PIG IRON THEATRE COMPANY INC 1417 NORTH 2ND STREET PHILADELPHIA, PA 19122		P C	SUPPORT FOR ONGOING PROGRAMS	130,000
	PIKE PLACE MARKET FOUNDATION 93 PIKE STREET 310 SEATTLE, WA 98101		P C	SUPPORT FOR ONGOING PROGRAMS	200,000
	PLAYPEN INC 100 SOUTH BROAD STREET SUITE 1318 PHILADELPHIA, PA 19110		P C	SUPPORT FOR ONGOING PROGRAMS	20,000
	PLAYS AND PLAYERS 1714 DELANCEY PLACE PHILADELPHIA, PA 19103		P C	SUPPORT FOR ONGOING PROGRAMS	50,000
	PRESERVATION ALLIANCE FOR GREATER PHILADELPHIA 1608 WALNUT STREET SUITE 1702 PHILADELPHIA, PA 19103		P C	SUPPORT FOR ONGOING PROGRAMS	10,000
	PROJECT MERCY INC 7011 ARDMORE AVENUE FORT WAYNE, IN 46809		P C	SUPPORT FOR ONGOING PROGRAMS	80,000
	PUBLIC INTEREST LAW CENTER 1500 JFK BLVD SUITE 802 PHILADELPHIA, PA 19102		P C	SUPPORT FOR ONGOING PROGRAMS	75,000
	PUBLIC MEDIA COMPANY 3300 ARAPAHOE AVENUE 217 BOULDER, CO 80303		P C	SUPPORT FOR ONGOING PROGRAMS	70,000
	PUBLIC MEDIA WOMEN IN LEADERSHIP INC 8885 RIO SAN DIEGO DRIVE 237 SAN DIEGO, CA 92105		P C	SUPPORT FOR ONGOING PROGRAMS	75,000
	PUBLIC SOURCE INC 1936 FIFTH AVENUE PITTSBURGH, PA 15219		P C	SUPPORT FOR ONGOING PROGRAMS	10,000
	QUINTESSENCE THEATRE GROUP 7135 GERMANTOWN AVE 2ND FLOOR PHILADELPHIA, PA 19119		P C	SUPPORT FOR CAPITAL IMPROVEMENTS	100,000
	REAL CHANGE HOMELESS EMPLOYMENT PROJECT 219 1ST AVENUE SOUTH SUITE 220 SEATTLE, WA 98104		P C	SUPPORT FOR ONGOING PROGRAMS	25,000
	REPORTERS COMMITTEE FOR FREEDOM OF THE PRESS 1155 15TH STREET NW 1020 WASHINGTON, DC 20005		P C	SUPPORT FOR ONGOING PROGRAMS	20,000
	RESOLVE PHILADELPHIA INC 699 RANSTEAD STREET 3RD FLOOR PHILADELPHIA, PA 19106		P C	SUPPORT FOR ONGOING PROGRAMS	40,000
	ROSENBACH MUSEUM AND LIBRARY 2008-2010 DELANCEY PLACE PHILADELPHIA, PA 19103		P C	SUPPORT FOR ENDOWMENT AND ONGOING PROGRAMS	360,000
	SANTA FE OPERA PO BOX 2408 SANTA FE, NM 87504		P C	SUPPORT FOR ONGOING PROGRAMS	1,100,000
	SCIENCE HISTORY INSTITUTE 315 CHESTNUT STREET PHILADELPHIA, PA 19106		P C	SUPPORT FOR ONGOING PROGRAMS	200,000
	SCRIBEE VIDEO CENTER INC PO BOX 13267 PHILADELPHIA, PA 19101		P C	SUPPORT FOR ONGOING PROGRAMS	100,000
	SEASHARE 600 ERICKSEN AVENUE NE SUITE 310 BAINBRIDGE ISLAND, WA 98110		P C	SUPPORT FOR ONGOING PROGRAMS	30,000
	SEATTLE AQUARIUM SOCIETY 1483 ALASKAN WAY PIER 59 SEATTLE, WA 98101		P C	SUPPORT FOR ONGOING PROGRAMS	166,666
	SEATTLE INTERNATIONAL FILM FESTIVAL 167 REPUBLICAN STREET SEATTLE, WA 98109		P C	SUPPORT FOR ONGOING PROGRAMS	100,000
	SEATTLE PARKS FOUNDATION PO BOX 3541 SEATTLE, WA 98124		P C	SUPPORT FOR ONGOING PROGRAMS	35,000
	SOFIANTIAN INSTITUTION 1000 JEFFERSON DRIVE SW WASHINGTON, DC 20060		P C	SUPPORT FOR ENDOWMENT	160,000
	SOLID GROUND WASHINGTON 1501 NORTH 45TH STREET SEATTLE, WA 98103		P C	SUPPORT FOR ONGOING PROGRAMS	355,000
	SPOTLIGHT PA PO BOX 11728 HARRISBURG, PA 17108		P C	SUPPORT FOR ONGOING PROGRAMS	85,000
	THEATRE EXILE COMPANY 1340 SOUTH 13TH STREET PHILADELPHIA, PA 19147		P C	SUPPORT FOR ONGOING PROGRAMS	60,000
	THEATRE HORIZON INC 401 DEKALB STREET NORRISTOWN, PA 19401		P C	SUPPORT FOR ONGOING PROGRAMS	60,000
	TINY DYNAMITE INC PO BOX 15129 PHILADELPHIA, PA 19130		P C	SUPPORT FOR ONGOING PROGRAMS	10,000
	TOWN HALL ASSOCIATION 720 SENeca STREET SUITE A SEATTLE, WA 98101		P C	SUPPORT FOR ONGOING PROGRAMS	150,000
	UNIVERSITY OF PENNSYLVANIA SCHOOL OF SOCIAL POLICY & PRACTICE 3701 LOCUST WALK PHILADELPHIA, PA 19104		P C	SUPPORT FOR ENDOWMENT	50,000
	VIRGINIA MASON FRANCISCAN HOUSE 1218 TERRY AVE SCOTTSDALE, AZ 85261		P C	SUPPORT FOR BAILEY-BOUSHAY HOUSE	50,000
	WALLINGFORD COMMUNITY SENIOR CENTER 4649 SUNNYSIDE AVE NORTH SUITE 140 SEATTLE, WA 98103		P C	SUPPORT FOR ONGOING PROGRAMS	5,000
	WASHINGTON DC INTERNATIONAL FILM FESTIVAL INC 1838 ONTARIO PLACE NW WASHINGTON, DC 20009		P C	SUPPORT FOR THE IMPACT PROJECT	35,000
	WASHINGTON ENVIRONMENTAL COUNCIL 1402 3RD AVENUE SUITE 1400 SEATTLE, WA 98101		P C	SUPPORT FOR ONGOING PROGRAMS	150,000
	WASHINGTON FARMLAND TRUST PO BOX 2206 SEATTLE, WA 98111		P C	SUPPORT FOR ONGOING PROGRAMS	400,000
	WASHINGTON MEMORIAL CHAPEL PO BOX 98 VALLEY FORGE, PA 19481		P C	SUPPORT FOR HISTORIC PIPE ORGAN	8,760
	WASHINGTON TRAILS ASSOCIATION 705 1RD AVENUE SUITE 300 SEATTLE, WA 98104		P C	SUPPORT FOR ONGOING PROGRAMS	50,000
	WHY INC 150 NORTH 6TH STREET PHILADELPHIA, PA 19106		P C	SUPPORT FOR ONGOING PROGRAMS	125,000
	WILMA THEATER INC 265 SOUTH BROAD STREET PHILADELPHIA, PA 19107		P C	SUPPORT FOR ONGOING PROGRAMS	390,000
	WITF INC 4801 LINDLE RD HARRISBURG, PA 17111		P C	SUPPORT FOR ONGOING PROGRAMS	90,000
	WLVT-TV CHANNEL 39 839 SESAME ST BETHLEHEM, PA 18015		P C	SUPPORT FOR ONGOING PROGRAMS	10,000
	WOMEN MAKE MOVIES INC 231 WEST 29TH STREET 1006 NEW YORK, NY 10001		P C	SUPPORT FOR FLY FILM COMPANY, LTD	75,000
	WOODMERE MUSEUM INC 9201 GERMANTOWN AVENUE PHILADELPHIA, PA 19118		P		

Part XV-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

- 1 Program service revenue:
a
b
c
d
e
f
g Fees and contracts from government agencies
2 Membership dues and assessments
3 Interest on savings and temporary cash investments
4 Dividends and interest from securities
5 Net rental income or (loss) from real estate:
a Debt-financed property.
b Not debt-financed property.
6 Net rental income or (loss) from personal property
7 Other investment income
8 Gain or (loss) from sales of assets other than inventory
9 Net income or (loss) from special events:
10 Gross profit or (loss) from sales of inventory
11 Other revenue:
a
b
c
d
e

Table with 5 columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Includes rows for various income categories and a total row at the bottom.

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

Table with 2 columns: Line No., Explain below how each activity for which income is reported in column (e) of Part XV-A contributed importantly to the accomplishment of the foundation's exempt purposes.

Additional Data

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Special Condition Description

TY 2024 IRS 990 e-File Render

Name: WYNCOTE FOUNDATION

EIN: 26-3535044

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	47,250	23,625		23,625

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TY 2024 IRS 990 e-File Render

Name: WYNCOTE FOUNDATION

EIN: 26-3535044

Grantee's Name	Grantee's Address	Grant Date	Grant Amount	Grant Purpose	Amount Expended By Grantee	Any Diversion By Grantee?	Dates of Reports By Grantee	Date of Verification	Results of Verification
BAY AREA VIDEO COALITION	145 NINTH STREET 101 SAN FRANCISCO, CA 94103	2024-09-05	120,000	SUPPORT FOR SPECIFIC PICTURES	21,250	NO	2/21/2025		THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE SO NO INDEPENDENT VERIFICATION OF THE REPORT WAS REQUIRED OR MADE
COMMON COUNSEL FOUNDATION	1624 FRANKLIN ST 1022 OAKLAND, CA 94612	2023-01-30	25,000	SUPPORT FOR WORKING GROUP OF THE COLOR CONGRESS INITIATIVE	25,000	NO	1/17/2024		THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE SO NO INDEPENDENT VERIFICATION OF THE REPORT WAS REQUIRED OR MADE
HISTORIC ORGAN TRUST	1717 ARCH STREET 14TH FLOOR 1430 PHILADELPHIA, PA 19103	2022-03-08	15,000	SUPPORT FOR HISTORIC PIPE ORGAN	15,000	NO	5/8/23, 12/31/23, 12/31/2024		THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE SO NO INDEPENDENT VERIFICATION OF THE REPORT WAS REQUIRED OR MADE
INDEPENDENT ARTS & MEDIA	PO BOX 420442 SAN FRANCISCO, CA 94142	2023-06-26	7,500	SUPPORT FOR BACK POCKET	7,500	NO	3/19/2024		THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE SO NO INDEPENDENT VERIFICATION OF THE REPORT WAS REQUIRED OR MADE
SCRIBE VIDEO CENTER INC	PO BOX 13267 PHILADELPHIA, PA 19101	2022-11-02	50,000	SUPPORT FOR ALL AGES PRODUCTIONS	50,000	NO	5/10/2024		THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE SO NO INDEPENDENT VERIFICATION OF THE REPORT WAS REQUIRED OR MADE
WOMEN MAKE MOVIES INC	231 WEST 29TH STREET 1006 NEW YORK, NY 10001	2023-11-21	50,000	SUPPORT FOR ATTIE & GOLDWATER PRODUCTIONS, INC.	43,950	NO	3/25/24, 1/29/2025		THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE SO NO INDEPENDENT VERIFICATION OF THE REPORT WAS REQUIRED OR MADE
WOMEN MAKE MOVIES INC	231 WEST 29TH STREET 1006 NEW YORK, NY 10001	2024-01-18	75,000	SUPPORT FOR FLY FILM COMPANY, LTD.	75,000	NO	2/7/24, 1/31/2025		THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE SO NO INDEPENDENT VERIFICATION OF THE REPORT WAS REQUIRED OR MADE

TY 2024 IRS 990 e-File Render

Name: WYNCOTE FOUNDATION

EIN: 26-3535044

Name of Bond	End of Year Book Value	End of Year Fair Market Value
VANGUARD INTERMEDIATE TERM FUND, 4,891,674.807 SH	41,872,737	41,872,737
VANGUARD SHORT-TERM INVESTMENT GRADE FUND, 1,150,895.861 SH	11,865,736	11,865,736
VANGUARD TOTAL BOND MARKET INDEX FUND, 6,162,170.994 SH	58,417,381	58,417,381

TY 2024 IRS 990 e-File Render**Name:** WYNCOTE FOUNDATION**EIN:** 26-3535044

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ABERDEEN EMERGING MARKETS INSTITUTIONAL FUND, 488,397.365 SH	6,603,133	6,603,133
ACUSHNET HOLDINGS CORP, 10,853 SH	771,431	771,431
ADOBE INC, 5,914 SH	2,629,837	2,629,837
AIRBNB INC, 18,380 SH	2,415,316	2,415,316
ARTISAN PARTNERS ASSET MANAGEMENT, 10,251 SH	441,306	441,306
ASML HOLDING, 4,717 SH	3,269,258	3,269,258
ASPEN TECHNOLOGY INC, 1,452 SH	362,463	362,463
BANCFIRST CORP, 3,313 SH	388,217	388,217
BLACKSTONE INC, 15,244 SH	2,628,370	2,628,370
CHIPOTLE MEXICAN GRILL INC, 28,594 SH	1,724,218	1,724,218
CLEARWATER ANALYTICS HOLDINGS INC, 15,741 SH	433,192	433,192
COPART INC, 34,547 SH	1,982,652	1,982,652
CORVEL CORP, 8,475 SH	942,929	942,929
DANAHER CORP, 8,693 SH	1,995,478	1,995,478
DONALDSON CO INC, 2,970 SH	200,030	200,030
ELI LILLY & CO COM, 3,716 SH	2,868,752	2,868,752
EMCOR GROUP INC, 1,979 SH	898,268	898,268
FACTSET RESH SYS INC, 1,033 SH	496,129	496,129
FIRST HAWAIIAN INC, 20,299 SH	526,759	526,759
FTI CONSULTING INC, 5,206 SH	995,023	995,023
GRACO INC, 7,149 SH	602,589	602,589
HENRY JACK & ASSOC INC, 1,355 SH	237,532	237,532
INTUIT, 3,434 SH	2,158,269	2,158,269
INTUITIVE SURGICAL INC, 4,059 SH	2,118,636	2,118,636
K.FORCE INC, 3,444 SH	195,275	195,275
KADANT INC, 2,024 SH	698,260	698,260
LANDSTAR SYS INC, 4,232 SH	727,312	727,312
LCI INDUSTRIES, 3,096 SH	320,095	320,095
LULULEMON ATHLETICA INC, 4,335 SH	1,657,747	1,657,747
MANHATTAN ASSOCIATES INC, 1,985 SH	536,426	536,426
MICROSOFT CORP, 6,781 SH	2,858,191	2,858,191
MOELIS & CO, 10,091 SH	745,523	745,523
MSCI INC, 2,961 SH	1,776,630	1,776,630
NETFLIX INC, 4,140 SH	3,690,065	3,690,065
NVIDIA CORP, 24,282 SH	3,260,830	3,260,830
PRIMERICA INC, 4,251 SH	1,153,806	1,153,806
RBC BEARINGS INC, 1,955 SH	584,819	584,819
RIGHTMOVE PLC, 33,743 SH	544,612	544,612
RLI CORP COM, 2,658 SH	438,118	438,118
S&P GLOBAL INC, 5,306 SH	2,642,547	2,642,547
SERVICENOW INC, 1,992 SH	2,111,759	2,111,759
SIMPSON MFG INC, 6,701 SH	1,111,227	1,111,227

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SYNOPSIS INC, 4,522 SH	2,194,798	2,194,798
TORO CO, 10,834 SH	831,758	831,758
TRADE DESK INC/THE, 13,359 SH	1,570,083	1,570,083
UFP INDUSTRIES INC, 4,935 SH	555,928	555,928
VANGUARD EXTENDED MARKET INDEX FUND, 224,228.433 SH	32,304,590	32,304,590
VANGUARD INSTITUTIONAL TOTAL STOCK MARKET INDEX FUND, 734,253.001 SH	72,749,787	72,749,787
VANGUARD INTERNATIONAL GROWTH FUND ADMIRAL, 98,149.155 SH	9,969,010	9,969,010
VANGUARD TOTAL INTERNATIONAL STOCK INDEX FUND, 501,032.046 SH	63,490,781	63,490,781
VANGUARD VALUE INDEX FUND INSTITUTIONAL, 401,402.997 SH	26,504,640	26,504,640
VERTEX PHARMACEUTICALS INC, 4,197 SH	1,690,132	1,690,132
VISA INC, 9,814 SH	3,101,617	3,101,617
WATTS WATER TECHNOLOGIES INC, 3,690 SH	750,177	750,177

TY 2024 IRS 990 e-File Render
Name: WYNCOTE FOUNDATION

EIN: 26-3535044

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ACON LATIN AMERICA OPPORTUNITIES IV LP	FMV	4,296,057	4,296,057
ACON LATIN AMERICAN OPPORTUNITIES FUND	FMV	129,483	129,483
AG REALTY FUND VIII LP	FMV	573,907	573,907
APOLLO NATURAL RESOURCES PARTNERS II LP	FMV	1,051,448	1,051,448
ARROWMARK GLOBAL OPPORTUNITY FUND II	FMV	939,994	939,994
ARROWMARK GLOBAL OPPORTUNITY FUND III	FMV	3,300,660	3,300,660
ASM CONNAUGHT HOUSE FUND LP	FMV	2,274,169	2,274,169
BLUE VISTA REAL ESTATE PARTNERS IV (TAX-EXEMPT) LP	FMV	810,523	810,523
BLUE VISTA REAL ESTATE PARTNERS V (TAX-EXEMPT) LP	FMV	3,893,240	3,893,240
BROOKFIELD STRATEGIC REAL ESTATE PARTNERS IV ICAPITAL OFFSHORE ACCESS FD LP	FMV	4,333,051	4,333,051
CERBERUS GLOVAL NPL FEEDER FUND LP	FMV	3,871,903	3,871,903
CIP VI INSTITUTIONAL FEEDER LP	FMV	4,517,623	4,517,623
DOVER STREET XI FEEDER FUND LP	FMV	1,706,634	1,706,634
ENERGY CAPITAL PARTNERS III-B LP	FMV	1,754,637	1,754,637
ENERGY CAPITAL PARTNERS MEZZANINE OPPORTUNITIES FUND OFFSHORE LP	FMV	247,329	247,329
FRANCISCO PARTNERS IV-A	FMV	2,589,851	2,589,851
FRANCISCO PARTNERS V-B LP	FMV	2,860,343	2,860,343
FRANCISCO PARTNERS VI-B LP	FMV	5,875,602	5,875,602
FRANCISCO PARTNERS VII-A LP	FMV	954,701	954,701
GLOBAL TIMBER INVESTORS 10	FMV	3,629,112	3,629,112
HARBERT EUROPEAN REAL ESTATE FUND V (SCOTLAND) LP	FMV	1,656,679	1,656,679
HIG BAYSIDE LOAN OPPORTUNITY FEEDER FUND VI LP	FMV	3,165,882	3,165,882
ICAPITAL-BLACKSTONE SP IX OFFSHORE ACCESS FUND LP	FMV	3,423,294	3,423,294
ICAPITAL-KKR GLOBAL IMPACT II INTERNATIONAL ACCESS FUND LP	FMV	2,081,562	2,081,562
INDUSTRY VENTURES PARTNERSHIP HOLDINGS V LP	FMV	7,991,187	7,991,187
INDUSTRY VENTURES PARTNERSHIP HOLDINGS VI LP	FMV	3,511,961	3,511,961
INDUSTRY VENTURES TECHNOLOGY BUYOUT II LP	FMV	2,325,969	2,325,969
INSTITUTIONAL VENTURE PARTNERS XIV LP	FMV	1,194,256	1,194,256
INSTITUTIONAL VENTURE PARTNERS XV LP	FMV	3,212,617	3,212,617
INSTITUTIONAL VENTURE PARTNERS XVI LP	FMV	2,811,497	2,811,497
INSTITUTIONAL VENTURE PARTNERS XVII LP	FMV	6,082,533	6,082,533
KNIGHTHEAD OFFSHORE FUND LTD	FMV	19,420,196	19,420,196
LEXINGTON PARTNERS VII OFFSHORE LP	FMV	211,581	211,581
LONE STAR FUND VIII (US) LP	FMV	164,967	164,967
LONE STAR REAL ESTATE FUND II (US) LP	FMV	5,571	5,571
LYME FOREST FUND IV TE LP	FMV	2,206,492	2,206,492
LYME FOREST FUND V FB TAX-EXEMPT LP	FMV	5,716,054	5,716,054
NGP NATURAL RESOURCES XI LP	FMV	1,932,022	1,932,022
NORTH ROCK FUND LTD	FMV	15,927,235	15,927,235

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ORBIMED ASIA PARTNERS III LP	FMV	11,824,447	11,824,447
ORBIMED ASIA PARTNERS IV LP	FMV	5,644,619	5,644,619
ORBIMED ASIA PARTNERS V LP	FMV	2,043,416	2,043,416
ORBIMED ISRAEL PARTNERS II	FMV	3,960,347	3,960,347
PARTNERS GROUP REAL ESTATE OPPORTUNITIES 2019 (USD) A OPCO LP	FMV	3,930,396	3,930,396
PARTNERS GROUP REAL ESTATE SECONDARY 2017 (CLASS P) LP	FMV	3,347,807	3,347,807
PG REAL ESTATE SECONDARY 2013 (USD) P LP	FMV	1,709,472	1,709,472
ROSE GROVE OFFSHORE FUND I LTD	FMV	17,300,136	17,300,136
RRG SUSTAINABLE WATER IMPACT FD-B LP	FMV	6,981,045	6,981,045
STERLING INVESTMENT PARTNERS III LP	FMV	2,035,119	2,035,119
STERLING INVESTMENT PARTNERS IV LP	FMV	4,371,902	4,371,902
STRATEGIC VALUE PARTNERS OFFSHORE	FMV	4,375,220	4,375,220
VARDE EUROPEAN REAL ESTATE FEEDER FUND LP	FMV	542,642	542,642
WCP REAL ESTATE FUND III LP	FMV	262,188	262,188

TY 2024 IRS 990 e-File Render

Name: WYNCOTE FOUNDATION

EIN: 26-3535044

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	55,309	0		55,309

TY 2024 IRS 990 e-File Render

Name: WYNCOTE FOUNDATION

EIN: 26-3535044

Description	Amount
DEFERRED TAX EXPENSE	270,000

TY 2024 IRS 990 e-File Render

Name: WYNCOTE FOUNDATION

EIN: 26-3535044

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OFFICE EXPENSES	1,195	359		836
TELEPHONE	6,515	1,955		4,560
CONSULTING FEES	479,514	197,564		281,950
INSURANCE	34,149	0		34,149
TECHNOLOGY	30,110	0		30,110
ADR FEE	4,473	4,473		0
OTHER EXPENSES	24,754	0		16,306
MEMBERSHIPS	5,000	0		5,000
LLC 81-5121057	0	121		0
LLC 84-3816865	0	525		0
LP 27-2996434	0	122		0
LP 32-0454714	0	21,718		0
LP 38-3913015	0	64,138		0
LP 38-3953815	0	18,171		0
LP 46-1712320	0	7,677		0
LP 46-4098482	0	59,400		0
LP 47-1245315	0	416,119		0
LP 47-3115185	0	50,971		0
LP 47-5189160	0	61,438		0
LP 81-5082730	0	25		0
LP 82-1236151	0	130,409		0
LP 82-4015782	0	47,583		0
LP 82-4774625	0	126,670		0
LP 82-4981697	0	83,857		0
LP 84-3522755	0	204,446		0
LP 84-3786860	0	122,519		0
LP 84-3971737	0	76,549		0
LP 85-1635653	0	101,844		0
LP 86-2594943	0	122,069		0
LP 87-1225271	0	132,326		0
LP 87-4625590	0	110,395		0
LP 88-0895686	0	60		0
LP 88-2219662	0	406		0
LP 98-0622302	0	8,158		0
LP 98-1129300	0	57,474		0
LP 98-1151606	0	10,565		0
LP 98-1184819	0	28,075		0
LP 98-1246405	0	29,398		0
LP 98-1281526	0	69,983		0
LP 98-1325964	0	87,153		0
LP 98-1385841	0	30,965		0
LP 98-1465687	0	169,775		0
LP 98-1520786	0	68,676		0
LP 98-1635354	0	189,422		0
LP 98-1662755	0	144,077		0
LP 99-0384770	0	264		0
LP 99-3553537	0	9,320		0
PARTNERSHIP 93-1492313	0	359		0
PARTNERSHIP 93-2727516	0	359		0
REMOVE UBI	0	-441,480		0

TY 2024 IRS 990 e-File Render**Name:** WYNCOTE FOUNDATION**EIN:** 26-3535044

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
LLC 84-3816865	0	5,770	0
LP 27-2996434	0	-46,028	0
LP 27-4591086	0	-20,482	0
LP 30-0567961	0	-786	0
LP 38-3913015	0	-34	0
LP 46-4098482	0	-42,480	0
LP 47-1245315	0	1,011,407	0
LP 47-5189160	0	-57,454	0
LP 80-0825725	0	-11,569	0
LP 82-1236151	0	-45,753	0
LP 82-2196904	0	-51,816	0
LP 82-4774625	0	11,781	0
LP 84-3522755	0	-117,110	0
LP 84-3786860	0	-8	0
LP 86-2594943	0	147,616	0
LP 87-1225271	0	149,064	0
LP 87-4625590	0	545	0
LP 93-4235932	0	-359	0
LP 98-1129300	0	-4,612	0
LP 98-1151606	0	43,505	0
LP 98-1246405	0	2,793	0
LP 98-1325964	0	-1,137	0
LP 98-1520786	0	-192	0
LP 99-0384770	0	759	0
REMOVE UBI	0	-493,692	0

TY 2024 IRS 990 e-File Render

Name: WYNCOTE FOUNDATION

EIN: 26-3535044

Description	Amount
UNREALIZED GAIN ON SECURITIES	19,735,775

TY 2024 IRS 990 e-File Render

Name: WYNCOTE FOUNDATION

EIN: 26-3535044

Description	Beginning of Year - Book Value	End of Year - Book Value
DEFERRED TAX LIABILITIES	1,140,000	1,400,000

TY 2024 IRS 990 e-File Render

Name: WYNCOTE FOUNDATION

EIN: 26-3535044

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MGMT FEES	1,013,974	1,013,974		0
PROFESSIONAL FEES	4,298	0		4,298

TY 2024 IRS 990 e-File Render

Name: WYNCOTE FOUNDATION

EIN: 26-3535044

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE TAXES	565,000	0		0
UNRELATED BUSINESS INCOME TAXES	82,748	0		0
LP 46-4098482	0	150		0
LP 82-1236151	0	1,248		0
LP 84-3786860	0	483		0
LP 98-1129300	0	1,219		0
LP 98-1151606	0	3		0
LP 98-1325964	0	211,600		0
REMOVE UBI	0	-168		0