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

2023

Open to Public Inspection

For calendar year 2023, or tax year beginning 07-01-2023 , and ending 06-30-2024

Name of foundation
Stoneleigh Foundation

% EXECUTIVE DIRECTOR

A Employer identification number
37-1526458

Number and street (or P.O. box number if mail is not delivered to street address)
123 S Broad Street Suite 1630
Room/suite

B Telephone number (see instructions)
(215) 735-7080

City or town, state or province, country, and ZIP or foreign postal code
Philadelphia, PA 19109

C If exemption application is pending, check here ▶ ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ Name change

D 1. Foreign organizations, check here............ ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ... ▶ ☐

H Check type of organization: ☑ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here .... ▶ ☐

I Fair market value of all assets at end of year (from Part II, col. (c), *line 16)* ▶$ 104,369,423

J Accounting method: ☐ Cash ☑ Accrual
☐ Other (specify)
(Part I, column (d) must be on cash basis.)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here .... ▶ ☐

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

		Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1		Contributions, gifts, grants, etc., received (attach schedule)	5,020			
	2		Check ▶ ☑ if the foundation is **not** required to attach Sch. B				
	3		Interest on savings and temporary cash investments	919,950	926,021	919,950	
	4		Dividends and interest from securities	915,699	918,731	915,699	
	5a		Gross rents				
	b		Net rental income or (loss)				
	6a		Net gain or (loss) from sale of assets not on line 10	4,253,825			
	b		Gross sales price for all assets on line 6a 25,503,473				
	7		Capital gain net income (from Part IV, line 2)		4,353,835		
	8		Net short-term capital gain				
	9		Income modifications				
	10a		Gross sales less returns and allowances				
	b		Less: Cost of goods sold				
	c		Gross profit or (loss) (attach schedule)				
	11		Other income (attach schedule)		-19,182		
	12		**Total.** Add lines 1 through 11	6,094,494	6,179,405	1,835,649	
Operating and Administrative Expenses	13		Compensation of officers, directors, trustees, etc.	302,800			302,800
	14		Other employee salaries and wages	696,515			602,143
	15		Pension plans, employee benefits	235,746			220,710
	16a		Legal fees (attach schedule)				
	b		Accounting fees (attach schedule)	24,653	0	0	35,804
	c		Other professional fees (attach schedule)	455,982	439,277	403,994	43,188
	17		Interest				
	18		Taxes (attach schedule) (see instructions)	147,910			
	19		Depreciation (attach schedule) and depletion	2,108			
	20		Occupancy	75,573			75,573
	21		Travel, conferences, and meetings	5,990			5,544
	22		Printing and publications				
	23		Other expenses (attach schedule)	110,131	241,461		158,643
	24		**Total operating and administrative expenses.** Add lines 13 through 23	2,057,408	680,738	403,994	1,444,405
	25		Contributions, gifts, grants paid	2,432,178			2,549,514
	26		**Total expenses and disbursements.** Add lines 24 and 25	4,489,586	680,738	403,994	3,993,919
	27		Subtract line 26 from line 12:				
	a		**Excess of revenue over expenses and disbursements**	1,604,908			
	b		**Net investment income** (if negative, enter -0-)		5,498,667		
	c		**Adjusted net income** (if negative, enter -0-)			1,431,655	

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	348,504	7,088	7,088
	2	Savings and temporary cash investments	3,144,007	6,278,128	6,278,128
	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	13,637	22,177	22,177
	10a	Investments—U.S. and state government obligations (attach schedule)	22,381,350	17,672,306	17,672,306
	b	Investments—corporate stock (attach schedule)	53,168,063	59,052,670	59,052,670
	c	Investments—corporate bonds (attach schedule)	610,740	386,003	386,003
	11	Investments—land, buildings, and equipment: basis ▶			
		Less: accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	17,336,704	20,949,886	20,949,886
	14	Land, buildings, and equipment: basis ▶ 109,061			
		Less: accumulated depreciation (attach schedule) ▶ 107,896	3,274	1,165	1,165
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions. Also, see page 1, item I)	97,006,279	104,369,423	104,369,423
Liabilities	17	Accounts payable and accrued expenses	73,219	181,364	
	18	Grants payable	2,466,377	2,319,491	
	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 ▶)	250,000	330,000	
	23	**Total liabilities**(add lines 17 through 22)	2,789,596	2,830,855	
Net Assets or Fund Balances		**Foundations that follow FASB ASC 958, check here** ▶ ☑ **and complete lines 24, 25, 29 and 30.**			
	24	Net assets without donor restrictions	94,216,683	101,538,568	
	25	Net assets with donor restrictions			
		Foundations that do not follow FASB ASC 958, check here ▶ ☐ **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)	94,216,683	101,538,568	
	30	**Total liabilities and net assets/fund balances** (see instructions)	97,006,279	104,369,423	

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	94,216,683
2	Enter amount from Part I, line 27a	2	1,604,908
3	Other increases not included in line 2 (itemize) ▶	3	5,716,977
4	Add lines 1, 2, and 3	4	101,538,568
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29	6	101,538,568

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1 a	SALE OF INVESTMENTS	P		
b	RCP FUND XV, LP			
c	RCP SECONDARY OPPORTUNITY FUND IV, LP			
d	RCP FUND XV, LP	P		
e	RCP SECONDARY OPPORTUNITY FUND IV, LP	P		

	(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	25,503,473		21,249,648	4,253,825
b				78,815
c				20,047
d				1,178
e				-30

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) **or** Losses (from col.(h))
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				4,253,825
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	4,353,835
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	3	

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: __________ **(attach copy of letter if necessary–see instructions)**			1	76,431
b	All other domestic foundations enter 1.39% (0.0139) of line 27b. Exempt foreign organizations enter 4% (0.04) 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	
3	Add lines 1 and 2.			3	76,431
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	76,431
6	Credits/Payments:				
a	2023 estimated tax payments and 2022 overpayment credited to 2023	6a	46,680		
b	Exempt foreign organizations—tax withheld at source	6b	0		
c	Tax paid with application for extension of time to file (Form 8868) . . .	6c	12,000		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d	7	58,680		
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached.	8	247		
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** . . . . ▶	9	17,998		
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** . . . ▶	10			
11	Enter the amount of line 10 to be: **Credited to 2024 estimated tax** ▶ **Refunded** ▶	11			

Part VI-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition.	1b		
	*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?	1c		
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.*	2		
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XIV.*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ ______			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation* .	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2023 or the taxable year beginning in 2023? See the instructions for Part XIII. If "Yes," complete Part XIII	9	Yes	
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.*	10		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.	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶STONELEIGHFOUNDATION.ORG

14 The books are in care of ▶EXECUTIVE DIRECTOR Telephone no. ▶(215) 735-7080

Located at ▶123 S BROAD STREET 1630 PHILADELPHIA PA ZIP+4 ▶19109

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 |

			Yes	No
16	At any time during calendar year 2023, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes", enter the name of the foreign country ▶			

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

			Yes	No
	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?	1a(1)		No
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	1a(2)		No
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	1a(3)		No
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	1a(4)		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)?	1a(5)		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.)	1a(6)		No
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions	1b		
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 2023?	1d		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2023, did the foundation have any undistributed income (Part XII, lines 6d and 6e) for tax year(s) beginning before 2023?	2a		No
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions.)	2b		No
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?	3a		No
b	If "Yes," did it have excess business holdings in 2023 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 2023.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2023?	4b		No

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

			Yes	No
5a	During the year did the foundation pay or incur any amount to:			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	5a(1)		No
	(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	5a(2)		No
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	5a(3)	Yes	
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	5a(4)		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?	5a(5)		No
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions	5b		No
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).*	5d		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	6a		No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? *If "Yes" to 6b, file Form 8870.*	6b		No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	7a		No
b	If "Yes", did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		
8	Is the foundation subject to the section 4960 tax on payment(s) of more than $1,000,000 in remuneration or excess parachute payment during the year?	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
KATHERINE H CHRISTIANO 123 S BROAD STREET SUITE 1630 PHILADELPHIA, PA 19109	CHAIR 2.0	0	0	0
LAURA WILLIAMSON 123 S BROAD STREET SUITE 1630 PHILADELPHIA, PA 19109	TREASURER 2.0	0	0	0
WHIQUITTA TOBAR 123 S BROAD STREET SUITE 1630 PHILADELPHIA, PA 19109	SECRETARY 1.0	0	0	0
CATHERINE CARR 123 S BROAD STREET SUITE 1630 PHILADELPHIA, PA 19109	VICE CHAIR 1.0	0	0	0
ALICE DUBOW 123 S BROAD STREET SUITE 1630 PHILADELPHIA, PA 19109	DIRECTOR 1.0	0	0	0
CAROL HAAS GRAVAGNO 123 S BROAD STREET SUITE 1630 PHILADELPHIA, PA 19109	DIRECTOR 1.0	0	0	0
MATTHEW HURFORD 123 S BROAD STREET SUITE 1630 PHILADELPHIA, PA 19109	DIRECTOR 1.0	0	0	0
MATT SCHAENEN 123 S BROAD STREET SUITE 1630 PHILADELPHIA, PA 19109	DIRECTOR 1.0	0	0	0
KEVIN BETHEL 123 S BROAD STREET SUITE 1630 PHILADELPHIA, PA 19109	DIRECTOR 1.0	0	0	0
RONNIE BLOOM 123 S BROAD STREET SUITE 1630 PHILADELPHIA, PA 19109	EXECUTIVE DIRECTOR 32.0	235,636	51,017	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
MARIE WILLIAMS 123 S BROAD STREET PHILADELPHIA,PA 19109	DEPUTY DIRECTOR 40.0	174,728	31,304	0
JANET KROLL 123 S BROAD STREET PHILADELPHIA,PA 19109	SR STATEGY & PLG OFR 32.0	113,498	29,293	0
RONA NAVERA 123 S BROAD STREET PHILADELPHIA,PA 19109	DIRECTOR OF ADMIN 40.0	110,050	27,979	0
MARK HOUCK 123 S BROAD STREET PHILADELPHIA,PA 19109	GRANTS IMPACT ANLYST 40.0	71,562	23,765	0
ANNE MARIE MCGRORY 123 S BROAD STREET PHILADELPHIA,PA 19109	DIR OF COMMUNICATION 32.0	64,935	26,400	0
Total number of other employees paid over $50,000 ▶				7

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

Total number of others receiving over $50,000 for professional services. . . . . ▶ 0

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 IN OPERATING THE FELLOWSHIP PROGRAMS, THE FOUNDATION SEEKS TO: AFFECT THE WELL-BEING OF CHILDREN AND YOUTH; INVEST IN POLICY CHANGE, PRACTICE IMPROVEMENT, AND RESEARCH	3,993,919
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 . . . . ▶	

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	92,306,768
b	Average of monthly cash balances	1b	7,264,645
c	Fair market value of all other assets (see instructions)	1c	17,907
d	**Total** (add lines 1a, b, and c)	1d	99,589,320
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	99,589,320
4	Cash deemed held for charitable activities. Enter 1.5% (0.015) of line 3 (for greater amount, see instructions)	4	3,965,881
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3.	5	95,623,439
6	**Minimum investment return.** Enter 5% (0.05) of line 5	6	4,781,172

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	
2a	Tax on investment income for 2022 from Part V, line 5 2a		
b	Income tax for 2022. (This does not include the tax from Part V.) 2b		
c	Add lines 2a and 2b	2c	
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	
6	Deduction from distributable amount (see instructions)	6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XII, line 1	7	

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	3,993,919
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	0
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part XII, line 4.	4	3,993,919

Part XII **Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2022	(c) 2022	(d) 2023
1 Distributable amount for 2023 from Part X, line 7				
2 Undistributed income, if any, as of the end of 2022:				
a Enter amount for 2022 only.				
b Total for prior years: 20 ___ , 20___ , 20___				
3 Excess distributions carryover, if any, to 2022:				
a From 2018.				
b From 2019.				
c From 2020.				
d From 2021.				
e From 2022.				
f **Total** of lines 3a through e				
4 Qualifying distributions for 2023 from Part XI, line 4: ▶ $ ___________				
a Applied to 2022, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2023 distributable amount				
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2023. *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6 **Enter the net total of each column as indicated below:**				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b				
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				
d Subtract line 6c from line 6b. Taxable amount —see instructions				
e Undistributed income for 2022. Subtract line 4a from line 2a. Taxable amount—see instructions				
f Undistributed income for 2023. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2024				
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)				
8 Excess distributions carryover from 2018 not applied on line 5 or line 7 (see instructions) . . .				
9 **Excess distributions carryover to 2024.** Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9:				
a Excess from 2019				
b Excess from 2020				
c Excess from 2021.				
d Excess from 2022				
e Excess from 2023				

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 2023, enter the date of the ruling . . . . . . ▶ 2006-11-18

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

	Tax year	Prior 3 years			(e) Total
	(a) 2023	**(b)** 2022	**(c)** 2021	**(d)** 2020	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part IX for each year listed	1,431,655	1,798,716	2,524,823	1,936,820	7,692,014
b 85% (0.85) of line 2a	1,216,907	1,528,909	2,146,100	1,646,297	6,538,213
c Qualifying distributions from Part XI, line 4 for each year listed	3,993,919	3,846,161	3,851,691	3,463,789	15,155,560
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	3,993,919	3,846,161	3,851,691	3,463,789	15,155,560
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)					0
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part IX, line 6 for each year listed . .	3,187,448	3,008,414	3,496,104	3,268,029	12,959,995
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)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . .					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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).)

NONE

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. See instructions

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

RONNIE BLOOM
123 S BROAD STREET
PHILADELPHIA, PA 19109
(215) 735-7080
RBLOOM@STONELEIGHFOUNDATION.ORG

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

GRANT GUIDELINES: THE STONELEIGH FELLOWSHIP IS DESIGNED TO SUPPORT RESEARCHERS, PRACTITIONERS, AND POLICYMAKERS WHO HAVE DEMONSTRATED LEADERSHIP IN VIOLENCE PREVENTION, CHILD WELFARE, JUVENILE JUSTICE, OR RELATED FIELDS. WE ARE PARTICULARLY INTERESTED IN INDIVIDUALS WHOSE FELLOWSHIP PROPOSAL INVOLVES WORK THAT CROSSES SYSTEMS OR ENHANCES THE COORDINATION OF SERVICE DELIVERY. ACCOMPLISHED PRACTITIONERS, POLICYMAKERS, AND RESEARCHERS WHO HAVE DEMONSTRATED LEADERSHIP IN VIOLENCE PREVENTION, JUVENILE JUSTICE, CHILD WELFARE OR ALLIED FIELDS (E.G. EDUCATION, HEALTH AND BEHAVIORAL HEALTH AS THEY RELATE TO DEPENDENT AND DELINQUENT POPULATIONS) ARE ENCOURAGED TO APPLY. CANDIDATES MIGHT BE PRACTITIONERS IN YOUTH- OR FAMILY-SERVING ORGANIZATIONS OR SYSTEMS, OR POLICYMAKERS, ANALYSTS OR RESEARCHERS WORKING IN NON-PROFIT, GOVERNMENTAL OR ACADEMIC INSTITUTIONS.

c Any submission deadlines:

WE SEEK INDIVIDUALS WHO HAVE: A TRACK RECORD OF ADVOCATING FOR CHANGE IN THE FIELDS OF CHILD WELFARE

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

IN ADDITION TO CANDIDATES' PROFESSIONAL QUALIFICATIONS, STONELEIGH SELECTS FELLOWS BASED ON THE QUALITY OF PROPOSED IDEAS, THE FIT OF PROPOSED PROJECTS WITH THE FOUNDATION'S FOCUS AND GOALS, AND THE LIKELIHOOD THAT THE PROPOSED WORK CAN BE CARRIED OUT EFFECTIVELY. A DIVERSE REVIEW COMMITTEE EVALUATES EACH PROPOSAL. SPECIFIC CRITERIA TO BE USED IN JUDGING PROPOSALS INCLUDE: SIGNIFICANCE: THE PROPOSED WORK EFFECTIVELY ADDRESSES CRITICAL PROGRAM, POLICY OR RESEARCH ISSUES AND THUS IS LIKELY TO IMPROVE THE LIFE OUTCOMES OF YOUTH IMPACTED BY VIOLENCE OR THOSE INVOLVED WITH OR AT RISK OF INVOLVEMENT WITH THE CHILD WELFARE AND JUVENILE JUSTICE SYSTEMS. EFFECTIVENESS: THE PROPOSAL SPECIFICALLY INDICATES HOW THE PROJECT WILL EFFECTIVELY PROMOTE SYSTEMS CHANGE AND HOW IT HAS THE POTENTIAL TO IMPROVE YOUTH OUTCOMES. CANDIDATES INDICATE CLEARLY THEIR PERSONAL EFFECTIVENESS IN BEING ABLE TO CARRY OUT THE WORK. FEASIBILITY: THE SCOPE OF THE PROJECT FITS WITHIN THE TIME AND RESOURCES ALLOTTED BY THE

Part XIV 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*				
Resolve Philly (Steve Volk) 403 Arrowhead Drive Litiz, PA 17543		I	Research Fellowship	189,819
Jennifer Merrigan 1901 South 9th St 608 Philadelphia, PA 19148		I	Research Fellowship	170,662
Sara Kruzan 1250 Connecticut Ave NW Suite 700 Washington, DC 20036		I	Research Fellowship	150,368
Eduardo Quezada 1216 Arch Street 4th Floor Philadelphia, PA 19107		I	Research Fellowship	93,472
Sara Katz 1801 N Broad St Philadelphia, PA 19122		I	Research Fellowship	178,000
Drexel University (Arturo Zinny) 400 Market Street Suite 200 Philadelphia, PA 19106		PC	Research Fellowship	174,901
National Assessment Center (Anne Marie Ambrose) 9614 Braden Run Bradenton, FL 34202		PC	Research Fellowship	174,975
Jay Breneman 111 S Independence Mall E Philadelphia, PA 19106		I	Research Fellowship	175,000
Juvenile Law Center 1800 John F Kennedy Blvd Philadelphia, PA 19103		PC	Research Fellowship	320,684
R Stanford & C Brown 1901 South 9th Street Philadelphia, PA 19148		I	Research Fellowship	153,935
Nicole Smith-Kea 1500 Terrell Road Shady Side, MD 20733		I	Research Fellowship	1,668
S Bilchik 600 New Jersey Ave NW Washington, DC 20001		I	Research Fellowship	82,532
Christa Caceres 111 S Independence Mall E Philadelphia, PA 19106		I	Research Fellowship	12,621
Hanae Manson 2231 N Broad St Ste 200 Philadelphia, PA 19132		I	Research Fellowship	81,863
Franklin Moreno		I	Research Fellowship	89,901

1801 N Broad St Philadelphia, PA 19122				
Oronde McClain 1315 Walnut Street Suite 320 Philadelphia, PA 19107		I	Research Fellowship	86,462
Julia Zielinski 5412 N 5th Street Philadelphia, PA 19120		I	Research Fellowship	79,939
Georgetown University (Meghan Ogle) 500 First Street NW 4th Fl Washington, DC 20001		PC	Research Fellowship	230
Asian Arts Initiative 1219 Vine Strett Philadelphia, PA 19107		PC	Youth Engagement	35,000
UrbEd 1521 Locust Street Suite 1001 Philadelphia, PA 19102		PC	Youth Engagement	30,000
Culture Trust Greater Philadelphia 1315 Walnut Street Suite 320 Philadelphia, PA 19107		PC	Youth Engagement	25,000
DayOneNotDayTwo 744 South Street Box 1074 Philadelphia, PA 19147		PC	Opportunity Fund Grant	35,000
Jill McCorkel 114 14th Street SE Washington, DC 20003		I	Opportunity Fund Grant	10,000
Jody Kent Lavy 807 South 20th Street Philadelphia, PA 19146		I	Opportunity Fund Grant	40,000
Sangeeta Prasad 3 S Penn Sq Philadelphia, PA 191073407		I	Opportunity Fund Grant	17,500
Children's Hospital of Philadelphia (Ruth Abaya) 2716 SOUTH STREET Philadelphia, PA 19146		PC	Research Fellowship	120,983
Total . . . . ▶ **3a**				2,530,515

b *Approved for future payment* School District of Philadelphia (Brandy Blasko) 440 N Broad Street Philadelphia, PA 19130		PC	Research Fellowship	29,118
CeaseFire PA (Jay Breneman) 111 S Independence Mall E Philadelphia, PA 19106		PC	Research Fellowship	350,000
Lenafast Institute (Samantha Melamed) 100 S Independence Mall W Suite 600 Philadelphia, PA 19106		PC	Research Fellowship	350,000
Temple University (Franklin Moreno) 1801 N Broad St Philadelphia, PA 19122		PC	Research Fellowship	95,963
Movement Alliance Project (Hanae Manson) 2231 N Broad St		PC	Research Fellowship	86,453

Ste 200 Philadelphia, P A 19132				
Cambodian Assoc of Greater PHL (Julia Zielinski) 5412 N 5th Street Philadelphia, P A 19120		P C	Research Fellowship	86,277
Culture Trust (Oronde McClain) 1315 Walnut Street Suite 320 Philadelphia, P A 19107		P C	Research Fellowship	92,713
CeaseFire PA (Christa Caceres) 506 Broad St Milford, P A 18337		P C	Research Fellowship	149,777
Total . . . . ▶ **3b**				525,786

Part XV-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments	900099	127	14	919,823	
4 Dividends and interest from securities	900099	23,293	14	892,406	
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	900099	-1,692	18	4,255,517	
9 Net income or (loss) from special events:					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e) . .		21,728		6,067,746	

13 **Total.** Add line 12, columns (b), (d), and (e). 13 6,089,474

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

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

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 (other than by providing funds for such purposes). (See instructions.)

Part XVI 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) (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)		No
(2) Other assets.	1a(2)		No
b Other transactions:			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

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

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

b If "Yes," complete the following schedule.

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

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Signature of officer or trustee	Date: 2025-05-15	Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶☐	PTIN
RICHARD RUVELSON				P00234075

Firm's name ▶ WITHUMSMITHBROWN PC	Firm's EIN ▶
Firm's address ▶ 1835 MARKET STREET SUITE 1710 PHILADELPHIA, PA 191032945	Phone no. (215) 546-2140

Additional Data

Return to Form

Software ID:
Software Version:

Form 990PF - Special Condition Description:

Special Condition Description

TY 2023 IRS 990 e-File Render

Name: Stoneleigh Foundation

EIN: 37-1526458

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Accounting/Audit	24,653			35,804

TY 2023 IRS 990 e-File Render

Name: Stoneleigh Foundation

EIN: 37-1526458

Explanation: IN ACCORDANCE WITH REG. 53.4942(A)-2(C)(3)(IV), THE ABOVE REFERENCED FOUNDATION IS EXCLUDING FROM ITS MINIMUM INVESTMENT RETURN (MIR) CALCULATION A TOTAL OF $3,965,881 IN CASH THAT IT DEEMS HELD FOR CHARITABLE ACTIVITIES. THIS AMOUNT IS IN EXCESS OF 1.5% OF THE FAIR MARKET VALUE OF THE FOUNDATION'S NOCHARITABLE-USE ASSETS. THE FOLLOWING INFORMATION IS SUBMITTED IN SUPPORT OF THE EXCLUSION FROM MIR OF THIS AMOUNT. 1. FAIR MARKET VALUE OF FOUNDATION'S NONCHARITABLE-USE ASSETS: $99,589,321 2. 1.5% OF LINE 1: $1,493,840 3. FACTS AND CIRCUMSTANCES JUSTIFYING THE EXCLUSION OF AN AMOUNT IN EXCESS OF THE AMOUNT IN LINE 2: FOR THE PAST THREE YEARS THE FOUNDATION HAS INCURRED EXPENDITURES FOR CHARITABLE PURPOSES OF $4,057,565 (6/30/22); $3,846,161 (6/30/23); AND $3,993,919 (6/30/24) FOR AN AVERAGE OF $3,965,881 IN ORDER TO CONDUCT ITS CHARITABLE ACTIVITIES.

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2023 IRS 990 e-File Render

Name: Stoneleigh Foundation

EIN: 37-1526458

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included

TY 2023 IRS 990 e-File Render

Name: Stoneleign Foundation

EIN: 37-1526458

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CORPORATE BONDS	386,003	386,003

TY 2023 IRS 990 e-File Render

Name: Stoneleign Foundation

EIN: 37-1526458

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CORPORATE STOCKS	37,042,277	37,042,277
EQUITY MUTUAL FUNDS	14,712,571	14,712,571
Equity exchange traded funds	7,297,822	7,297,822

TY 2023 IRS 990 e-File Render

Name:	Stoneleigh Foundation
EIN:	37-1526458
US Government Securities - End of Year Book Value:	17,672,306
US Government Securities - End of Year Fair Market Value:	17,672,306
State & Local Government Securities - End of Year Book Value:	
State & Local Government Securities - End of Year Fair Market Value:	

TY 2023 IRS 990 e-File Render

Name: Stoneleigh Foundation

EIN: 37-1526458

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
Alternative investments	FMV	20,949,886	20,949,886

TY 2023 IRS 990 e-File Render

Name: Stoneleigh Foundation

EIN: 37-1526458

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Board Expenses	5,088			5,088
OFFICE SUPPLIES	8,912			9,542
IT/NETWORK SUPPORTS	21,505			21,505
Other Expenses	40,750			88,400
Membership Fee	8,916			8,916
Insurance	1,564			1,796
Public Events	23,396			23,396
K-1 OTHER EXPENSES		241,461		

TY 2023 IRS 990 e-File Render

Name: Stoneleign Foundation

EIN: 37-1526458

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
K-1 OTHER INCOME		-19,182	

TY 2023 IRS 990 e-File Render

Name: Stoneleign Foundation

EIN: 37-1526458

Description	Amount
unrealized change in assets	5,716,977

TY 2023 IRS 990 e-File Render

Name: Stoneleign Foundation

EIN: 37-1526458

Description	Beginning of Year - Book Value	End of Year - Book Value
DEFERRED FEDERAL EXCISE TAX	250,000	330,000

TY 2023 IRS 990 e-File Render

Name: Stoneleign Foundation

EIN: 37-1526458

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Other Professional Fees	754			2,254
PAYROLL PROCESSING	1,246			1,246
INVESTMENT FEES	403,994	403,994	403,994	
STRATEGY ASSESSMENT/PLANNING	49,988			39,688
K-1 OTHER PROFESSIONAL FEES		35,283		

TY 2023 IRS 990 e-File Render

Name: Stoneleign Foundation

EIN: 37-1526458

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAXES	147,910			