

Department of the Treasury
Internal Revenue Service

Do not enter Social Security numbers on this form as it may be made public.
Information about Form 990 and its instructions is at www.irs.gov/form990

Open to Public Inspection

A For the 2013 calendar year, or tax year beginning and ending

B Check if applicable: <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	C Name of organization		D Employer identification number
	FUND FOR PHILADELPHIA		23-2174863
	Doing Business As THE MAYOR'S FUND FOR PHILA., INC		
	Number and street (or P.O. box if mail is not delivered to street address)	Room/suite	E Telephone number
	CITY HALL	708	215.686.0321
City or town, state or province, country, and ZIP or foreign postal code		G Gross receipts \$ 6,811,118.	
PHILADELPHIA, PA 19107		H(a) Is this a group return for subordinates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
F Name and address of principal officer: MAARI PORTER SAME AS C ABOVE		H(b) Are all subordinates included? <input type="checkbox"/> Yes <input type="checkbox"/> No	
I Tax-exempt status: <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c)() (insert no.) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527		If "No," attach a list. (see instructions)	
J Website: WWW.MAYORSFUNDPHILA.ORG		H(c) Group exemption number ▶	
K Form of organization: <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other ▶		L Year of formation: 1981	M State of legal domicile: PA

Part I Summary		Prior Year	Current Year
Activities & Governance	1 Briefly describe the organization's mission or most significant activities: SEE SCHEDULE O		
	2 Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets.		
	3 Number of voting members of the governing body (Part VI, line 1a)	3	9
	4 Number of independent voting members of the governing body (Part VI, line 1b)	4	9
	5 Total number of individuals employed in calendar year 2013 (Part V, line 2a)	5	3
	6 Total number of volunteers (estimate if necessary)	6	9
	7a Total unrelated business revenue from Part VIII, column (C), line 12	7a	0.
b Net unrelated business taxable income from Form 990-T, line 34	7b	0.	
Revenue	8 Contributions and grants (Part VIII, line 1h)	2,910,730.	2,952,505.
	9 Program service revenue (Part VIII, line 2g)	3,270,235.	3,808,584.
	10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)	10,667.	0.
	11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	20,012.	50,029.
	12 Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	6,211,644.	6,811,118.
Expenses	13 Grants and similar amounts paid (Part IX, column (A), lines 1-3)	623,959.	512,618.
	14 Benefits paid to or for members (Part IX, column (A), line 4)	0.	0.
	15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	211,025.	191,354.
	16a Professional fundraising fees (Part IX, column (A), line 11e)	0.	0.
	b Total fundraising expenses (Part IX, column (D), line 25) ▶ 0.		
	17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	4,661,372.	5,307,156.
18 Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	5,496,356.	6,011,128.	
19 Revenue less expenses. Subtract line 18 from line 12	715,288.	799,990.	
Net Assets or Fund Balances	20 Total assets (Part X, line 16)	Beginning of Current Year 8,453,523.	End of Year 9,904,801.
	21 Total liabilities (Part X, line 26)	3,746,793.	4,398,081.
	22 Net assets or fund balances. Subtract line 21 from line 20	4,706,730.	5,506,720.

Part II Signature Block

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 officer) is based on all information of which preparer has any knowledge.

Sign Here	Signature of officer	Date			
	MAARI PORTER, EXECUTIVE DIRECTOR				
Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check if self-employed <input type="checkbox"/>	PTIN
	CHRISTOPHER M. PEKULA	CHRISTOPHER M. PEKUL			P00734965
Preparer Use Only	Firm's name ▶ MCGLADREY LLP	Firm's EIN ▶ 42-0714325			
	Firm's address ▶ 751 ARBOR WAY, SUITE 200 BLUE BELL, PA 19422	Phone no. 215.641.8600			

May the IRS discuss this return with the preparer shown above? (see instructions) Yes No

Application for Extension of Time To File an Exempt Organization Return

Department of the Treasury
Internal Revenue Service

▶ **File a separate application for each return.**
▶ **Information about Form 8868 and its instructions is at www.irs.gov/form8868.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

	Enter filer's identifying number	
Type or print	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or
	FUND FOR PHILADELPHIA	23-2174863
File by the due date for filing your return. See instructions.	Number, street, and room or suite no. If a P.O. box, see instructions.	Social security number (SSN)
	CITY HALL, NO. 708	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	PHILADELPHIA, PA 19107	

Enter the Return code for the return that this application is for (file a separate application for each return) 011

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

MAARI PORTER

• The books are in the care of ▶ **CITY HALL, ROOM 708 - PHILADELPHIA, PA 19107**
Telephone No. ▶ **215-686-0321** Fax No. ▶ _____

- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box . If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2014**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
▶ calendar year **2013** or
▶ tax year beginning _____, and ending _____.

2 If the tax year entered in line 1 is for less than 12 months, check reason: Initial return Final return
 Change in accounting period

3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	0.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	0.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0.

Caution. If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

• If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box **X**

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

• If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

		Enter filer's identifying number, see instructions
Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions. FUND FOR PHILADELPHIA	Employer identification number (EIN) or 23-2174863
	Number, street, and room or suite no. If a P.O. box, see instructions. CITY HALL, NO. 708	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. PHILADELPHIA, PA 19107	

Enter the Return code for the return that this application is for (file a separate application for each return) 01

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

MAARI PORTER

• The books are in the care of **CITY HALL, ROOM 708 - PHILADELPHIA, PA 19107**
 Telephone No. **215-686-0321** Fax No. _____

• If the organization does not have an office or place of business in the United States, check this box

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box . If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until **NOVEMBER 17, 2014**.

5 For calendar year **2013**, or other tax year beginning _____, and ending _____.

6 If the tax year entered in line 5 is for less than 12 months, check reason: Initial return Final return
 Change in accounting period

7 State in detail why you need the extension
ADDITIONAL TIME IS NEEDED TO FILE A COMPLETE AND ACCURATE RETURN.

8a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	0.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	0.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature Title **CPA** Date **8.12.2014**

Part III Statement of Program Service Accomplishments

Check if Schedule O contains a response or note to any line in this Part III [X]

1 Briefly describe the organization's mission:

SEE SCHEDULE O

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? [X] Yes [] No

If "Yes," describe these new services on Schedule O.

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? [] Yes [X] No

If "Yes," describe these changes on Schedule O.

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.

4a (Code:) (Expenses \$ 2,848,793. including grants of \$ 424,950.) (Revenue \$ 3,731,220.)

THE PHILADELPHIA MARATHON IS THE LAST MARATHON IN THE UNITED STATES THAT IS WHOLLY RUN AND OWNED BY A CITY. EVERY YEAR THE CITY PRODUCES A WEEKEND OF EVENTS TO CELEBRATE THE RUNNERS IN THE 8K, 12.1 AND 26.2 MILE RACES. DURING THE 2013 RACE, THE MARATHON HOSTED OVER 30,000 RUNNERS WHO REGISTERED FOR THESE THREE RACES. THE MAJORITY OF THE RUNNERS WERE FROM THE UNITED STATES AND MORE THAN 1,000 OF THE PARTICIPANTS REPRESENTED 43 COUNTRIES AND EVERY CONTINENT EXCEPT ANTARCTICA. IN ADDITION THE PHILADELPHIA MARATHON IS ALSO ONE OF THE LEADERS IN SUSTAINABILITY, WITH OVER 85% OF WASTE DIVERTED TO RECYCLING OR COMPOST.

4b (Code:) (Expenses \$ 261,752. including grants of \$) (Revenue \$)

"ALL PHILADELPHIA CHILDREN AND YOUTH WILL HAVE ACCESS TO HIGH-QUALITY, AGE-APPROPRIATE, OUT-OF-SCHOOL TIME (OST) PROGRAMS AND ACTIVITIES THAT PROMOTE THEIR EDUCATION, SAFETY, DEVELOPMENT AND SUCCESSFUL TRANSITION INTO ADULTHOOD; AND AS A RESULT, ENRICH FAMILIES, NEIGHBORHOODS AND COMMUNITIES" PHILADELPHIA OST VISION STATEMENT 2009

INDEED, REGULAR ATTENDANCE IN HIGH-QUALITY AFTERSCHOOL PROGRAMS HAS BEEN LINKED TO SIGNIFICANTLY BETTER OUTCOMES IN ACADEMICS AND SOCIAL SKILL DEVELOPMENT AS IT RELATED TO THEIR PEERS, GAINS IN STANDARDIZED MATH TEST SCORES, AND REDUCTIONS IN USE OF DRUGS AND ALCOHOL AND TEACHER-REPORTED MISCONDUCT.

4c (Code:) (Expenses \$ 236,013. including grants of \$) (Revenue \$)

PHILADELPHIA PARKS & RECREATION (PPR) ALONG WITH THE PHILADELPHIA INDUSTRIAL DEVELOPMENT CORPORATION (PIDC), AS PART OF THE GREEN2015 ACTION PLAN, HAVE IDENTIFIED PARCELS OF LAND ALONG THE WESTERN BANK OF THE SCHUYLKILL RIVER, IMMEDIATELY ADJACENT TO PPR'S HISTORIC BARTRAM'S GARDEN. THESE PARCELS WILL PROVIDE OVER A MILE AND A HALF OF PUBLICALLY ACCESSIBLE RIVERFRONT ACCESS. THIS WOULD HELP TO ADVANCE KEY GREENING RECOMMENDATIONS MADE IN THE GREEN2015 ACTION PLAN. IN ADDITION, ONCE ACQUIRED, THE SCHUYLKILL RIVER TRAIL (SRT) WILL BE EXTENDED FROM BARTRAM'S GARDEN ALONG THE RIVERFRONT AND A CONNECTION WILL BE MADE TO THE 58TH STREET GREENWAY PORTION OF THE EAST COAST GREENWAY (ECG). PPR IS COMMITTED TO MAKING CONNECTIONS FROM THIS SITE BACK INTO THE COMMUNITY VIA 58TH STREET GREENWAY, WHICH PROVIDES ACCESS

4d Other program services (Describe in Schedule O.)

(Expenses \$ 2,424,955. including grants of \$ 87,668.) (Revenue \$ 77,364.)

4e Total program service expenses 5,771,513.

Part IV Checklist of Required Schedules

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? <i>If "Yes," complete Schedule A</i>	X	
2 Is the organization required to complete <i>Schedule B, Schedule of Contributors</i> ?	X	
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? <i>If "Yes," complete Schedule C, Part I</i>		X
4 Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? <i>If "Yes," complete Schedule C, Part II</i>		X
5 Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? <i>If "Yes," complete Schedule C, Part III</i>		X
6 Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? <i>If "Yes," complete Schedule D, Part I</i>		X
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? <i>If "Yes," complete Schedule D, Part II</i>		X
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes," complete Schedule D, Part III</i>		X
9 Did the organization report an amount in Part X, line 21, for escrow or custodial account liability; serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management, credit repair, or debt negotiation services? <i>If "Yes," complete Schedule D, Part IV</i>		X
10 Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? <i>If "Yes," complete Schedule D, Part V</i>		X
11 If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable.		
a Did the organization report an amount for land, buildings, and equipment in Part X, line 10? <i>If "Yes," complete Schedule D, Part VI</i>		X
b Did the organization report an amount for investments - other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VII</i>		X
c Did the organization report an amount for investments - program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VIII</i>		X
d Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part IX</i>		X
e Did the organization report an amount for other liabilities in Part X, line 25? <i>If "Yes," complete Schedule D, Part X</i>	X	
f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? <i>If "Yes," complete Schedule D, Part X</i>	X	
12a Did the organization obtain separate, independent audited financial statements for the tax year? <i>If "Yes," complete Schedule D, Parts XI and XII</i>	X	
b Was the organization included in consolidated, independent audited financial statements for the tax year? <i>If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional</i>		X
13 Is the organization a school described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E</i>		X
14a Did the organization maintain an office, employees, or agents outside of the United States?		X
b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? <i>If "Yes," complete Schedule F, Parts I and IV</i>		X
15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or other assistance to or for any foreign organization? <i>If "Yes," complete Schedule F, Parts II and IV</i>		X
16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or other assistance to or for foreign individuals? <i>If "Yes," complete Schedule F, Parts III and IV</i>		X
17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? <i>If "Yes," complete Schedule G, Part I</i>		X
18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? <i>If "Yes," complete Schedule G, Part II</i>		X
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? <i>If "Yes," complete Schedule G, Part III</i>		X
20a Did the organization operate one or more hospital facilities? <i>If "Yes," complete Schedule H</i>		X
b <i>If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?</i>		

Part IV Checklist of Required Schedules (continued)

		Yes	No
21	Did the organization report more than \$5,000 of grants or other assistance to any domestic organization or government on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II</i>	X	
22	Did the organization report more than \$5,000 of grants or other assistance to individuals in the United States on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III</i>	X	
23	Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J</i>		X
24a	Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25a</i>		X
b	Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?		
c	Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?		
d	Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?		
25a	Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I</i>		X
b	Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If "Yes," complete Schedule L, Part I</i>		X
26	Did the organization report any amount on Part X, line 5, 6, or 22 for receivables from or payables to any current or former officers, directors, trustees, key employees, highest compensated employees, or disqualified persons? <i>If so, complete Schedule L, Part II</i>		X
27	Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? <i>If "Yes," complete Schedule L, Part III</i>		X
28	Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):		
a	A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>		X
b	A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>		X
c	An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? <i>If "Yes," complete Schedule L, Part IV</i>		X
29	Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i>		X
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i>		X
31	Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i>		X
32	Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i>		X
33	Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I</i>		X
34	Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1</i>		X
35a	Did the organization have a controlled entity within the meaning of section 512(b)(13)?		X
b	<i>If "Yes" to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2</i></i>		
36	Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i>		X
37	Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI</i>		X
38	Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19?	X	

Note. All Form 990 filers are required to complete Schedule O

Form 990 (2013)

Part V Statements Regarding Other IRS Filings and Tax Compliance

Check if Schedule O contains a response or note to any line in this Part V

		Yes	No
1a	Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable		
1b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable		
1c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	X	
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return		
2b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns? Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions)	X	
3a	Did the organization have unrelated business gross income of \$1,000 or more during the year?		X
3b	If "Yes," has it filed a Form 990-T for this year? If "No," to line 3b, provide an explanation in Schedule O		
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?		X
4b	If "Yes," enter the name of the foreign country: See instructions for filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.		
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?		X
5b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?		X
5c	If "Yes," to line 5a or 5b, did the organization file Form 8886-T?		
6a	Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions?		X
6b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		
7	Organizations that may receive deductible contributions under section 170(c).		
7a	Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?		X
7b	If "Yes," did the organization notify the donor of the value of the goods or services provided?		
7c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?		X
7d	If "Yes," indicate the number of Forms 8282 filed during the year		
7e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		X
7f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		X
7g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?		
7h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?		
8	Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations. Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?		
9	Sponsoring organizations maintaining donor advised funds.		
9a	Did the organization make any taxable distributions under section 4966?		
9b	Did the organization make a distribution to a donor, donor advisor, or related person?		
10	Section 501(c)(7) organizations. Enter:		
10a	Initiation fees and capital contributions included on Part VIII, line 12		
10b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities		
11	Section 501(c)(12) organizations. Enter:		
11a	Gross income from members or shareholders		
11b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.)		
12a	Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?		
12b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year		
13	Section 501(c)(29) qualified nonprofit health insurance issuers.		
13a	Is the organization licensed to issue qualified health plans in more than one state? Note. See the instructions for additional information the organization must report on Schedule O.		
13b	Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans		
13c	Enter the amount of reserves on hand		
14a	Did the organization receive any payments for indoor tanning services during the tax year?		X
14b	If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O		

Part VI Governance, Management, and Disclosure For each "Yes" response to lines 2 through 7b below, and for a "No" response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.

Check if Schedule O contains a response or note to any line in this Part VI

Section A. Governing Body and Management

		Yes	No
1a	Enter the number of voting members of the governing body at the end of the tax year 1a 9 If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O.		
b	Enter the number of voting members included in line 1a, above, who are independent 1b 9		
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?		X
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors, or trustees, or key employees to a management company or other person?		X
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?		X
5	Did the organization become aware during the year of a significant diversion of the organization's assets?		X
6	Did the organization have members or stockholders?		X
7a	Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?		X
b	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?		X
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:		
a	The governing body?	X	
b	Each committee with authority to act on behalf of the governing body?	X	
9	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O		X

Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code.)

		Yes	No
10a	Did the organization have local chapters, branches, or affiliates?		X
b	If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?		
11a	Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	X	
b	Describe in Schedule O the process, if any, used by the organization to review this Form 990.		
12a	Did the organization have a written conflict of interest policy? If "No," go to line 13	X	
b	Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	X	
c	Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done	X	
13	Did the organization have a written whistleblower policy?	X	
14	Did the organization have a written document retention and destruction policy?	X	
15	Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?		
a	The organization's CEO, Executive Director, or top management official	X	
b	Other officers or key employees of the organization		X
	If "Yes" to line 15a or 15b, describe the process in Schedule O (see instructions).		
16a	Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?		X
b	If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?		

Section C. Disclosure

- 17** List the states with which a copy of this Form 990 is required to be filed **▶ PA**
- 18** Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.
 Own website Another's website Upon request Other (explain in Schedule O)
- 19** Describe in Schedule O whether (and if so, how), the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year.
- 20** State the name, physical address, and telephone number of the person who possesses the books and records of the organization: **▶**
MAARI PORTER - 215-686-0321
CITY HALL, ROOM 708, PHILADELPHIA, PA 19107

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

Check if Schedule O contains a response or note to any line in this Part VII

Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

1a Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
- List all of the organization's **current** key employees, if any. See instructions for definition of "key employee."
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.
- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.
- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

List persons in the following order: individual trustees or directors; institutional trustees; officers; key employees; highest compensated employees; and former such persons.

Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee.

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(1) DESIREE PETERKIN-BELL CHAIR OF BOARD	1.00	X		X				0.	0.	0.
(2) RICH NEGRIN TREASURER OF BOARD	1.00	X		X				0.	0.	0.
(3) MAARI PORTER EXECUTIVE DIRECTOR/SECRETARY	8.00	X		X				0.	0.	0.
(4) ANNA WALLACE ADAMS BOARD MEMBER	1.00	X						0.	0.	0.
(5) COUNCILMAN BOBBY HENON BOARD MEMBER	1.00	X						0.	0.	0.
(6) TUMAR ALEXANDER BOARD MEMBER	1.00	X						0.	0.	0.
(7) JAMIRA BURLEY BOARD MEMBER	1.00	X						0.	0.	0.
(8) MAMI HARA BOARD MEMBER	1.00	X						0.	0.	0.
(9) ANDREW FRISHKOFF BOARD MEMBER	1.00	X						0.	0.	0.

Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

(A) Name and title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
1b Sub-total							0.	0.	0.	
c Total from continuation sheets to Part VII, Section A							0.	0.	0.	
d Total (add lines 1b and 1c)							0.	0.	0.	

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization **0**

	Yes	No
3 Did the organization list any former officer, director, or trustee, key employee, or highest compensated employee on line 1a? If "Yes," complete Schedule J for such individual		X
4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? If "Yes," complete Schedule J for such individual		X
5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? If "Yes," complete Schedule J for such person		X

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year.

(A) Name and business address	(B) Description of services	(C) Compensation
ENDURAFIT, LLC, 3706 CRONDALL LANE, SUITE 103, OWINGS MILLS, MD 21117	CLOTHING MERCHANDISE	206,583.
SIMMCO DATA SYSTEMS, 17639 GEORGE WASHINGTON DRIVE, SOUTHFIELD , MI 48075	RUNNER TRACKING	122,726.

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 of compensation from the organization **2**

Part VIII Statement of Revenue

Check if Schedule O contains a response or note to any line in this Part VIII

				(A)	(B)	(C)	(D)
				Total revenue	Related or exempt function revenue	Unrelated business revenue	Revenue excluded from tax under sections 512-514
Contributions, Gifts, Grants and Other Similar Amounts	1 a Federated campaigns	1a					
	b Membership dues	1b					
	c Fundraising events	1c					
	d Related organizations	1d					
	e Government grants (contributions)	1e					
	f All other contributions, gifts, grants, and similar amounts not included above	1f	2,952,505.				
	g Noncash contributions included in lines 1a-1f: \$						
	h Total. Add lines 1a-1f			2,952,505.			
Program Service Revenue	2 a PHILADELPHIA MARATHON	Business Code	900099	3,731,220.	3,731,220.		
	b OTHER		900099	77,364.	77,364.		
	c						
	d						
	e						
	f All other program service revenue						
	g Total. Add lines 2a-2f			3,808,584.			
Other Revenue	3 Investment income (including dividends, interest, and other similar amounts)						
	4 Income from investment of tax-exempt bond proceeds						
	5 Royalties						
	6 a Gross rents	(i) Real	(ii) Personal				
		b Less: rental expenses					
		c Rental income or (loss)					
		d Net rental income or (loss)					
	7 a Gross amount from sales of assets other than inventory	(i) Securities	(ii) Other				
		b Less: cost or other basis and sales expenses					
		c Gain or (loss)					
		d Net gain or (loss)					
	8 a Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c). See Part IV, line 18	a					
		b Less: direct expenses	b				
		c Net income or (loss) from fundraising events					
	9 a Gross income from gaming activities. See Part IV, line 19	a					
		b Less: direct expenses	b				
		c Net income or (loss) from gaming activities					
10 a Gross sales of inventory, less returns and allowances	a						
	b Less: cost of goods sold	b					
	c Net income or (loss) from sales of inventory						
Miscellaneous Revenue			Business Code				
11 a ADMINISTRATIVE FEES		900099	43,532.	43,532.			
	b DIRECT FEE INCOME		900099	6,497.	6,497.		
	c						
	d All other revenue						
e Total. Add lines 11a-11d			50,029.				
12 Total revenue. See instructions.			6,811,118.	3,858,613.	0.	0.	

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A).

Check if Schedule O contains a response or note to any line in this Part IX X

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the United States. See Part IV, line 21	453,298.	453,298.		
2 Grants and other assistance to individuals in the United States. See Part IV, line 22	59,320.	59,320.		
3 Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees				
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages	155,001.	51,597.	103,404.	
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)				
9 Other employee benefits	19,171.	3,218.	15,953.	
10 Payroll taxes	17,182.	4,915.	12,267.	
11 Fees for services (non-employees):				
a Management				
b Legal	107,519.	104,418.	3,101.	
c Accounting	40,447.	75.	40,372.	
d Lobbying				
e Professional fundraising services. See Part IV, line 17				
f Investment management fees				
g Other. (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Sch O.)	2,876,491.	2,875,010.	1,481.	
12 Advertising and promotion	392,819.	392,819.		
13 Office expenses	163,213.	134,136.	29,077.	
14 Information technology				
15 Royalties				
16 Occupancy	46,857.	46,857.		
17 Travel	111,681.	111,681.		
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	19,788.	19,488.	300.	
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization				
23 Insurance	24,755.	16,538.	8,217.	
24 Other expenses. Itemize expenses not covered above. (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a <u>EQUIPMENT AND SUPPLIES</u>	918,101.	918,101.		
b <u>CITY SERVICES</u>	451,142.	451,142.		
c <u>DUES, MEMBERSHIPS, SUBS</u>	95,658.	94,393.	1,265.	0.
d <u>TRAINING AND PROFESSION</u>	58,685.	54,507.	4,178.	0.
e All other expenses		-20,000.	20,000.	
25 Total functional expenses. Add lines 1 through 24e	6,011,128.	5,771,513.	239,615.	0.
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation.				

Check here if following SOP 98-2 (ASC 958-720)

Part X Balance Sheet

Check if Schedule O contains a response or note to any line in this Part X

		(A) Beginning of year		(B) End of year
Assets	1	Cash - non-interest-bearing		1
	2	Savings and temporary cash investments	7,826,383.	2 9,199,038.
	3	Pledges and grants receivable, net		3
	4	Accounts receivable, net	331,985.	4 165,184.
	5	Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L		5
	6	Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instr). Complete Part II of Sch L		6
	7	Notes and loans receivable, net	237,000.	7 177,000.
	8	Inventories for sale or use		8
	9	Prepaid expenses and deferred charges		9
	10a	Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	10a	
	b	Less: accumulated depreciation	10b	10c
	11	Investments - publicly traded securities		11
	12	Investments - other securities. See Part IV, line 11		12
	13	Investments - program-related. See Part IV, line 11		13
	14	Intangible assets		14
	15	Other assets. See Part IV, line 11	58,155.	15 363,579.
16	Total assets. Add lines 1 through 15 (must equal line 34)	8,453,523.	16 9,904,801.	
Liabilities	17	Accounts payable and accrued expenses	796,502.	17 1,231,340.
	18	Grants payable		18
	19	Deferred revenue		19
	20	Tax-exempt bond liabilities		20
	21	Escrow or custodial account liability. Complete Part IV of Schedule D		21
	22	Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L		22
	23	Secured mortgages and notes payable to unrelated third parties		23
	24	Unsecured notes and loans payable to unrelated third parties		24
	25	Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D	2,950,291.	25 3,166,741.
	26	Total liabilities. Add lines 17 through 25	3,746,793.	26 4,398,081.
Net Assets or Fund Balances	Organizations that follow SFAS 117 (ASC 958), check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.			
	27	Unrestricted net assets	1,768,223.	27 2,839,818.
	28	Temporarily restricted net assets	2,938,507.	28 2,666,902.
	29	Permanently restricted net assets		29
	Organizations that do not follow SFAS 117 (ASC 958), check here <input type="checkbox"/> and complete lines 30 through 34.			
	30	Capital stock or trust principal, or current funds		30
	31	Paid-in or capital surplus, or land, building, or equipment fund		31
	32	Retained earnings, endowment, accumulated income, or other funds		32
	33	Total net assets or fund balances	4,706,730.	33 5,506,720.
	34	Total liabilities and net assets/fund balances	8,453,523.	34 9,904,801.

Part XI Reconciliation of Net Assets

Check if Schedule O contains a response or note to any line in this Part XI

1	Total revenue (must equal Part VIII, column (A), line 12)	1	6,811,118.
2	Total expenses (must equal Part IX, column (A), line 25)	2	6,011,128.
3	Revenue less expenses. Subtract line 2 from line 1	3	799,990.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	4,706,730.
5	Net unrealized gains (losses) on investments	5	
6	Donated services and use of facilities	6	
7	Investment expenses	7	
8	Prior period adjustments	8	
9	Other changes in net assets or fund balances (explain in Schedule O)	9	0.
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	5,506,720.

Part XII Financial Statements and Reporting

Check if Schedule O contains a response or note to any line in this Part XII

		Yes	No
1	Accounting method used to prepare the Form 990: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other _____ If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O.		
2a	Were the organization's financial statements compiled or reviewed by an independent accountant? _____ If "Yes," check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both: <input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis		X
2b	Were the organization's financial statements audited by an independent accountant? _____ If "Yes," check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both: <input checked="" type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis	X	
2c	If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? _____ If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.	X	
3a	As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133? _____		X
3b	If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits _____		

Form 990 (2013)

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Public Charity Status and Public Support

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

▶ Attach to Form 990 or Form 990-EZ.

▶ Information about Schedule A (Form 990 or 990-EZ) and its instructions is at www.irs.gov/form990.

OMB No. 1545-0047

2013

Open to Public Inspection

Name of the organization

FUND FOR PHILADELPHIA

Employer identification number

23-2174863

Part I Reason for Public Charity Status (All organizations must complete this part.) See instructions.

The organization is not a private foundation because it is: (For lines 1 through 11, check only one box.)

- 1 A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i)**.
- 2 A school described in **section 170(b)(1)(A)(ii)**. (Attach Schedule E.)
- 3 A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii)**.
- 4 A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii)**. Enter the hospital's name, city, and state: _____
- 5 An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv)**. (Complete Part II.)
- 6 A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v)**.
- 7 An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi)**. (Complete Part II.)
- 8 A community trust described in **section 170(b)(1)(A)(vi)**. (Complete Part II.)
- 9 An organization that normally receives: (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions - subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See **section 509(a)(2)**. (Complete Part III.)
- 10 An organization organized and operated exclusively to test for public safety. See **section 509(a)(4)**.
- 11 An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2). See **section 509(a)(3)**. Check the box that describes the type of supporting organization and complete lines 11e through 11h.
 - a Type I
 - b Type II
 - c Type III - Functionally integrated
 - d Type III - Non-functionally integrated
- e By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2).
- f If the organization received a written determination from the IRS that it is a Type I, Type II, or Type III supporting organization, check this box
- g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?

	Yes	No
(i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization? <input type="checkbox"/>	11g(i)	
(ii) A family member of a person described in (i) above? <input type="checkbox"/>	11g(ii)	
(iii) A 35% controlled entity of a person described in (i) or (ii) above? <input type="checkbox"/>	11g(iii)	
- h Provide the following information about the supported organization(s).

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1-9 above or IRC section (see instructions))	(iv) Is the organization in col. (i) listed in your governing document?		(v) Did you notify the organization in col. (i) of your support?		(vi) Is the organization in col. (i) organized in the U.S.?		(vii) Amount of monetary support
			Yes	No	Yes	No	Yes	No	
Total									

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ.

Schedule A (Form 990 or 990-EZ) 2013

Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)

(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")						
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add lines 1 through 3						
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						
6 Public support. Subtract line 5 from line 4.						

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
7 Amounts from line 4						
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
11 Total support. Add lines 7 through 10						
12 Gross receipts from related activities, etc. (see instructions)					12	
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here						<input type="checkbox"/>

Section C. Computation of Public Support Percentage

14 Public support percentage for 2013 (line 6, column (f) divided by line 11, column (f))	14		%
15 Public support percentage from 2012 Schedule A, Part II, line 14	15		%
16a 33 1/3% support test - 2013. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization		<input type="checkbox"/>	
b 33 1/3% support test - 2012. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization		<input type="checkbox"/>	
17a 10% -facts-and-circumstances test - 2013. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization		<input type="checkbox"/>	
b 10% -facts-and-circumstances test - 2012. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization		<input type="checkbox"/>	
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions		<input type="checkbox"/>	

Part III Support Schedule for Organizations Described in Section 509(a)(2)

(Complete only if you checked the box on line 9 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")	1189374.	2682824.	1460192.	2910730.	2952505.	11195625.
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose	2362126.	2741813.	3253437.	3774747.	3808584.	15940707.
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge	5,113.	5,113.	15,556.	15,556.	109,212.	150,550.
6 Total. Add lines 1 through 5	3556613.	5429750.	4729185.	6701033.	6870301.	27286882.
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						0.
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						0.
c Add lines 7a and 7b						0.
8 Public support. (Subtract line 7c from line 6.)						27286882.

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
9 Amounts from line 6	3556613.	5429750.	4729185.	6701033.	6870301.	27286882.
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	20,171.	14,557.	6,578.	10,667.		51,973.
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b	20,171.	14,557.	6,578.	10,667.		51,973.
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)		23,331.	20,671.	20,012.	50,029.	114,043.
13 Total support. (Add lines 9, 10c, 11, and 12.)	3576784.	5467638.	4756434.	6731712.	6920330.	27452898.

14 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and **stop here**

Section C. Computation of Public Support Percentage

15 Public support percentage for 2013 (line 8, column (f) divided by line 13, column (f))	15	99.40 %
16 Public support percentage from 2012 Schedule A, Part III, line 15	16	99.22 %

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2013 (line 10c, column (f) divided by line 13, column (f))	17	.19 %
18 Investment income percentage from 2012 Schedule A, Part III, line 17	18	.51 %

19a 33 1/3% support tests - 2013. If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization

b 33 1/3% support tests - 2012. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization

20 Private foundation. If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions

SCHEDULE D
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

▶ **Complete if the organization answered "Yes," to Form 990, Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.**
▶ **Attach to Form 990.**

▶ **Information about Schedule D (Form 990) and its instructions is at www.irs.gov/form990.**

OMB No. 1545-0047

2013

Open to Public Inspection

Name of the organization

FUND FOR PHILADELPHIA

Employer identification number

23-2174863

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts. Complete if the organization answered "Yes" to Form 990, Part IV, line 6.

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year		
2 Aggregate contributions to (during year)		
3 Aggregate grants from (during year)		
4 Aggregate value at end of year		
5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control?		<input type="checkbox"/> Yes <input type="checkbox"/> No
6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit?		<input type="checkbox"/> Yes <input type="checkbox"/> No

Part II Conservation Easements. Complete if the organization answered "Yes" to Form 990, Part IV, line 7.

- Purpose(s) of conservation easements held by the organization (check all that apply).

<input type="checkbox"/> Preservation of land for public use (e.g., recreation or education)	<input type="checkbox"/> Preservation of an historically important land area
<input type="checkbox"/> Protection of natural habitat	<input type="checkbox"/> Preservation of a certified historic structure
<input type="checkbox"/> Preservation of open space	
- Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year.

	Held at the End of the Tax Year
a Total number of conservation easements	2a
b Total acreage restricted by conservation easements	2b
c Number of conservation easements on a certified historic structure included in (a)	2c
d Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register	2d
- Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ▶ _____
- Number of states where property subject to conservation easement is located ▶ _____
- Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds?
- Staff and volunteer hours devoted to monitoring, inspecting, and enforcing conservation easements during the year ▶ _____
- Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ▶ \$ _____
- Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)?
- In Part XIII, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements.

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets.

Complete if the organization answered "Yes" to Form 990, Part IV, line 8.

- If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIII, the text of the footnote to its financial statements that describes these items.
- If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items:

(i) Revenues included in Form 990, Part VIII, line 1	▶ \$ _____
(ii) Assets included in Form 990, Part X	▶ \$ _____
- If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items:

a Revenues included in Form 990, Part VIII, line 1	▶ \$ _____
b Assets included in Form 990, Part X	▶ \$ _____

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets *(continued)*

3 Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply):

- a Public exhibition
- b Scholarly research
- c Preservation for future generations
- d Loan or exchange programs
- e Other _____

4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIII.

5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? Yes No

Part IV Escrow and Custodial Arrangements. Complete if the organization answered "Yes" to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X? Yes No

b If "Yes," explain the arrangement in Part XIII and complete the following table:

	Amount
c Beginning balance	1c
d Additions during the year	1d
e Distributions during the year	1e
f Ending balance	1f

2a Did the organization include an amount on Form 990, Part X, line 21? Yes No

b If "Yes," explain the arrangement in Part XIII. Check here if the explanation has been provided in Part XIII

Part V Endowment Funds. Complete if the organization answered "Yes" to Form 990, Part IV, line 10.

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance					
b Contributions					
c Net investment earnings, gains, and losses					
d Grants or scholarships					
e Other expenditures for facilities and programs					
f Administrative expenses					
g End of year balance					

2 Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as:

- a Board designated or quasi-endowment _____ %
- b Permanent endowment _____ %
- c Temporarily restricted endowment _____ %

The percentages in lines 2a, 2b, and 2c should equal 100%.

3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by:

- (i) unrelated organizations
- (ii) related organizations

	Yes	No
3a(i)		
3a(ii)		
3b		

b If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R?

4 Describe in Part XIII the intended uses of the organization's endowment funds.

Part VI Land, Buildings, and Equipment.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11a. See Form 990, Part X, line 10.

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land				
b Buildings				
c Leasehold improvements				
d Equipment				
e Other				

Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10(c).) 0.

Part VII Investments - Other Securities.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11b. See Form 990, Part X, line 12.

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests		
(3) Other		
(A)		
(B)		
(C)		
(D)		
(E)		
(F)		
(G)		
(H)		
Total. (Col. (b) must equal Form 990, Part X, col. (B) line 12.) ▶		

Part VIII Investments - Program Related.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11c. See Form 990, Part X, line 13.

(a) Description of investment	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
Total. (Col. (b) must equal Form 990, Part X, col. (B) line 13.) ▶		

Part IX Other Assets.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11d. See Form 990, Part X, line 15.

(a) Description	(b) Book value
(1)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 15.) ▶	

Part X Other Liabilities.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11e or 11f. See Form 990, Part X, line 25.

1. (a) Description of liability	(b) Book value
(1) Federal income taxes	
(2) DUE TO AGENCIES	3,166,741.
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 25.) ▶	

2. Liability for uncertain tax positions. In Part XIII, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740). Check here if the text of the footnote has been provided in Part XIII

Part XI Reconciliation of Revenue per Audited Financial Statements With Revenue per Return.

Complete if the organization answered "Yes" to Form 990, Part IV, line 12a.

1	Total revenue, gains, and other support per audited financial statements		1	6,920,330.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:			
	a Net unrealized gains on investments	2a		
	b Donated services and use of facilities	2b	109,212.	
	c Recoveries of prior year grants	2c		
	d Other (Describe in Part XIII.)	2d		
	e Add lines 2a through 2d	2e		109,212.
3	Subtract line 2e from line 1		3	6,811,118.
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1:			
	a Investment expenses not included on Form 990, Part VIII, line 7b	4a		
	b Other (Describe in Part XIII.)	4b		
	c Add lines 4a and 4b	4c		0.
5	Total revenue. Add lines 3 and 4c . (This must equal Form 990, Part I, line 12.)		5	6,811,118.

Part XII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return.

Complete if the organization answered "Yes" to Form 990, Part IV, line 12a.

1	Total expenses and losses per audited financial statements		1	6,120,340.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:			
	a Donated services and use of facilities	2a	109,212.	
	b Prior year adjustments	2b		
	c Other losses	2c		
	d Other (Describe in Part XIII.)	2d		
	e Add lines 2a through 2d	2e		109,212.
3	Subtract line 2e from line 1		3	6,011,128.
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:			
	a Investment expenses not included on Form 990, Part VIII, line 7b	4a		
	b Other (Describe in Part XIII.)	4b		
	c Add lines 4a and 4b	4c		0.
5	Total expenses. Add lines 3 and 4c . (This must equal Form 990, Part I, line 18.)		5	6,011,128.

Part XIII Supplemental Information.

Provide the descriptions required for Part II, lines 3, 5, and 9; Part III, lines 1a and 4; Part IV, lines 1b and 2b; Part V, line 4; Part X, line 2; Part XI, lines 2d and 4b; and Part XII, lines 2d and 4b. Also complete this part to provide any additional information.

PART X, LINE 2:

THE FUND IS A NOT-FOR-PROFIT ORGANIZATION THAT IS EXEMPT FROM FEDERAL INCOME TAX UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE. IN ADDITION, THE FUND QUALIFIES FOR CHARITABLE CONTRIBUTION DEDUCTIONS AND HAS BEEN CLASSIFIED AS AN ORGANIZATION THAT IS NOT A PRIVATE FOUNDATION. INCOME WHICH IS NOT RELATED TO EXEMPT PURPOSES, LESS APPLICABLE DEDUCTIONS, IS SUBJECT TO FEDERAL AND STATE CORPORATE INCOME TAXES. THE FOUNDATION HAD NO NET UNRELATED BUSINESS INCOME FOR THE YEARS ENDED DECEMBER 31, 2013 AND 2012.

MANAGEMENT EVALUATED THE FUND'S TAX POSITIONS AND CONCLUDED THAT THE FUND HAD TAKEN NO UNCERTAIN TAX POSITIONS THAT REQUIRE ADJUSTMENT TO THE

Part XIII Supplemental Information *(continued)*

FINANCIAL STATEMENTS. THE FUND FILES INCOME TAX RETURNS IN THE U.S.

FEDERAL JURISDICTION. GENERALLY, THE FUND IS NO LONGER SUBJECT TO FEDERAL INCOME TAX EXAMINATIONS FOR YEARS BEFORE 2010.

Multiple horizontal lines for supplemental information.

**SCHEDULE I
(Form 990)**

Department of the Treasury
Internal Revenue Service

**Grants and Other Assistance to Organizations,
Governments, and Individuals in the United States**

Complete if the organization answered "Yes" to Form 990, Part IV, line 21 or 22.
▶ Attach to Form 990.

OMB No. 1545-0047

2013

Open to Public
Inspection

Name of the organization

FUND FOR PHILADELPHIA

▶ Information about Schedule I (Form 990) and its instructions is at www.irs.gov/form990.

Employer identification number
23-2174863

Part I General Information on Grants and Assistance

- 1** Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? Yes No
- 2** Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States.

Part II Grants and Other Assistance to Governments and Organizations in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Part II can be duplicated if additional space is needed.

1 (a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
BLACKHAWKS ATHLETIC CLUB 15000 THERESA DRIVE PHILADELPHIA, PA 19115	23-2835751	501(C)(3)	25,000.	0.			GENERAL SUPPORT
BROAD STREET MINISTRIES 315 SOUTH BROAD STREET PHILADELPHIA, PA 19107	20-2760310	501(C)(3)	75,000.	0.			GENERAL SUPPORT
BUSTLETON BENGALS CLUB PO BOX 6103 PHILADELPHIA, PA 19115	23-2009069	501(C)(3)	15,000.	0.			GENERAL SUPPORT
CITY OF PHILADELPHIA CITY HALL, ROOM 204 PHILADELPHIA, PA 19107	23-6003047		6,341.	0.			PARKS AND RECREATION DEPARTMENT - TEENS PROGRAM
CITY OF PHILADELPHIA CITY HALL, ROOM 204 PHILADELPHIA, PA 19107	23-6003047		25,957.	0.			MATCHING FUNDS FOR GRANT
CITY YOUTH ASSOCIATION PO BOX 5235 PHILADELPHIA, PA 19141	23-3024239	501(C)(3)	10,000.	0.			GENERAL SUPPORT

2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table

3 Enter total number of other organizations listed in the line 1 table

15.
17.

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule I (Form 990) (2013)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)							
(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
FOX ROK ATHLETIC ASSN 7723 LOVETTA AVE PHILADELPHIA, PA 19111	23-2160330	501(C)(3)	15,000.	0.			GENERAL SUPPORT
GRANTMAKERS IN THE ARTS 4055 - 21ST AVENUE W SEATTLE, WA 98199	36-3670955	501(C)(3)	10,000.	0.			GENERAL SUPPORT
GREATER PHILADELPHIA FILM OFFICE 1515 ARCH STREET, 11TH FLOOR PHILADELPHIA, PA 19102	23-3039429	501(C)(3)	76,000.	0.			GENERAL SUPPORT
KOREAN COMMUNITY DEVELOPMENT SERVICES CENTER - 6055 NORTH 5TH STREET - PHILADELPHIA, PA 19120	23-2303766	501(C)(3)	5,100.	0.			GATEWAYS TO OLNEY GRANT
LAWNCREST LIONS 6000 RISING SUN AVE PHILADELPHIA, PA 19111	27-1259538	501(C)(3)	10,000.	0.			GENERAL SUPPORT
MOSS ATHLETIC ASSOCIATION 6121 MARSDEN STREET PHILADELPHIA, PA 19135	23-6444706	501(C)(3)	15,000.	0.			GENERAL SUPPORT
NORTHWEST RAIDERS C/O LONNIE YOUNG RECREATION CENTER, 1100 E. CHELTEN AVENUE - PHILADELPHIA, P	23-1582287	501(C)(3)	10,000.	0.			GENERAL SUPPORT
OAK LANE YOUTH ASSOCIATION PO BOX 14197 PHILADELPHIA, PA 19138	23-7261186	501(C)(3)	15,000.	0.			GENERAL SUPPORT
OXFORD CIRCLE ATHLETIC ASSOCIATION 5051 SUMMERDALE AVE PHILADELPHIA, PA 19124	23-2884166	501(C)(3)	20,000.	0.			GENERAL SUPPORT

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)							
(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
PHILADELPHIA MUMMERS BRIDAGE ASSOCIATION - PO BOX 37541 - PHILADELPHIA, PA 19148	23-2057395	501(C)(3)	25,000.	0.			GENERAL SUPPORT
PHILA. FESTIVAL OF THE ARTS, INC. ONE S. BROAD ST, 14TH FLOOR PHILADELPHIA, PA 19107	23-2778434	501(C)(3)	81,000.	0.			YOUNG ARTIST STUDY

Part III Grants and Other Assistance to Individuals in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 22. Part III can be duplicated if additional space is needed.

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of non-cash assistance
MARATHON PRIZES	42	37,950.	0.		
DILWORTH AWARD RECEIPT	1	6,945.	0.		
SCHOLARSHIP AWARDS	7	10,500.	0.		
ART AWARD RECIPIENTS	18	2,425.	0.		
YOUTH POET AWARDS	2	1,500.	0.		

Part IV Supplemental Information. Provide the information required in Part I, line 2, Part III, column (b), and any other additional information.

PART I, LINE 2:

THE MAYOR'S FUND RECEIVES A PORTION OF FUNDS RAISED BY THE PHILADELPHIA MARATHON TO DEVOTE TO PHILANTHROPIC CAUSES. THE PROJECTS IT SUPPORTS ALIGN WITH THE MAYOR'S GOALS. UNSOLICITED GRANTS ARE NOT ACCEPTED, AS ALL PROPOSALS MUST BE SPONSORED BY THE MAYOR OR A DEPUTY MAYOR. THE MAYOR OR A DEPUTY MAYOR CAN SERVE AS A SPONSOR FOR GRANT APPLICATIONS SUBMITTED BY CITY AGENCIES, LOCAL NON-PROFIT ORGANIZATIONS, OR BY OTHER COMMUNITY-SUSTAINING BUSINESSES OR GROUPS. THE FUND DOES NOT ACCEPT APPLICATIONS THAT SEEK MULTI-YEAR FUNDING FOR ONGOING OPERATIONAL COSTS.

Part IV Supplemental Information

THE NUMBER AND SIZE OF AWARDS GIVEN EACH YEAR WILL VARY DEPENDING ON THE FUNDS RAISED BY THE MARATHON. FUNDING REQUESTS ARE ACCEPTED ON A ROLLING BASIS AND DECISIONS ARE MADE AT EACH OF THE BOARD MEETINGS. THE GRANT COMMITTEE REVIEWS THE APPLICATIONS AND MAKES RECOMMENDATIONS TO THE FUND'S BOARD. FINAL DECISIONS ARE MADE AT EACH BOARD MEETING. THERE ARE FOUR BOARD MEETINGS A YEAR.

GRANTEES ARE REQUIRED TO PREPARE AND SUBMIT BOTH A FINANCIAL AND NARRATIVE REPORT FOR ANY GRANTS THE FUND ISSUES THAT ARE RESTRICTED TO A SPECIFIC PROGRAM. REPORTS ARE REVIEWED BY THE EXECUTIVE DIRECTOR AS WELL AS THE DEPUTY DIRECTOR.

Multiple horizontal lines for supplemental information.

SCHEDULE O
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

Complete to provide information for responses to specific questions on
Form 990 or 990-EZ or to provide any additional information.
▶ Attach to Form 990 or 990-EZ.

▶ Information about Schedule O (Form 990 or 990-EZ) and its instructions is at www.irs.gov/form990

OMB No. 1545-0047

2013

Open to Public
Inspection

Name of the organization

FUND FOR PHILADELPHIA

Employer identification number
23-2174863

FORM 990, PART I, LINE 1, DESCRIPTION OF ORGANIZATION MISSION:

THE MAYOR'S FUND FOR PHILADELPHIA SUPPORTS PROGRAMS LED BY
CITY DEPARTMENTS AND COMMUNITY DEVELOPMENT ORGANIZATIONS THAT ACHIEVE
THE MAYOR'S GOALS.

FORM 990, PART III, LINE 1:

THE FUND'S GOAL IS TO ADVANCE THE MAYOR OF PHILADELPHIA'S
PRIORITIES THROUGH LEVERAGING PUBLIC-PRIVATE PARTNERSHIPS TO BENEFIT
THE PEOPLE OF PHILADELPHIA.

VALUES STATEMENT: THE MAYOR'S FUND FOR PHILADELPHIA (BOARD, STAFF AND
VOLUNTEERS) IS COMMITTED TO FULLY INTEGRATING THE FOLLOWING VALUES INTO
ALL THAT WE DO. THESE ARE THE PRINCIPALS THAT WILL GUIDE OUR WORK ON
BEHALF OF THE MAYOR AND FOR THE RESIDENTS OF PHILADELPHIA.

STEWARDSHIP: THE MAYOR'S FUND IS COMMITTED TO THE HIGHEST LEVEL OF
STEWARDSHIP OF ALL PUBLIC AND PRIVATE FUNDS, WITH THE HIGHEST LEVEL OF
INTEGRITY, TRANSPARENCY AND EFFICIENCY.

EQUALITY: WE SEEK TO INTEGRATE EQUALITY IN ALL THAT WE DO AS AN
EMPLOYER, FUNDER, AND IN OUR ROLE AS A POINT OF ENTRY FOR
PUBLIC-PRIVATE PARTNERSHIPS IN PHILADELPHIA.

COLLABORATION: THE FUND IS COMMITTED TO FACILITATING COLLABORATION
BETWEEN THE PUBLIC AND PRIVATE SECTORS TO ENSURE A SUCCESSFUL AND

Name of the organization

FUND FOR PHILADELPHIA

Employer identification number

23-2174863

PROSPEROUS PHILADELPHIA.

EXCELLENCE: THE FUND IS COMMITTED TO EXCELLENCE IN ALL THAT WE DO, AND TO ALWAYS GO THE EXTRA STEP FOR THE RESIDENTS OF PHILADELPHIA.

SIGNIFICANT ACTIVITIES

THE MAYOR'S FUND FOR PHILADELPHIA SUPPORTS PROGRAMS LED BY CITY DEPARTMENTS AND COMMUNITY DEVELOPMENT ORGANIZATIONS THAT ACHIEVE THE MAYOR'S GOALS. THE FUND SERVES AS THE FISCAL AGENT OR A FISCAL SPONSOR FOR MORE THAN 100 CIVIC PROGRAMS, AND THE FOLLOWING IS A SAMPLING OF THE WORK THAT WE SUPPORT.

MAYOR'S 5 GOALS

- 1. PHILADELPHIA BECOMES ONE OF THE SAFEST CITIES IN AMERICA
- 2. THE EDUCATION AND HEALTH OF PHILADELPHIANS IMPROVE
- 3. PHILADELPHIA IS A PLACE OF CHOICE
- 4. PHILADELPHIA BECOMES THE GREENEST AND MOST SUSTAINABLE CITY IN AMERICA
- 5. PHILADELPHIA GOVERNMENT WORKS EFFICIENTLY AND EFFECTIVELY, WITH INTEGRITY AND RESPONSIVENESS

FORM 990, PART III, LINE 2, NEW PROGRAM SERVICES:

EXPLANATION: NEW PROGRAM: THE EMPOWERMENT ZONES

THE PHILADELPHIA EMPOWERMENT ZONE (PEZ) WAS ESTABLISHED IN 1994 AS A COMMUNITY DEVELOPMENT AND ECONOMIC REVITALIZATION PROGRAM, CREATED FEDERALLY AND GUIDED LOCALLY. THE EZ'S GOAL WAS SUPPORT STRATEGIES AND

Name of the organization

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PROGRAMS THAT IMPROVE PUBLIC SAFETY, ADVANCE HUMAN DEVELOPMENT, CREATE A WELCOMING ENVIRONMENT, AND INVIGORATE COMMERCE. THE PEZ PROGRAM CONTINUES TO BUILD HEALTHY, SELF-SUFFICIENT AND SAFE ENVIRONMENTS BY WORKING WITH RESIDENTS, BUSINESS OWNERS, AND OTHER STAKEHOLDERS TO RAISE THE QUALITY OF LIFE IN THEIR AREAS.

IN 2004 PEZ CREATED A PROJECT CALLED THE NEIGHBORHOOD FUNDING STREAM, A COMMUNITY ENDOWMENT THAT MAKES ANNUAL GRANTS IN EACH PEZ NEIGHBORHOOD. TO DATE, THE NEIGHBORHOOD FUNDING STREAM INVESTS 5% ANNUALLY THROUGH ECONOMIC DEVELOPMENT GRANTS TO THE PEZ COMMUNITIES. GRANT ACTIVITIES INCLUDE: TAX PREPARATION AND FINANCIAL LITERACY, WORKFORCE DEVELOPMENT AND JOB TRAINING, COMMERCIAL DEVELOPMENT, BUSINESS TECHNICAL ASSISTANCE AND COMMERCIAL CORRIDOR REVITALIZATION.

NEW PROGRAM: MORE PARK, LESS WAY

THE DEPARTMENT OF PARKS AND RECREATION PARTNERED WITH PENN PRAXIS AND THE PENN PROJECT ON CIVIC ENGAGEMENT TO DEVELOP A PLAN FOR THE PARKWAY THAT IS SHAPED AROUND PROJECTS THAT CAN BE IMPLEMENTED QUICKLY. THEY GATHERED COMMUNITY INPUT THROUGH 4 PUBLIC MEETINGS AND THE RESULT WAS THE PLAN CALLED "MORE PARK, LESS WAY." THE FIRST PHASE OF THE PLAN TO BE IMPLEMENTED WAS REPURPOSING A PARKING LOT IN FRONT OF EAKINS OVAL INTO AN INNOVATIVE PLAY SPACE FOR CHILDREN AND ADULTS ALIKE.

FORM 990, PART III, LINE 4B, PROGRAM SERVICE ACCOMPLISHMENTS:

WITH THE SUPPORT OF THE WALLACE FOUNDATION'S NEXT GENERATION OST INITIATIVE, THE WILLIAM PENN FOUNDATION, AND THE UNITED WAY OF GREATER PHILADELPHIA & SOUTH NEW JERSEY THE CITY OF PHILADELPHIA BEGAN A THREE

Name of the organization

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YEAR PROJECT TO BUILD A COORDINATED SYSTEM OF OST PROGRAMS THAT UTILIZES RELIABLE INFORMATION TO CONTINUOUSLY ENHANCE PROGRAM QUALITY AND YOUTH PARTICIPATION.

EVERY YEAR, ALL YEAR, 350 PROGRAMS SERVE OVER 13,000 ON ANY GIVEN DAY IN OUT-OF-SCHOOL TIME PROGRAMS MANAGED BY THE DEPARTMENTS OF HUMAN SERVICES, RECREATION AND THE FREE LIBRARY OF PHILADELPHIA. IN ADDITION, THERE ARE MANY OTHER PROGRAMS AND OPPORTUNITIES MANAGED BY COMMUNITY BASED ORGANIZATIONS LARGE AND SMALL, WHICH PROVIDE OTHER OUT-OF-SCHOOL TIME ACTIVITIES AND OPPORTUNITIES ENHANCING AND ENRICHING THE GROWTH AND DEVELOPMENT OF CHILDREN IN PHILADELPHIA.

FORM 990, PART III, LINE 4C, PROGRAM SERVICE ACCOMPLISHMENTS:

TO COBBS CREEK RECREATION TRAIL AND THE ECG. IN ADDITION, THESE CHANGES WOULD ADVANCE BARTRAM'S MILE AS A PREMIER DESTINATION WITH MULTIPLE UNIQUE PUBLIC SPACES, WONDERFUL VIEWS/HORTICULTURE, AND CONNECTIONS TO RECREATIONAL OPPORTUNITIES AND THE RIVER.

GOALS INCLUDE:

PHASE 1 OF BARTRAM'S MILE TRAIL AND PARK OPENED BY 12/31/15.

WITHIN 12 MONTHS OF OPENING, BARTRAM'S MILE ACHIEVES VISIBILITY AS A SAFE AND UNIQUE DESTINATION FOR LOCAL AND CITYWIDE RESIDENTS, AS DOCUMENTED BY USER COUNTS AND INTERCEPT SURVEYS.

COORDINATED EVENT CALENDAR ESTABLISHED BETWEEN PHILADELPHIA PARKS AND RECREATION, BARTRAM'S GARDEN, AND SCHUYLKILL RIVER DEVELOPMENT CORPORATION.

FINAL DESIGN LEVERAGED FOR LARGER FUNDS TO RE-DESIGN BARTRAM'S GARDEN ENTRYWAY AND POTENTIAL REHABILITATION OF BOTANIC AVENUE SITE.

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VISITATION TO BARTRAM'S GARDEN BY RESIDENTS OF BARTRAM'S VILLAGE AND
OTHER NEIGHBORHOODS WITHIN WALKING DISTANCE OF THE GARDEN INCREASED BY
30%.

FORM 990, PART III, LINE 4D, OTHER PROGRAM SERVICES:

2035 IMPLEMENTATION / PERFORMANCE MEASURE

EXPENSES \$ 99,951. INCLUDING GRANTS OF \$ 0. REVENUE \$ 0.

5TH DISTRICT EVENTS

EXPENSES \$ 9,000. INCLUDING GRANTS OF \$ 0. REVENUE \$ 0.

AMERICAN STREET EMPOWERMENT ZONE

EXPENSES \$ 229,513. INCLUDING GRANTS OF \$ 0. REVENUE \$ 0.

ART IN CITY HALL

EXPENSES \$ 3,151. INCLUDING GRANTS OF \$ 2,425. REVENUE \$ 0.

BADGES OF HONOR

EXPENSES \$ 20,266. INCLUDING GRANTS OF \$ 0. REVENUE \$ 0.

BROAD ST. MINISTRIES

EXPENSES \$ 71,532. INCLUDING GRANTS OF \$ 0. REVENUE \$ 0.

CEO - FORMERLY MOCS

EXPENSES \$ 913. INCLUDING GRANTS OF \$ 0. REVENUE \$ 0.

CITIES UNITED

EXPENSES \$ 3,583. INCLUDING GRANTS OF \$ 0. REVENUE \$ 0.

Name of the organization

FUND FOR PHILADELPHIA

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CITY PLANNING

EXPENSES \$ 223,376. INCLUDING GRANTS OF \$ 25,957. REVENUE \$ 0.

CITYWIDE CLEAN UP

EXPENSES \$ 73,938. INCLUDING GRANTS OF \$ 0. REVENUE \$ 0.

CIVIC ENGAGEMENT VOLUNTEERS

EXPENSES \$ 42,787. INCLUDING GRANTS OF \$ 0. REVENUE \$ 0.

DILWORTH AWARDS

EXPENSES \$ 22,692. INCLUDING GRANTS OF \$ 6,945. REVENUE \$ 0.

DOLLARWISE INNOVATION

EXPENSES \$ 6,358. INCLUDING GRANTS OF \$ 0. REVENUE \$ 0.

FOREST MANAGEMENT PLAN

EXPENSES \$ 97,094. INCLUDING GRANTS OF \$ 0. REVENUE \$ 0.

GRAD COACHES

EXPENSES \$ 26,673. INCLUDING GRANTS OF \$ 0. REVENUE \$ 0.

HOLIDAY PARTY

EXPENSES \$ 18,697. INCLUDING GRANTS OF \$ 0. REVENUE \$ 0.

JOE FRAZIER STATUE

EXPENSES \$ 4,686. INCLUDING GRANTS OF \$ 0. REVENUE \$ 0.

Name of the organization

FUND FOR PHILADELPHIA

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LEAD - CONFERENCE & TRAVEL

EXPENSES \$ 15,416. INCLUDING GRANTS OF \$ 0. REVENUE \$ 0.

MANUFACTURING MATTERS

EXPENSES \$ 25,000. INCLUDING GRANTS OF \$ 0. REVENUE \$ 0.

MAYOR STREET'S FAREWELL

EXPENSES \$ 22,733. INCLUDING GRANTS OF \$ 0. REVENUE \$ 0.

MAYOR'S COMMISSION ON ASIAN AFFAIRS

EXPENSES \$ 6,379. INCLUDING GRANTS OF \$ 0. REVENUE \$ 0.

MAYOR'S COMMISSION ON LITERACY

EXPENSES \$ 33,898. INCLUDING GRANTS OF \$ 0. REVENUE \$ 0.

MAYOR'S COMMISSION ON PEOPLE WITH DISABILITIES

EXPENSES \$ 10,500. INCLUDING GRANTS OF \$ 0. REVENUE \$ 0.

MAYOR'S OFFICE ON AGING

EXPENSES \$ 1,785. INCLUDING GRANTS OF \$ 0. REVENUE \$ 0.

MAYOR'S RECEPTION ROOM

EXPENSES \$ 25,891. INCLUDING GRANTS OF \$ 0. REVENUE \$ 16,371.

METROPOLITAN CAUCUS

EXPENSES \$ 27,000. INCLUDING GRANTS OF \$ 0. REVENUE \$ 0.

MOBILE APP

332212
09-04-13

Name of the organization

FUND FOR PHILADELPHIA

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EXPENSES \$ 13,438. INCLUDING GRANTS OF \$ 0. REVENUE \$ 0.

MORTGAGE CRISIS

EXPENSES \$ 102,230. INCLUDING GRANTS OF \$ 0. REVENUE \$ 0.

NEIGHBORHOOD PARKS

EXPENSES \$ 195,415. INCLUDING GRANTS OF \$ 0. REVENUE \$ 0.

NEW URBAN MECHANICS

EXPENSES \$ 14,845. INCLUDING GRANTS OF \$ 14,000. REVENUE \$ 0.

NEW WORLD TUTOR TRAINING

EXPENSES \$ 6,505. INCLUDING GRANTS OF \$ 0. REVENUE \$ 0.

NORTH CENTRAL EMPOWERMENT ZONE

EXPENSES \$ 668. INCLUDING GRANTS OF \$ 0. REVENUE \$ 0.

OACCE CITY HALL PRESENTS

EXPENSES \$ 59,205. INCLUDING GRANTS OF \$ 0. REVENUE \$ 0.

OFFICE OF SUSTAINABILITY

EXPENSES \$ 24,275. INCLUDING GRANTS OF \$ 0. REVENUE \$ 0.

OPERATION BROTHERLY LOVE CARNIVAL

EXPENSES \$ 80,077. INCLUDING GRANTS OF \$ 0. REVENUE \$ 0.

OPERATION CEASE FIRE

EXPENSES \$ 20,000. INCLUDING GRANTS OF \$ 0. REVENUE \$ 0.

Name of the organization

FUND FOR PHILADELPHIA

Employer identification number

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PARKING WARS

EXPENSES \$ 64,578. INCLUDING GRANTS OF \$ 0. REVENUE \$ 0.

PARKS AND RECREATION - GREENWORKS AND YOUTH DEVELOPMENT

EXPENSES \$ 43,111. INCLUDING GRANTS OF \$ 6,341. REVENUE \$ 0.

PARKWAY CIVIC VISION

EXPENSES \$ 7,272. INCLUDING GRANTS OF \$ 0. REVENUE \$ 0.

PHASION PHEST

EXPENSES \$ 42,328. INCLUDING GRANTS OF \$ 0. REVENUE \$ 45,350.

PHILADELPHIA FIRE DEPARTMENT - SMOKE DETECTORS

EXPENSES \$ 31,707. INCLUDING GRANTS OF \$ 0. REVENUE \$ 0.

PHILADELPHIA INVESTOR CONFERENCE

EXPENSES \$ 7,719. INCLUDING GRANTS OF \$ 0. REVENUE \$ 0.

PHILADELPHIA READS

EXPENSES \$ 4,384. INCLUDING GRANTS OF \$ 0. REVENUE \$ 0.

PHILLY CHAMPIONS FUND

EXPENSES \$ 0. INCLUDING GRANTS OF \$ 0. REVENUE \$ 14,049.

PHILLY GOES TO COLLEGE

EXPENSES \$ 183,576. INCLUDING GRANTS OF \$ 30,500. REVENUE \$ 0.

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FUND FOR PHILADELPHIA

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23-2174863

POETRY

EXPENSES \$ 4,300. INCLUDING GRANTS OF \$ 1,500. REVENUE \$ 0.

PRINCE MUSIC THEATRE

EXPENSES \$ 9,953. INCLUDING GRANTS OF \$ 0. REVENUE \$ 0.

PUBLIC SAFETY

EXPENSES \$ 230,594. INCLUDING GRANTS OF \$ 0. REVENUE \$ 0.

RECORDS DEPARTMENT

EXPENSES \$ 0. INCLUDING GRANTS OF \$ 0. REVENUE \$ 848.

SMALL BUSINESSES - GOLDMAN SACHS

EXPENSES \$ 69,264. INCLUDING GRANTS OF \$ 0. REVENUE \$ 0.

STD TRAINING

EXPENSES \$ 1,372. INCLUDING GRANTS OF \$ 0. REVENUE \$ 746.

STOREFRONT CHALLENGE

EXPENSES \$ 327. INCLUDING GRANTS OF \$ 0. REVENUE \$ 0.

URBAN WATERS INSTITUTE

EXPENSES \$ 75,000. INCLUDING GRANTS OF \$ 0. REVENUE \$ 0.

WEST PHILADELPHIA EMPOWERMENT ZONE

EXPENSES \$ 10,000. INCLUDING GRANTS OF \$ 0. REVENUE \$ 0.

FORM 990, PART VI, SECTION B, LINE 11:

332212
09-04-13

Name of the organization

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THE ORGANIZATION PROVIDES A COPY OF THE FORM 990 TO EACH VOTING BOARD MEMBER BEFORE IT HAS BEEN FILED. THE EXECUTIVE DIRECTOR OF THE ORGANIZATION REVIEWS THE FORM 990 AND ATTACHMENTS PRIOR TO SUBMITTING IT TO ALL VOTING BOARD MEMBERS. THE BOARD CHAIRPERSON AND BOARD TREASURER REVIEW AND SIGN THE FORM AND THE DOCUMENT IS THEN DISCUSSED AT THE NEXT REGULAR BOARD MEETING.

FORM 990, PART VI, SECTION B, LINE 12C:

THE FUND FOR PHILADELPHIA ADOPTED THE CITY OF PHILADELPHIA'S ETHICS CODE, WHICH IS DISTRIBUTED TO EACH NEW BOARD MEMBER. THE CODE INCLUDES RULES OF CONDUCT FOR CONFIDENTIALITY, PUBLIC DISCLOSURE AND DISQUALIFICATION, CONFLICTS OF INTEREST, GIFTS, LOANS AND FAVORS, AND OTHER MATTERS. THE ORGANIZATION ALSO USES THE CITY OF PHILADELPHIA STATEMENT OF FINANACIAL INTEREST FOR BOARD MEMBERS TO DOCUMENT THE FINANCIAL INTERESTS FOR THEMSELVES AND THEIR FAMILY MEMBERS AND TO INDICATE ANY CONFLICTS OF INTEREST IN APPEARANCE OR FACT. THE FORM IS USED TO AFFIRM BOARD MEMBER'S COMPLIANCE WITH THE REQUIREMENTS IN THE ETHICS CODE. EMPLOYEES ARE REQUIRED TO SIGN A POLICY ON CONDUCT, INTEGRITY, AND ETHICS AT WORK.

FORM 990, PART VI, SECTION B, LINE 15A:

THE BOARD OF DIRECTORS REVIEWS AND APPROVES THE COMPENSATION OF THE TOP MANAGEMENT OFFICIAL AS PART OF THE OPERATING BUDGET OF THE ORGANIZATION. CONTEMPORANEOUS MINUTES OF ALL BOARD MEETINGS ARE THEN DOCUMENTED. THE ORGANIZATION ALSO FOLLOWS THE CITY OF PHILADELPHIA'S POLICY ON ANNUAL INCREASES, WHICH ARE DETERMINED BY THE CONTRACTS WITH THE CITY'S UNIONS. THE LAST YEAR THIS PROCESS WAS UNDERTAKEN WAS IN 2011. THE POLICY FOLLOWING THE CITY'S WAGE INCREASE APPLIES TO ALL FUND PERSONNEL.

Name of the organization

FUND FOR PHILADELPHIA

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FORM 990, PART VI, SECTION C, LINE 19:

THE ORGANIZATION MAKES ITS GOVERNING DOCUMENTS AND FINANCIAL STATEMENTS AVAILABLE TO THE PUBLIC UPON WRITTEN REQUEST DURING REGULAR BUSINESS HOURS.

FORM 990, PART IX, LINE 11G, OTHER FEES:

CATERING - CITIES UNITED PROGRAM:

PROGRAM SERVICE EXPENSES	1,910.
MANAGEMENT AND GENERAL EXPENSES	0.
FUNDRAISING EXPENSES	0.
TOTAL EXPENSES	1,910.

CATERING - DISTRICT EVENTS:

PROGRAM SERVICE EXPENSES	6,000.
MANAGEMENT AND GENERAL EXPENSES	0.
FUNDRAISING EXPENSES	0.
TOTAL EXPENSES	6,000.

CATERING - GENERAL:

PROGRAM SERVICE EXPENSES	2,800.
MANAGEMENT AND GENERAL EXPENSES	0.
FUNDRAISING EXPENSES	0.
TOTAL EXPENSES	2,800.

CATERING - INVESTORS CONFERENCE:

PROGRAM SERVICE EXPENSES	6,668.
MANAGEMENT AND GENERAL EXPENSES	0.
FUNDRAISING EXPENSES	0.

Name of the organization FUND FOR PHILADELPHIA	Employer identification number 23-2174863
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TOTAL EXPENSES	6,668.
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CONSERVATION SERVICES:

PROGRAM SERVICE EXPENSES	5,500.
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MANAGEMENT AND GENERAL EXPENSES	0.
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FUNDRAISING EXPENSES	0.
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TOTAL EXPENSES	5,500.
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CONSULTING - BADGE OF HONOR PROGRAM:

PROGRAM SERVICE EXPENSES	3,893.
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MANAGEMENT AND GENERAL EXPENSES	0.
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FUNDRAISING EXPENSES	0.
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TOTAL EXPENSES	3,893.
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CONSULTING - BROAD ST. MINISTRIES:

PROGRAM SERVICE EXPENSES	66,128.
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MANAGEMENT AND GENERAL EXPENSES	0.
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FUNDRAISING EXPENSES	0.
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TOTAL EXPENSES	66,128.
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CONSULTING - CITY PLANNING COMMISSION:

PROGRAM SERVICE EXPENSES	2,049.
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MANAGEMENT AND GENERAL EXPENSES	0.
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FUNDRAISING EXPENSES	0.
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TOTAL EXPENSES	2,049.
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CONSULTING - CIVIC ENGAGEMENT VOLUNTEERS:

PROGRAM SERVICE EXPENSES	12,197.
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Name of the organization FUND FOR PHILADELPHIA	Employer identification number 23-2174863
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MANAGEMENT AND GENERAL EXPENSES	0.
FUNDRAISING EXPENSES	0.
TOTAL EXPENSES	12,197.

CONSULTING - FINANCIAL LITERACY:

PROGRAM SERVICE EXPENSES	6,083.
MANAGEMENT AND GENERAL EXPENSES	0.
FUNDRAISING EXPENSES	0.
TOTAL EXPENSES	6,083.

CONSULTING - JOE FRAZIER STATUE:

PROGRAM SERVICE EXPENSES	4,500.
MANAGEMENT AND GENERAL EXPENSES	0.
FUNDRAISING EXPENSES	0.
TOTAL EXPENSES	4,500.

CONSULTING - MANUFACTURING MATTERS:

PROGRAM SERVICE EXPENSES	25,000.
MANAGEMENT AND GENERAL EXPENSES	0.
FUNDRAISING EXPENSES	0.
TOTAL EXPENSES	25,000.

CONSULTING - MAYOR'S COMMISSION ON ASIAN AFFAIRS:

PROGRAM SERVICE EXPENSES	5,729.
MANAGEMENT AND GENERAL EXPENSES	0.
FUNDRAISING EXPENSES	0.
TOTAL EXPENSES	5,729.

Name of the organization

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CONSULTING - MAYOR'S COMMISSION ON LITERACY:

PROGRAM SERVICE EXPENSES	21,809.
MANAGEMENT AND GENERAL EXPENSES	0.
FUNDRAISING EXPENSES	0.
TOTAL EXPENSES	21,809.

CONSULTING - MAYOR'S FAREWELL:

PROGRAM SERVICE EXPENSES	22,733.
MANAGEMENT AND GENERAL EXPENSES	0.
FUNDRAISING EXPENSES	0.
TOTAL EXPENSES	22,733.

CONSULTING - METROPOLITAN CAUCUS:

PROGRAM SERVICE EXPENSES	27,000.
MANAGEMENT AND GENERAL EXPENSES	0.
FUNDRAISING EXPENSES	0.
TOTAL EXPENSES	27,000.

CONSULTING - MORTGAGE CRISIS:

PROGRAM SERVICE EXPENSES	99,850.
MANAGEMENT AND GENERAL EXPENSES	0.
FUNDRAISING EXPENSES	0.
TOTAL EXPENSES	99,850.

CONSULTING - OACCE:

PROGRAM SERVICE EXPENSES	11,845.
MANAGEMENT AND GENERAL EXPENSES	0.
FUNDRAISING EXPENSES	0.

Name of the organization FUND FOR PHILADELPHIA	Employer identification number 23-2174863
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TOTAL EXPENSES	11,845.
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CONSULTING - OFFICE ON AGING:

PROGRAM SERVICE EXPENSES	259.
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MANAGEMENT AND GENERAL EXPENSES	0.
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FUNDRAISING EXPENSES	0.
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TOTAL EXPENSES	259.
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CONSULTING - PHILLY GOES TO COLLEGE:

PROGRAM SERVICE EXPENSES	150,018.
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MANAGEMENT AND GENERAL EXPENSES	0.
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FUNDRAISING EXPENSES	0.
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TOTAL EXPENSES	150,018.
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CONSULTING - PHILLY RISING MOBILE APP:

PROGRAM SERVICE EXPENSES	30,000.
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MANAGEMENT AND GENERAL EXPENSES	0.
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FUNDRAISING EXPENSES	0.
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TOTAL EXPENSES	30,000.
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CONSULTING - PRINCE MUSIC THEATRE:

PROGRAM SERVICE EXPENSES	9,953.
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MANAGEMENT AND GENERAL EXPENSES	0.
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FUNDRAISING EXPENSES	0.
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TOTAL EXPENSES	9,953.
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CONSULTING - SMALL BUSINESSES PROGRAM:

PROGRAM SERVICE EXPENSES	4,637.
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Name of the organization FUND FOR PHILADELPHIA	Employer identification number 23-2174863
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MANAGEMENT AND GENERAL EXPENSES	0.
FUNDRAISING EXPENSES	0.
TOTAL EXPENSES	4,637.

CONSULTING - URBAN WATERS INSTITUTE:

PROGRAM SERVICE EXPENSES	75,000.
MANAGEMENT AND GENERAL EXPENSES	0.
FUNDRAISING EXPENSES	0.
TOTAL EXPENSES	75,000.

CONSULTING FOR LEAD CONFERENCE:

PROGRAM SERVICE EXPENSES	13,512.
MANAGEMENT AND GENERAL EXPENSES	0.
FUNDRAISING EXPENSES	0.
TOTAL EXPENSES	13,512.

CONSULTING FOR OFFICE OF SUSTAINABILITY:

PROGRAM SERVICE EXPENSES	24,275.
MANAGEMENT AND GENERAL EXPENSES	0.
FUNDRAISING EXPENSES	0.
TOTAL EXPENSES	24,275.

CONSULTING FOR OUT OF SCHOOL TIME:

PROGRAM SERVICE EXPENSES	218,487.
MANAGEMENT AND GENERAL EXPENSES	0.
FUNDRAISING EXPENSES	0.
TOTAL EXPENSES	218,487.

Name of the organization FUND FOR PHILADELPHIA	Employer identification number 23-2174863
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CPI PROGRAM EXPANSION:

PROGRAM SERVICE EXPENSES	69,054.
MANAGEMENT AND GENERAL EXPENSES	0.
FUNDRAISING EXPENSES	0.
TOTAL EXPENSES	69,054.

DILWORTH AWARDS CATERING:

PROGRAM SERVICE EXPENSES	1,431.
MANAGEMENT AND GENERAL EXPENSES	0.
FUNDRAISING EXPENSES	0.
TOTAL EXPENSES	1,431.

DILWORTH AWARDS CONSULTING:

PROGRAM SERVICE EXPENSES	10,246.
MANAGEMENT AND GENERAL EXPENSES	0.
FUNDRAISING EXPENSES	0.
TOTAL EXPENSES	10,246.

DISTRICT OUTREACH:

PROGRAM SERVICE EXPENSES	6,551.
MANAGEMENT AND GENERAL EXPENSES	0.
FUNDRAISING EXPENSES	0.
TOTAL EXPENSES	6,551.

DISTRICT PLANNING AND ZONING:

PROGRAM SERVICE EXPENSES	132,177.
MANAGEMENT AND GENERAL EXPENSES	0.
FUNDRAISING EXPENSES	0.

Name of the organization FUND FOR PHILADELPHIA	Employer identification number 23-2174863
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TOTAL EXPENSES	132,177.
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EMPOWERMENT ZONE CONSULTING:

PROGRAM SERVICE EXPENSES	142,251.
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MANAGEMENT AND GENERAL EXPENSES	0.
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FUNDRAISING EXPENSES	0.
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TOTAL EXPENSES	142,251.
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GRADUATION COACHES:

PROGRAM SERVICE EXPENSES	22,680.
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MANAGEMENT AND GENERAL EXPENSES	0.
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FUNDRAISING EXPENSES	0.
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TOTAL EXPENSES	22,680.
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GRAPHIC DESIGN:

PROGRAM SERVICE EXPENSES	9,700.
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MANAGEMENT AND GENERAL EXPENSES	0.
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FUNDRAISING EXPENSES	0.
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TOTAL EXPENSES	9,700.
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HOLIDAY PARTY - CATERING:

PROGRAM SERVICE EXPENSES	8,570.
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MANAGEMENT AND GENERAL EXPENSES	0.
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FUNDRAISING EXPENSES	0.
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TOTAL EXPENSES	8,570.
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HOLIDAY PARTY - ENTERTAINMENT:

PROGRAM SERVICE EXPENSES	800.
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Name of the organization FUND FOR PHILADELPHIA	Employer identification number 23-2174863
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MANAGEMENT AND GENERAL EXPENSES	0.
FUNDRAISING EXPENSES	0.
TOTAL EXPENSES	800.

HOLIDAY PARTY - VIDEO:

PROGRAM SERVICE EXPENSES	302.
MANAGEMENT AND GENERAL EXPENSES	0.
FUNDRAISING EXPENSES	0.
TOTAL EXPENSES	302.

MARATHON CONSULTANTS:

PROGRAM SERVICE EXPENSES	924,930.
MANAGEMENT AND GENERAL EXPENSES	0.
FUNDRAISING EXPENSES	0.
TOTAL EXPENSES	924,930.

MAYOR'S RECEPTION ROOM:

PROGRAM SERVICE EXPENSES	12,276.
MANAGEMENT AND GENERAL EXPENSES	0.
FUNDRAISING EXPENSES	0.
TOTAL EXPENSES	12,276.

OPERATION BROTHERLY LOVE CARNIVAL:

PROGRAM SERVICE EXPENSES	17,430.
MANAGEMENT AND GENERAL EXPENSES	0.
FUNDRAISING EXPENSES	0.
TOTAL EXPENSES	17,430.

Name of the organization

FUND FOR PHILADELPHIA

Employer identification number

23-2174863

PARKING WARS CATERING:

PROGRAM SERVICE EXPENSES	35,232.
MANAGEMENT AND GENERAL EXPENSES	0.
FUNDRAISING EXPENSES	0.
TOTAL EXPENSES	35,232.

PARKING WARS CONSULTING:

PROGRAM SERVICE EXPENSES	795.
MANAGEMENT AND GENERAL EXPENSES	0.
FUNDRAISING EXPENSES	0.
TOTAL EXPENSES	795.

PARKS AND RECREATION:

PROGRAM SERVICE EXPENSES	409,546.
MANAGEMENT AND GENERAL EXPENSES	0.
FUNDRAISING EXPENSES	0.
TOTAL EXPENSES	409,546.

PHASHION PHEST:

PROGRAM SERVICE EXPENSES	34,747.
MANAGEMENT AND GENERAL EXPENSES	0.
FUNDRAISING EXPENSES	0.
TOTAL EXPENSES	34,747.

PHOTOGRAPHY - ART IN CITY HALL:

PROGRAM SERVICE EXPENSES	100.
MANAGEMENT AND GENERAL EXPENSES	0.
FUNDRAISING EXPENSES	0.

Name of the organization FUND FOR PHILADELPHIA	Employer identification number 23-2174863
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TOTAL EXPENSES	100.
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POET LAUREATE:

PROGRAM SERVICE EXPENSES	2,800.
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MANAGEMENT AND GENERAL EXPENSES	0.
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FUNDRAISING EXPENSES	0.
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TOTAL EXPENSES	2,800.
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PUBLIC SAFETY:

PROGRAM SERVICE EXPENSES	117,680.
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MANAGEMENT AND GENERAL EXPENSES	0.
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FUNDRAISING EXPENSES	0.
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TOTAL EXPENSES	117,680.
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STD TRAINING:

PROGRAM SERVICE EXPENSES	1,372.
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MANAGEMENT AND GENERAL EXPENSES	0.
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FUNDRAISING EXPENSES	0.
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TOTAL EXPENSES	1,372.
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TUTOR TRAINING:

PROGRAM SERVICE EXPENSES	6,505.
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MANAGEMENT AND GENERAL EXPENSES	0.
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FUNDRAISING EXPENSES	0.
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TOTAL EXPENSES	6,505.
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WASHINGTON AVENUE ROADWAY DESIGN STUDY:

PROGRAM SERVICE EXPENSES	50,000.
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Name of the organization FUND FOR PHILADELPHIA	Employer identification number 23-2174863
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MANAGEMENT AND GENERAL EXPENSES 0.

FUNDRAISING EXPENSES 0.

TOTAL EXPENSES 50,000.

WEBSITE CONSULTANT:

PROGRAM SERVICE EXPENSES 0.

MANAGEMENT AND GENERAL EXPENSES 1,481.

FUNDRAISING EXPENSES 0.

TOTAL EXPENSES 1,481.

TOTAL OTHER FEES ON FORM 990, PART IX, LINE 11G, COL A 2,876,491.

FORM 990, PART IX, LINE 24E

RECLASSIFICATION OF GRANT EXPENSE FROM PROGRAM TO

MANAGEMENT AND GENERAL