

**Return of Private Foundation**

**2018**

Department of the Treasury  
Internal Revenue Service

or Section 4947(a)(1) Trust Treated as Private Foundation  
 ▶ Do not enter social security numbers on this form as it may be made public.  
 ▶ Go to [www.irs.gov/Form990PF](http://www.irs.gov/Form990PF) for instructions and the latest information.

**Open to Public Inspection**

For calendar year **2018** or tax year beginning , **2018**, and ending , **20**

Name of foundation  
**WILLARY FOUNDATION**

Number and street (or P.O. box number if mail is not delivered to street address) Room/suite  
**201 PENN AVENUE**

City or town, state or province, country, and ZIP or foreign postal code  
**SCRANTON, PA 18503**

**A** Employer identification number  
**23-7014785**

**B** Telephone number (see instructions)  
**570-961-6952**

**C** If exemption application is pending, check here . . . . .

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

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

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

**G** Check all that apply:

<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change

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

**I** Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ **10,398,438.**

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

<b>Part I Analysis of Revenue and Expenses</b> (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>Revenue</b>	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B. . . . .				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities . . . . .	213,650.	207,890.		STMT 1
	5a Gross rents . . . . .				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	501,150.			
	b Gross sales price for all assets on line 6a <b>1,348,719.</b>				
	7 Capital gain net income (from Part IV, line 2)		501,150.		
	8 Net short-term capital gain . . . . .				
	9 Income modifications . . . . .				
	10a Gross sales less returns and allowances . . . . .				
b Less: Cost of goods sold . . . . .					
c Gross profit or (loss) (attach schedule) . . . . .					
11 Other income (attach schedule) . . . . .	9,567.			STMT 4	
12 <b>Total.</b> Add lines 1 through 11 . . . . .	724,367.	709,040.			
<b>Operating and Administrative Expenses</b>	13 Compensation of officers, directors, trustees, etc. . . . .				
	14 Other employee salaries and wages . . . . .		NONE	NONE	
	15 Pension plans, employee benefits . . . . .		NONE	NONE	
	16a Legal fees (attach schedule) . . . . .				
	b Accounting fees (attach schedule) . . . . .				
	c Other professional fees (attach schedule) <b>STMT 5.</b>	56,798.	56,798.		
	17 Interest . . . . .				
	18 Taxes (attach schedule) (see instructions) <b>STMT 6.</b>	29,110.			
	19 Depreciation (attach schedule) and depletion . . . . .				
	20 Occupancy . . . . .				
	21 Travel, conferences, and meetings . . . . .	6,261.	NONE	NONE	6,261.
	22 Printing and publications . . . . .		NONE	NONE	
	23 Other expenses (attach schedule) <b>STMT 7.</b>	8,299.	5,371.		2,928.
	24 <b>Total operating and administrative expenses.</b> Add lines 13 through 23. . . . .	100,468.	62,169.	NONE	9,189.
	25 Contributions, gifts, grants paid . . . . .	496,500.			496,500.
26 <b>Total expenses and disbursements.</b> Add lines 24 and 25 . . . . .	596,968.	62,169.	NONE	505,689.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	127,399.				
b <b>Net investment income</b> (if negative, enter -0-)		646,871.			
c <b>Adjusted net income</b> (if negative, enter -0-)					

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)			
		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash - non-interest-bearing . . . . .			
	2	Savings and temporary cash investments . . . . .	386,322.	272,930.	272,930.
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable . . . . .			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less: allowance for doubtful accounts ▶	NONE		
	8	Inventories for sale or use . . . . .			
	9	Prepaid expenses and deferred charges . . . . .			
	10a	Investments - U.S. and state government obligations (attach schedule) . . . . .	884,075.	1,808,492.	1,795,044.
	b	Investments - corporate stock (attach schedule) . . . . .	137,206.	74,287.	1,085,923.
	c	Investments - corporate bonds (attach schedule) . . . . .	2,066,673.	1,141,154.	1,114,344.
	11	Investments - land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation (attach schedule) ▶				
12	Investments - mortgage loans . . . . .				
13	Investments - other (attach schedule) . . . . . STMT 8 . . . . .	5,118,944.	5,424,764.	6,130,197.	
14	Land, buildings, and equipment: basis ▶				
	Less: accumulated depreciation (attach schedule) ▶				
15	Other assets (describe ▶)				
16	<b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I) . . . . .	8,593,220.	8,721,627.	10,398,438.	
Liabilities	17	Accounts payable and accrued expenses . . . . .			
	18	Grants payable . . . . .			
	19	Deferred revenue . . . . .			
	20	Loans from officers, directors, trustees, and other disqualified persons . . . . .			
	21	Mortgages and other notes payable (attach schedule) . . . . .			
	22	Other liabilities (describe ▶)			
	23	<b>Total liabilities</b> (add lines 17 through 22) . . . . .		NONE	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26, and lines 30 and 31.				
	24	Unrestricted . . . . .			
	25	Temporarily restricted . . . . .			
	26	Permanently restricted . . . . .			
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds . . . . .	8,559,184.	8,721,627.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund . . . . .			
	29	Retained earnings, accumulated income, endowment, or other funds . . . . .	34,036.		
	30	<b>Total net assets or fund balances</b> (see instructions) . . . . .	8,593,220.	8,721,627.	
31	<b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .	8,593,220.	8,721,627.		

**Part III Analysis of Changes in Net Assets or Fund Balances**

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return) . . . . .	1	8,593,220.
2	Enter amount from Part I, line 27a . . . . .	2	127,399.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 9	3	1,008.
4	Add lines 1, 2, and 3 . . . . .	4	8,721,627.
5	Decreases not included in line 2 (itemize) ▶	5	
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6	8,721,627.

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)

				(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
<b>1 a PUBLICLY TRADED SECURITIES</b>						
b						
c						
d						
e						
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))			
a 1,348,719.		847,569.	501,150.			
b						
c						
d						
e						
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.						(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any				
a			501,150.			
b						
c						
d						
e						
2 Capital gain net income or (net capital loss) <span style="font-size: 2em;">{</span> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 <span style="font-size: 2em;">}</span>				2	501,150.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). See instructions. If (loss), enter -0- in Part I, line 8 . . . . .				3		

**Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income**

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?  Yes  No  
 If "Yes," the foundation doesn't qualify under section 4940(e). Do not complete this part.

**1** Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2017	271,895.	10,710,057.	0.025387
2016	245,102.	5,327,575.	0.046006
2015	245,795.	5,310,765.	0.046282
2014	237,746.	5,443,641.	0.043674
2013	173,027.	4,962,513.	0.034867
<b>2</b> Total of line 1, column (d) . . . . .			2 0.196216
<b>3</b> Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years . . . . .			3 0.039243
<b>4</b> Enter the net value of noncharitable-use assets for 2018 from Part X, line 5 . . . . .			4 11,242,655.
<b>5</b> Multiply line 4 by line 3 . . . . .			5 441,196.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b) . . . . .			6 6,469.
<b>7</b> Add lines 5 and 6 . . . . .			7 447,665.
<b>8</b> Enter qualifying distributions from Part XII, line 4 . . . . . If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			8 505,689.

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

<b>1a</b> Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. . . . . Date of ruling or determination letter: _____ (attach copy of letter if necessary - see instructions)		
<b>b</b> Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b. . . . .	<b>1</b>	6,469.
<b>c</b> All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
<b>2</b> Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)	<b>2</b>	NONE
<b>3</b> Add lines 1 and 2. . . . .	<b>3</b>	6,469.
<b>4</b> Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)	<b>4</b>	NONE
<b>5</b> Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- . . . . .	<b>5</b>	6,469.
<b>6</b> Credits/Payments:		
<b>a</b> 2018 estimated tax payments and 2017 overpayment credited to 2018 . . . . .	<b>6a</b>	14,911.
<b>b</b> Exempt foreign organizations - tax withheld at source . . . . .	<b>6b</b>	NONE
<b>c</b> Tax paid with application for extension of time to file (Form 8868). . . . .	<b>6c</b>	NONE
<b>d</b> Backup withholding erroneously withheld . . . . .	<b>6d</b>	
<b>7</b> Total credits and payments. Add lines 6a through 6d . . . . .	<b>7</b>	14,911.
<b>8</b> Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached . . . . .	<b>8</b>	
<b>9</b> Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . .	<b>9</b>	
<b>10</b> Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . . . .	<b>10</b>	8,442.
<b>11</b> Enter the amount of line 10 to be: Credited to 2019 estimated tax <input type="checkbox"/> 3,236. Refunded <input type="checkbox"/> <b>11</b>	<b>11</b>	5,206.

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b> During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . . . .		X
<b>b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition . . . . . If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
<b>c</b> Did the foundation file Form 1120-POL for this year? . . . . .		X
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ _____ (2) On foundation managers. <input type="checkbox"/> \$ _____		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ _____		
<b>2</b> Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . If "Yes," attach a detailed description of the activities.		X
<b>3</b> Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes . . . . .		X
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .		X
<b>b</b> If "Yes," has it filed a tax return on Form 990-T for this year? . . . . .		
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . If "Yes," attach the statement required by General Instruction T.		X
<b>6</b> Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . . . .	X	
<b>7</b> Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
<b>8a</b> Enter the states to which the foundation reports or with which it is registered. See instructions. <input type="checkbox"/> PA		
<b>b</b> If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation . . . . .	X	
<b>9</b> Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2018 or the tax year beginning in 2018? See the instructions for Part XIV. If "Yes," complete Part XIV. . . . .		X
<b>10</b> Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses . . . . .		X

Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions . . . . .		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions . . . . .		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <u>WWW.WILLARY.ORG</u>	X	
14 The books are in care of ▶ <u>PNC BANK, NA - TAX DEPARTMENT</u> Telephone no. ▶ <u>(412) 768-9969</u> Located at ▶ <u>116 ALLEGHENY CENTER MALL, PITTSBURGH, PA</u> ZIP+4 ▶ <u>15212</u>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here . . . . . ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year . . . . . ▶ <u>15</u>		
16 At any time during calendar year 2018, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? . . . . .		X
See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶		

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

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

	Yes	No
1a During the year, did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions . . . . . <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance, check here . . . . . ▶ <input type="checkbox"/>	1b	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2018? . . . . .	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ _____, _____, _____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) . . . . .	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ _____, _____, _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2018 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2018.) . . . . .	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2018?	4b	X

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

		Yes	No
<b>5a</b>	During the year, did the foundation pay or incur any amount to:		
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5)	Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
<b>b</b>	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions		
	Organizations relying on a current notice regarding disaster assistance, check here	<input type="checkbox"/>	
<b>c</b>	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? If "Yes," attach the statement required by Regulations section 53.4945-5(d).	<input type="checkbox"/> Yes	<input type="checkbox"/> No
<b>6a</b>	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
<b>b</b>	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870.		X
<b>7a</b>	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
<b>b</b>	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		
<b>8</b>	Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No

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

**1 List all officers, directors, trustees, and foundation managers and their compensation. See instructions.**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 10				

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE		NONE	NONE	NONE

**Total number of other employees paid over \$50,000** NONE

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

<b>3 Five highest-paid independent contractors for professional services. See instructions. If none, enter "NONE."</b>		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		NONE
Total number of others receiving over \$50,000 for professional services . . . . .		NONE

**Part IX-A Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.		Expenses
1	NONE	
2		
3		
4		

**Part IX-B Summary of Program-Related Investments (see instructions)**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.		Amount
1	NONE	
2		
All other program-related investments. See instructions.		
3	NONE	
Total. Add lines 1 through 3 . . . . .		

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities . . . . .	<b>1a</b>	11,413,863.
<b>b</b>	Average of monthly cash balances . . . . .	<b>1b</b>	NONE
<b>c</b>	Fair market value of all other assets (see instructions). . . . .	<b>1c</b>	NONE
<b>d</b>	<b>Total</b> (add lines 1a, b, and c) . . . . .	<b>1d</b>	11,413,863.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) . . . . .	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets . . . . .	<b>2</b>	NONE
<b>3</b>	Subtract line 2 from line 1d. . . . .	<b>3</b>	11,413,863.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	<b>4</b>	171,208.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4 . . . . .	<b>5</b>	11,242,655.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5 . . . . .	<b>6</b>	562,133.

**Part XI Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations, check here  and do not complete this part.)

<b>1</b>	Minimum investment return from Part X, line 6 . . . . .	<b>1</b>	562,133.
<b>2a</b>	Tax on investment income for 2018 from Part VI, line 5 . . . . .	<b>2a</b>	6,469.
<b>b</b>	Income tax for 2018. (This does not include the tax from Part VI.) . . . . .	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b. . . . .	<b>2c</b>	6,469.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1. . . . .	<b>3</b>	555,664.
<b>4</b>	Recoveries of amounts treated as qualifying distributions. . . . .	<b>4</b>	NONE
<b>5</b>	Add lines 3 and 4 . . . . .	<b>5</b>	555,664.
<b>6</b>	Deduction from distributable amount (see instructions). . . . .	<b>6</b>	NONE
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1. . . . .	<b>7</b>	555,664.

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26. . . . .	<b>1a</b>	505,689.
<b>b</b>	Program-related investments - total from Part IX-B. . . . .	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes. . . . .	<b>2</b>	NONE
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required) . . . . .	<b>3a</b>	NONE
<b>b</b>	Cash distribution test (attach the required schedule) . . . . .	<b>3b</b>	NONE
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4 . . . . .	<b>4</b>	505,689.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b. See instructions. . . . .	<b>5</b>	6,469.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4 . . . . .	<b>6</b>	499,220.

**Note:** The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.



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

	(a) Corpus	(b) Years prior to 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7 . . . . .				555,664.
2 Undistributed income, if any, as of the end of 2018:				
a Enter amount for 2017 only. . . . .			498,194.	
b Total for prior years: 20____, 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2018:				
a From 2013 . . . . .	NONE			
b From 2014 . . . . .	NONE			
c From 2015 . . . . .	NONE			
d From 2016 . . . . .	NONE			
e From 2017 . . . . .	NONE			
f Total of lines 3a through e . . . . .	NONE			
4 Qualifying distributions for 2018 from Part XII, line 4: ► \$ 505,689.				
a Applied to 2017, but not more than line 2a . . . . .			498,194.	
b Applied to undistributed income of prior years (Election required - see instructions) . . . . .		NONE		
c Treated as distributions out of corpus (Election required - see instructions) . . . . .	NONE			
d Applied to 2018 distributable amount. . . . .				7,495.
e Remaining amount distributed out of corpus. . . . .	NONE			
5 Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a).) . . . . .	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b. . . . .		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed . . . . .		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions . . . . .		NONE		
e Undistributed income for 2017. Subtract line 4a from line 2a. Taxable amount - see instructions . . . . .				
f Undistributed income for 2018. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2019. . . . .				548,169.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions) . . . . .	NONE			
8 Excess distributions carryover from 2013 not applied on line 5 or line 7 (see instructions) . . . . .	NONE			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a . . . . .	NONE			
10 Analysis of line 9:				
a Excess from 2014 . . . . .	NONE			
b Excess from 2015 . . . . .	NONE			
c Excess from 2016 . . . . .	NONE			
d Excess from 2017 . . . . .	NONE			
e Excess from 2018 . . . . .	NONE			

**Part XIV Private Operating Foundations** (see instructions and Part VII-A, question 9) NOT APPLICABLE

**1 a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2018, enter the date of the ruling . . . . .

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

	Tax year				(e) Total
	(a) 2018	(b) 2017	(c) 2016	(d) 2015	
<b>2 a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .					
<b>b</b> 85% of line 2a . . . . .					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .					
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c . . . . .					
<b>3</b> Complete 3a, b, or c for the alternative test relied upon:					
<b>a</b> "Assets" alternative test - enter:					
<b>(1)</b> Value of all assets . . . . .					
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i) . . . . .					
<b>b</b> "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . . . . .					
<b>c</b> "Support" alternative test - enter:					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . .					
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii) . . . . .					
<b>(3)</b> Largest amount of support from an exempt organization . . . . .					
<b>(4)</b> Gross investment income . . . . .					

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

**1 Information Regarding Foundation Managers:**

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

N/A

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

N/A

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

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

**a** The name, address, and telephone number or email address of the person to whom applications should be addressed:  
SEE STATEMENT 12

**b** The form in which applications should be submitted and information and materials they should include:  
SEE ATTACHED STATEMENT FOR LINE 2

**c** Any submission deadlines:  
SEE ATTACHED STATEMENT FOR LINE 2

**d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:  
SEE ATTACHED STATEMENT FOR LINE 2

**Part XV** Supplementary Information *(continued)*

**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a</b> <i>Paid during the year</i>  SEE STATEMENT 18				496,500.
<b>Total</b> ..... ▶ <b>3a</b>				496,500.
<b>b</b> <i>Approved for future payment</i>				
<b>Total</b> ..... ▶ <b>3b</b>				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include Program service revenue, Membership dues, Interest on savings, Dividends, Net rental income, Gain or loss from sales, and Subtotal.

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

Table with 2 columns: Line No., Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes. Includes the text 'NOT APPLICABLE'.

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

- 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?
a Transfers from the reporting foundation to a noncharitable exempt organization of:
(1) Cash
(2) Other assets
b Other transactions:
(1) Sales of assets to a noncharitable exempt organization
(2) Purchases of assets from a noncharitable exempt organization
(3) Rental of facilities, equipment, or other assets
(4) Reimbursement arrangements
(5) Loans or loan guarantees
(6) Performance of services or membership or fundraising solicitations
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation.

Table with 4 columns: (a) Line no., (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements.

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

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship.

Sign Here [Signature] 04/16/2019 [Title] TRUSTEE
Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.
May the IRS discuss this return with the preparer shown below? [X] Yes [ ] No

Paid Preparer Use Only
Print/Type preparer's name: DOUGLAS HAYES
Preparer's signature: [Signature]
Date: [Blank]
Check [ ] if self-employed PTIN: P00036728
Firm's name: PNC BANK, N.A.
Firm's EIN: 22-1146430
Firm's address: 116 ALLEGHENY CENTER MALL, PITTSBURGH, PA 15212
Phone no.: 412-762-0861

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
AT&T INC CALL 11/17/2025 @ 100.000 UNSC	1,369.	1,369.
AMERICAN EXPRESS CREDIT SER GMTN UNSC	751.	751.
ANHEUSER-BUSCH INBEV FIN CALL 12/01/2022	276.	276.
ANHEUSER-BUSCH INBEV FIN CALL 11/01/2025	891.	891.
APPLE INC CALL 12/23/2020 @ 100.000 UNSC	1,598.	1,598.
BNP PARIBAS SEDOL ISIN US055574LP	393.	393.
BANK OF AMERICA CORP SNTS	1,376.	1,376.
BANK OF AMERICA CORP SER L UNSC	219.	219.
BANK OF NY MELLON CORP SER MTN CALL 04/0	377.	377.
BERKSHIRE HATHAWAY INC CALL 12/15/2025 @	541.	541.
BRISTOL-MYERS SQUIBB CO UNSC	791.	791.
CVS HEALTH CORP CALL 06/20/2020 @ 100.00	791.	791.
CALIFORNIA ST TAXABLE VAR PURP GEN OBLGT	628.	-1,852.
CALLEGUAS CA MUNI WTR DIST REF-SER A REV	675.	675.
CITIGROUP INC UNSC	191.	191.
CITIGROUP INC CALL 11/08/2021 UNSC	725.	725.
COHEN & STEERS PREFERRED SECURITIES AND	24,161.	24,161.
DEERE & COMPANY SR UNSEC CALL 3/8/22 @ 1	421.	421.
JOHN DEERE CAPITAL CORP SER MTN UNSC	1,109.	1,109.
DUKE ENERGY CAROLINAS 1ST MORTGAGE	1,143.	1,143.
ECOLAB INC UNSC	270.	270.
ENERGY NORTHWEST WASH ELEC REV REV TAXAB	2,574.	2,574.
SEAFARER OVERSEAS GROWTH & INCOME INSTL	1,588.	1,588.
GOLDMAN SACHS GROUP INC UNSC	756.	756.
HARDING LOEVNER INTERNATIONAL EQUITY POR	8,362.	8,362.
HOME DEPOT INC CALL 06/15/2025 @ 100.000	499.	499.
INDIANA BOND BANK REVENUE TXBL-SER A REV	2,433.	2,433.
ISHARES TR S&P 500/BARRA GROWTH INDEX FD	8,702.	8,702.
ISHARES TR MSCI EAFE IDX	10,874.	10,874.
ISHARES TR RUSSELL1000VAL	19,404.	19,404.
ISHARES TR RUSSELL 1000 GROWTH INDEX FD	6,470.	6,470.
ISHARES TR DJ US TECH SEC	3,571.	3,571.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ISHARES DJ US HLTHCARE SECTOR INDEX FD	1,586.	1,586.
ISHARES CORE DIVIDEND GROWTH ETF	9,371.	9,371.
JPMORGAN CHASE & CO CALL 07/21/2026 @ 10	1,918.	1,918.
JOHNSON & JOHNSON COM	8,762.	8,762.
LITTLE MIAMI OH LOCAL SCH DIST REF-SER B	252.	252.
LOWE'S COS INC CALL 06/15/2025 @ 100.000	514.	514.
MEDTRONIC INC COGT	1,490.	1,490.
MORGAN STANLEY UNSC	656.	656.
MORGAN STANLEY UNSC	225.	225.
NEW MEXICO ST SEVERANCE TAX SEVERANCE RE	505.	505.
NEW YORK NY TAXABLE SER C2 GO	731.	731.
NEW YORK CITY NY TRANSITIONALF SUB-SER E	1,090.	1,090.
NEW YORK ST URBAN DEV CORP REV ST PERSON	279.	279.
NOVARTIS CAPITAL CORP COGT	900.	900.
ORACLE CORP CALL 03/15/2022 @ 100.000 UN	426.	426.
ORACLE CORP CALL 07/15/2023 @ 100.000 UN	960.	960.
PNC BANK CORP COM	8,517.	8,517.
PRINCIPAL MID CAP FUND CLASS INS	1,223.	1,223.
PRUDENTIAL FINANCIAL INC UNSC	309.	309.
SPDR S&P 600 SMALL CAP ETF	6,746.	6,746.
SACRAMENTO CA SUBURBAN WTR DIS REF-SER A	1,371.	1,371.
SCHLUMBERGER INVESTMENT SEDOL BGYGS45 IS	399.	399.
SECTOR SPDR TR SBI INT-ENERGY	4,220.	4,220.
AMEX FINANCIAL SELECT SPDR	2,108.	2,108.
SHELL INTERNATIONAL FIN SEDOL IS	1,880.	1,880.
SOUTH CAROLINA ST PUBLIC SVC A OBLIGS-SE	1,007.	1,007.
STATOIL ASA ISIN US85771PAG72 SEDOL B92R	1,470.	1,470.
TORONTO-DOMINION BANK SEDOL B7TM6F2 ISIN	127.	127.
TORONTO-DOMINION BANK SEDOL ISIN	1,032.	1,032.
TRIBOROUGH NY BRIDGE & TUN REF-SUB-SU RE	2,235.	2,235.
USA TREASURY NOTES 01.500% DUE 08/15/202	375.	375.
USA TREASURY NOTES 02.250% DUE 08/15/202	1,895.	1,895.
USA TREASURY NOTES 02.875% DUE 05/15/202	131.	131.
FCM351 N23R 04/16/2019 10:37:29		
	29-60600012239091	

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
USA TREASURY NOTES 02.750% DUE 02/15/202	744.	744.
USA TREASURY NOTES 02.375% DUE 08/15/202	1,030.	1,030.
USA TREASURY NOTES 02.000% DUE 02/15/202	366.	366.
USA TREASURY NOTES 02.250% DUE 11/15/202	828.	828.
USA TREASURY NOTES 01.625% DUE 02/15/202	317.	317.
USA TREASURY NOTES 01.625% DUE 05/15/202	325.	325.
USA TREASURY NOTES 02.125% DUE 08/15/202	1,557.	1,557.
USA TREASURY NOTES 01.375% DUE 09/30/201	551.	551.
USA TREASURY NOTES 02.000% DUE 02/15/202	2,100.	2,100.
USA TREASURY NOTES 01.250% DUE 04/30/201	671.	671.
USA TREASURY NOTES 01.750% DUE 05/15/202	850.	850.
USA TREASURY NOTES 01.000% DUE 09/30/201	979.	979.
USA TREASURY NOTES 01.000% DUE 11/30/201	387.	387.
USA TREASURY NOTES 00.625% DUE 04/30/201	16.	16.
USA TREASURY NOTES 02.250% DUE 02/15/202	2,287.	2,287.
USA TREASURY NOTES 01.375% DUE 05/31/202	96.	96.
USA TREASURY NOTES 01.750% DUE 10/31/202	853.	853.
USA TREASURY NOTES 02.750% DUE 11/15/202	353.	353.
USA TREASURY NOTES 02.500% DUE 05/15/202	1,315.	1,315.
USA TREASURY NOTES 02.000% DUE 05/31/202	286.	286.
UNITEDHEALTH GROUP INC UNSC	1,289.	1,289.
UNIV OF CALIFORNIA CA REVENUES GEN-SER A	3,280.	3,280.
VANGUARD INTL VALUE	8,582.	8,582.
VANGUARD CONSUMER DISCRETIONARY ETF	5,915.	5,915.
VANGUARD INDUSTRIALS ETF	3,335.	3,335.
VERIZON COMMUNICATIONS UNSC	310.	310.
WELLS FARGO & COMPANY UNSC	423.	423.
WELLS FARGO & COMPANY SER MTN UNSC	1,200.	1,200.
PNC GOVT MONEY MARKET FUND #405	4,766.	4,766.
TOTAL	213,650.	207,890.



FORM 990PF, PART I - OTHER INCOME  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
FEDERAL TAX REFUND FROM PRIOR YEAR	9,567.
TOTALS	----- 9,567. =====

FORM 990PF, PART I - OTHER PROFESSIONAL FEES  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
PNC AGENT FOR TRUSTEE FEES	56,798.	56,798.
TOTALS	56,798.	56,798.

FORM 990PF, PART I - TAXES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS
-----	-----
FEDERAL TAX PAYMENT - PRIOR YE	14,199.
FEDERAL ESTIMATES - INCOME	11,184.
FEDERAL ESTIMATES - PRINCIPAL	3,727.
TOTALS	----- 29,110. =====

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
OTHER CHARITABLE MISC EXPENSE	275.		275.
MAP MANAGEMENT FEES	5,371.	5,371.	
MEMBERSHIP RENEWAL FEES	750.		750.
OFFICE EXPENSES	278.		278.
LIABILITY INSURANCE FEES	1,625.		1,625.
TOTALS	8,299.	5,371.	2,928.

WILLARY FOUNDATION

23-7014785

FORM 990PF, PART II - OTHER INVESTMENTS  
=====

COST/  
FMV  
C OR F  
-----

DESCRIPTION  
-----

ETF - EQUITY C  
MUTUAL FUNDS - EQUITY C

TOTALS

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

=====

DESCRIPTION -----	AMOUNT -----
ROUNDING ADJ FOR TRANSACTIONS & SALES	544.
CY ACCRUED INTEREST CARRYOVER TO NY	
CY AMORTIZATION CARRYOVER TO NY	
PY ACCRUED INTEREST CARRYOVER TO CY	464.
	-----
TOTAL	1,008.
	=====

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

=====

OFFICER NAME:  
 JOSEPH C. SCRANTON  
 ADDRESS:  
 C/O PNC BANK, 201 PENN STREET  
 SCRANTON, PA 18501  
 TITLE:  
 TRUSTEE  
 AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 5

OFFICER NAME:  
 SUSAN SCRANTON DAWSON  
 ADDRESS:  
 C/O PNC BANK, 201 PENN STREET  
 SCRANTON, PA 18501  
 TITLE:  
 TRUSTEE  
 AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 5

OFFICER NAME:  
 PETER K. SCRANTON  
 ADDRESS:  
 C/O PNC BANK, 201 PENN STREET  
 SCRANTON, PA 18501  
 TITLE:  
 TRUSTEE  
 AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 5

OFFICER NAME:  
 WILLIAM W. SCRANTON, III  
 ADDRESS:  
 C/O PNC BANK, 201 PENN STREET  
 SCRANTON, PA 18501  
 TITLE:  
 TRUSTEE  
 AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 5

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

=====

OFFICER NAME:  
 S. CAITLIN SCRANTON  
 ADDRESS:  
 C/O PNC BANK, 201 PENN STREET  
 SCRANTON, PA 18501  
 TITLE:  
 ADVISORY COMMITTEE MEMBER  
 AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 5

OFFICER NAME:  
 ELIZABETH S. VALOSEK  
 ADDRESS:  
 C/O PNC BANK, 201 PENN STREET  
 SCRANTON, PA 18501  
 TITLE:  
 ADVISORY COMMITTEE MEMBER  
 AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 5

OFFICER NAME:  
 JULIEN SCRANTON  
 ADDRESS:  
 C/O PNC BANK, 201 PENN STREET  
 SCRANTON, PA 18501  
 TITLE:  
 ADVISORY COMMITTEE MEMBER  
 AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 5



=====

RECIPIENT NAME:

PNC BANK, C/O M. LINDA DONOVAN

ADDRESS:

P.O. BOX 937

SCRANTON, PA 18501-0937

RECIPIENT'S PHONE NUMBER: 570-961-6952

FORM, INFORMATION AND MATERIALS:

THE WILLARY FOUNDATION GRANT APPLICATION FORM

SUBMISSION DEADLINES:

SEE APPLICATION FORM

RESTRICTIONS OR LIMITATIONS ON AWARDS:

SEE APPLICATION FORM

=====

RECIPIENT NAME:

EOTC WORKS

ADDRESS:

431 N 7TH AVE  
SCRANTON, PA 18503

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 75,000.

RECIPIENT NAME:

LACKAWANNA CO LIBRARY SYSTEM

ADDRESS:

520 VINE ST  
SCRANTON, PA 18509

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 5,000.

RECIPIENT NAME:

ABINGTON AREA JOINT RECREATION BOARD

ADDRESS:

304 S STATE ST  
CLARKS SUMMIT, PA 18411

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 25,000.

=====

RECIPIENT NAME:

F W KIRBY CENTER FOR PERFORMING ARTS

ADDRESS:

71 PUBLIC SQ  
WILKES BARRE, PA 18701

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 25,000.

RECIPIENT NAME:

WOMENS RESOURCE CENTER

ADDRESS:

PO BOX 975  
SCRANTON, PA 18510

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 25,000.

RECIPIENT NAME:

GREAT VALLEY TECHNOLOGY ALLIANCE

ADDRESS:

201 LACKAWANNA AVE  
SCRANTON, PA 18503

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 25,000.

=====

RECIPIENT NAME:

VOLUNTEERS OF AMERICA

ADDRESS:

2112 WALNUT ST  
HARRISBURG, PA 17103

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 25,000.

RECIPIENT NAME:

UNITED NEIGHBORHOOD CENTERS  
OF NORTHEASTERN PA

ADDRESS:

425 ALDER ST  
SCRANTON, PA 18505

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 25,000.

RECIPIENT NAME:

MARYWOOD UNIVERSITY

ADDRESS:

2300 ADAMS AVE  
SCRANTON, PA 18509

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 100,000.

=====

RECIPIENT NAME:

UNIVERSITY OF SCRANTON

ADDRESS:

800 LINDEN AVE  
SCRANTON, PA 18510

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 17,500.

RECIPIENT NAME:

GREATER CARBONDALE YMCA

ADDRESS:

82 N MAIN ST  
CARBONDALE, PA 18407

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 30,000.

RECIPIENT NAME:

JEWISH FAMILY SERVICES OF NE PA

ADDRESS:

615 JEFFERSON AVE  
SCRANTON, PA 18510

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 25,000.

=====

RECIPIENT NAME:  
LACKAWANNA HISTORICAL SOCIETY  
ADDRESS:  
232 MONROE AVE  
SCRANTON, PA 18510  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 25,000.

RECIPIENT NAME:  
TREATMENT COURT ADVOCACY CENTER  
ADDRESS:  
212 FRONT ST  
SCRANTON, PA 18411  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 25,000.

RECIPIENT NAME:  
GREATER WILKES BARRE GROWTH PARTNERSHIP  
ADDRESS:  
2 PUBLIC SQUARE  
WILKES BARRE, PA 18701  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 25,000.

=====

RECIPIENT NAME:

SCRANTON SHAKESPEARE FESTIVAL

ADDRESS:

32 LITTLE LAKE ROAD

JEFFERSON TWP., PA 18436

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 4,000.

RECIPIENT NAME:

NATIVITY MIGUEL SCHOOL OF SCRANTON

ADDRESS:

1 KNOX ROAD

SCRANTON, PA 18505

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 15,000.

TOTAL GRANTS PAID: ..... 496,500.

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