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Form **990-PF**

# Return of Private Foundation or Section 4947(a)(1) Nonexempt Charitable Trust Treated as a Private Foundation

OMB No 1545-0052

**2010**Department of the Treasury  
Internal Revenue Service

Note The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2010, or tax year beginning , and ending

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

Name of foundation

**POGO FAMILY FOUNDATION**

A Employer identification number

**20-5989350**

B Telephone number (see page 10 of the instructions)

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

**HANEY & HECHT, 795 E LANCASTER AVE.**

Room/suite

City or town, state, and ZIP code

**VILLANOVA****PA 19085**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) **\$ 1,210,166**J Accounting method. ☒ Cash ☐ Accrual☐ Other (specify)

(Part I, column (d) must be on cash basis.)

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 ☐

**Part I Analysis of Revenue and Expenses** (The total of  
amounts in columns (b), (c), and (d) may not necessarily equal  
the amounts in column (a) (see page 11 of the instructions) )

(a) Revenue and  
expenses per  
books(b) Net investment  
income(c) Adjusted net  
income(d) Disbursements  
for charitable  
purposes  
(cash basis only)

1 Contributions, gifts, grants, etc., received (attach schedule)

2 Check ☒ if the foundation is **not** required to attach Sch B

3 Interest on savings and temporary cash investments

4 Dividends and interest from securities

**23,982****23,982****23,982**

5a Gross rents

b Net rental income or (loss)

6a Net gain or (loss) from sale of assets not on line 10

**-39,557**

b Gross sales price for all assets on line 6a

**336,929**

7 Capital gain net income (from Part IV, line 2)

**0**

8 Net short-term capital gain

**3,779**

9 Income modifications

10a Gross sales less returns &amp; allowances

b Less Cost of goods sold

c Gross profit or (loss) (attach schedule)

11 Other income (attach schedule)

12 **Total.** Add lines 1 through 11**-15,575****23,982****27,761**

13 Compensation of officers, directors, trustees, etc

**0**

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees (attach schedule)

b Accounting fees (attach schedule)

**STMT 1****825****825**

Other professional fees (attach schedule)

**STMT 2****4,566****4,566**

Interest

Taxes (attach schedule) (see page 14 of the instructions)

**STMT 3****317****182**

Depreciation (attach schedule) and depletion

Occupancy

Travel, conferences, and meetings

Printing and publications

Other expenses (att sch)

**Total operating and administrative expenses.**

Add lines 13 through 23

**5,708****4,748****0****825**

Contributions, gifts, grants paid

**213,500****213,500****Total expenses and disbursements.** Add lines 24 and 25**219,208****4,748****0****214,325**

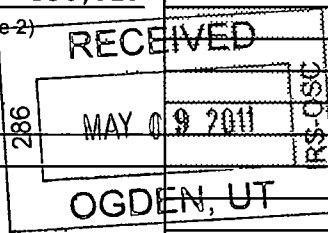
27 Subtract line 26 from line 12

a **Excess of revenue over expenses and disbursements****-234,783**b **Net investment income** (if negative, enter -0-)**19,234**c **Adjusted net income** (if negative, enter -0-)**27,761**

For Paperwork Reduction Act Notice, see page 30 of the instructions.

Form **990-PF** (2010)SCANNED MAY 19 2011  
Revenue

Operating and Administrative Expenses



A-11-P

12

<b>Part II Balance Sheets</b>		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
<b>Assets</b>	1	Cash—non-interest-bearing		502,482	29,958	29,958
	2	Savings and temporary cash investments				
	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 page 15 of the instructions)				
	7	Other notes and loans receivable (att. schedule) ▶				
		Less allowance for doubtful accounts ▶	0			
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments—U S and state government obligations (attach schedule)				
	b	Investments—corporate stock (attach schedule) <b>SEE STMT 4</b>		713,021	736,648	766,720
	c	Investments—corporate bonds (attach schedule) <b>SEE STMT 5</b>		180,652	400,388	413,488
	11	Investments—land, buildings, and equipment basis ▶				
		Less accumulated depreciation (attach sch.) ▶				
	12	Investments—mortgage loans				
	13	Investments—other (attach schedule)				
	14	Land, buildings, and equipment basis ▶				
		Less accumulated depreciation (attach sch.) ▶				
	15	Other assets (describe ▶)	)			
	16	<b>Total assets</b> (to be completed by all filers—see the instructions. Also, see page 1, item I)		1,396,155	1,166,994	1,210,166
<b>Liabilities</b>	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)		0	0	
<b>Net Assets or Fund Balances</b>		<b>Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.</b> <input checked="" type="checkbox"/>				
	24	Unrestricted		1,396,155	1,166,994	
	25	Temporarily restricted				
	26	Permanently restricted				
		<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.</b> <input type="checkbox"/>				
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	<b>Total net assets or fund balances</b> (see page 17 of the instructions)		1,396,155	1,166,994	
	31	<b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions)		1,396,155	1,166,994	

**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	1,396,155
2	Enter amount from Part I, line 27a	2	-234,783
3	Other increases not included in line 2 (itemize) ▶ <b>SEE STATEMENT 6</b>	3	5,622
4	Add lines 1, 2, and 3	4	1,166,994
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,166,994

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
<b>1a</b>	<b>SEE ATTACHED - CHARLES SCHWAB (2862)</b>	<b>P</b>	<b>VARIOUS</b>	<b>VARIOUS</b>
<b>b</b>	<b>SEE ATTACHED - CHARLES SCHWAB (2862)</b>	<b>P</b>	<b>VARIOUS</b>	<b>VARIOUS</b>
<b>c</b>	<b>CHARLES SCHWAB - CGD</b>			
<b>d</b>				
<b>e</b>				

(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)
<b>a</b> 108,160		104,381	3,779
<b>b</b> 223,295		272,105	-48,810
<b>c</b> 5,474			5,474
<b>d</b>			
<b>e</b>			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
<b>a</b>			3,779
<b>b</b>			-48,810
<b>c</b>			5,474
<b>d</b>			
<b>e</b>			

<b>2</b> Capital gain net income or (net capital loss)	<div style="border: 1px solid black; padding: 2px;">           If gain, also enter in Part I, line 7            If (loss), enter -0- in Part I, line 7         </div>	<b>2</b>	<b>-39,557</b>
<b>3</b> 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 pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8	<div style="border: 1px solid black; padding: 2px;">           If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions)            If (loss), enter -0- in Part I, line 8         </div>	<b>3</b>	<b>3,779</b>

**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 does not qualify under section 4940(e). Do not complete this part.

**1** Enter the appropriate amount in each column for each year; see page 18 of 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))
2009	95,999	795,777	0.120636
2008	42,991	906,309	0.047435
2007	38,437	1,021,617	0.037624
2006		27,008	
2005			

<b>2</b> Total of line 1, column (d)	<b>2</b>	<b>0.205695</b>
<b>3</b> Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	<b>3</b>	<b>0.068565</b>
<b>4</b> Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	<b>4</b>	<b>1,234,719</b>
<b>5</b> Multiply line 4 by line 3	<b>5</b>	<b>84,659</b>
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	<b>192</b>
<b>7</b> Add lines 5 and 6	<b>7</b>	<b>84,851</b>
<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 on page 18	<b>8</b>	<b>214,325</b>

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the 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>	<b>192</b>
<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>	<b>0</b>
<b>3</b> Add lines 1 and 2	<b>3</b>	<b>192</b>
<b>4</b> Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>4</b>	<b>0</b>
<b>5</b> Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	<b>5</b>	<b>192</b>
<b>6</b> Credits/Payments:		
<b>a</b> 2010 estimated tax payments and 2009 overpayment credited to 2010	<b>6a</b>	
<b>b</b> Exempt foreign organizations—tax withheld at source	<b>6b</b>	
<b>c</b> Tax paid with application for extension of time to file (Form 8868)	<b>6c</b>	
<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>	
<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>192</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>	
<b>11</b> Enter the amount of line 10 to be: Credited to 2011 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	<b>11</b>	

**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?		<b>X</b>
<b>b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to <b>1a</b> or <b>1b</b> , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		<b>X</b>
<b>c</b> Did the foundation file Form 1120-POL for this year?		<b>X</b>
<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		<b>X</b>
<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		<b>X</b>
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year?		<b>X</b>
<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		<b>X</b>
<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?		<b>X</b>
<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		<b>X</b>
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input type="checkbox"/> <b>PA</b>		
<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		<b>X</b>
<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 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV		<b>X</b>
<b>10</b> Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		<b>X</b>

N/A

**Part VII-A Statements Regarding Activities (continued)**

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 page 20 of the instructions)	11		<b>X</b>
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		<b>X</b>
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <b>N/A</b>	13	<b>X</b>	
14	The books are in care of ► <b>HANEY &amp; HECHT</b> <b>795 EAST LANCASTER AVE</b> Located at ► <b>VILLANOVA</b> PA ZIP+4 ► <b>19085</b> Telephone no ► <span style="border: 1px solid black; padding: 0 20px;"> </span>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ► <span style="border: 1px solid black; padding: 0 20px;">15</span>			
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes	No <b>X</b>

**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 page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <span style="border: 1px solid black; padding: 0 20px;">N/A</span>	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 2010? N/A	1c	
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 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? If "Yes," list the years ► 20 , 20 , 20 , 20 <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 22 of the instructions ) N/A	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 ► 20 , 20 , 20 , 20		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2010 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 2010 ) N/A	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	<b>X</b>
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 2010?	4b	<b>X</b>

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

**b** If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **N/A** ☐ **5b**

Organizations relying on a current notice regarding disaster assistance check here ☐

**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? **N/A** ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

**6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** ☐ Yes ☒ No **X**

If "Yes" to 6b, file Form 8870

**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

**b** If Yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **N/A** **7b**

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the 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
PETER G. GOULD 795 EAST LANCASTER AVE. VILLANOVA PA 19085	PRESIDENT 0.00	0	0	0
ROBIN M. POTTER 795 EAST LANCASTER AVE. VILLANOVA PA 19085	SECR/TREAS 0.00	0	0	0
ALEXANDRA P. GOULD 795 EAST LANCASTER AVE. VILLANOVA PA 19085	VICE PRES 0.00	0	0	0

**2 Compensation of five highest-paid employees (other than those included on line 1 — see page 23 of the 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				

Total number of other employees paid over \$50,000

**0**

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)****3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services ▶**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
<b>1 N/A</b>	
<b>2</b>	
<b>3</b>	
<b>4</b>	

**Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
<b>1 N/A</b>	
<b>2</b>	
All other program-related investments. See page 24 of the instructions.	
<b>3</b>	
<b>Total.</b> Add lines 1 through 3 <span style="float: right;">▶</span>	



**Part X Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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>	<b>1,093,656</b>
<b>b</b>	Average of monthly cash balances	<b>1b</b>	<b>159,866</b>
<b>c</b>	Fair market value of all other assets (see page 25 of the instructions)	<b>1c</b>	<b>0</b>
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	<b>1,253,522</b>
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	<b>0</b>
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	<b>0</b>
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	<b>1,253,522</b>
<b>4</b>	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	<b>4</b>	<b>18,803</b>
<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>	<b>1,234,719</b>
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	<b>61,736</b>

**Part XI Distributable Amount** (see page 25 of the 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>	<b>61,736</b>
<b>2a</b>	Tax on investment income for 2010 from Part VI, line 5	<b>2a</b>	<b>192</b>
<b>b</b>	Income tax for 2010 (This does not include the tax from Part VI)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	<b>192</b>
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	<b>61,544</b>
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	<b>61,544</b>
<b>6</b>	Deduction from distributable amount (see page 25 of the instructions)	<b>6</b>	
<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>	<b>61,544</b>

**Part XII Qualifying Distributions** (see page 25 of the 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>	<b>214,325</b>
<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>	
<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>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<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>	<b>214,325</b>
<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 page 26 of the instructions)	<b>5</b>	<b>192</b>
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	<b>214,133</b>

**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 page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
<b>1</b> Distributable amount for 2010 from Part XI, line 7				<b>61,544</b>
<b>2</b> Undistributed income, if any, as of the end of 2010				
<b>a</b> Enter amount for 2009 only				
<b>b</b> Total for prior years 20____, 20____, 20____				
<b>3</b> Excess distributions carryover, if any, to 2010				
<b>a</b> From 2005				
<b>b</b> From 2006				
<b>c</b> From 2007				
<b>d</b> From 2008				
<b>e</b> From 2009				<b>42,813</b>
<b>f</b> Total of lines 3a through e	<b>42,813</b>			
<b>4</b> Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ <b>214,325</b>				
<b>a</b> Applied to 2009, but not more than line 2a				
<b>b</b> Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
<b>c</b> Treated as distributions out of corpus (Election required—see page 26 of the instructions)				
<b>d</b> Applied to 2010 distributable amount				<b>61,544</b>
<b>e</b> Remaining amount distributed out of corpus	<b>152,781</b>			
<b>5</b> Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a) )				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	<b>195,594</b>			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b				
<b>c</b> 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				
<b>d</b> Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions				
<b>e</b> Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
<b>f</b> Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				<b>0</b>
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
<b>8</b> Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)				
<b>9</b> Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	<b>195,594</b>			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2006				
<b>b</b> Excess from 2007				
<b>c</b> Excess from 2008				
<b>d</b> Excess from 2009	<b>42,813</b>			
<b>e</b> Excess from 2010	<b>152,781</b>			



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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> Paid during the year <b>SEE STATEMENT 7</b>				213,500
<b>Total</b>			<b>▶ 3a</b>	<b>213,500</b>
<b>b</b> Approved for future payment <b>N/A</b>				
<b>Total</b>			<b>▶ 3b</b>	





# Federal Statements

## Statement 1 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
ACCOUNTING FEES	\$ 825	\$	\$	\$ 825
TOTAL	\$ 825	\$ 0	\$ 0	\$ 825

## Statement 2 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
VERITABLE MANAGEMENT FEE	\$ 4,566	\$ 4,566	\$	\$
TOTAL	\$ 4,566	\$ 4,566	\$ 0	\$ 0

## Statement 3 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
FOREIGN TAXES	\$ 182	\$ 182	\$	\$
EXCISE TAX	135			
TOTAL	\$ 317	\$ 182	\$ 0	\$ 0

**Federal Statements****Statement 4 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments**

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>	<u>Basis of Valuation</u>	<u>Fair Market Value</u>
VERITABLE STOCK HOLDINGS	\$ 713,021	\$ 736,648	COST	\$ 766,720
TOTAL	<u>\$ 713,021</u>	<u>\$ 736,648</u>		<u>\$ 766,720</u>

**Statement 5 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments**

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>	<u>Basis of Valuation</u>	<u>Fair Market Value</u>
VANGUARD BOND FUNDS	\$ 180,652	\$ 400,388	COST	\$ 413,488
TOTAL	<u>\$ 180,652</u>	<u>\$ 400,388</u>		<u>\$ 413,488</u>

**Statement 6 - Form 990-PF, Part III, Line 3 - Other Increases**

<u>Description</u>	<u>Amount</u>
FUND BALANCE ADJUSTMENT	\$ 5,622
TOTAL	<u>\$ 5,622</u>



1001183 POGO FAMILY FOUNDATION

20-5989350

FYE: 12/31/2010

## Federal Statements

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Statement 7 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the  
Year

Name	Address	Relationship	Status	Purpose	Amount
THE ZOOLOGICAL SOCIETY OF 34TH ST & GIRARD AVE PHILADELPHIA PA 19104				ORGANIZATION FUNDING	45,000
OBERLIN COLLEGE 173 WEST LORAIN ST OBERLIN OH 44074				GRANT	4,000
GESU SCHOOL 1700 WEST THOMPSON STREET PHILADELPHIA PA 19121				SPONSORSHIP GIFT	41,000
MANN CENTER FOR THE PERFO 5201 PARKSIDE AVE PHILADELPHIA PA 19131				GRANT	25,000
THE ROCK SCHOOL FOR BALLE 1101 SOUTH BROAD STREET PHILADELPHIA PA 19147				SCHOOL TRIP	5,000
PA HORTICULTURE SOCIETY 100 NORTH 20TH STREET PHILADELPHIA PA 19103				CAPITAL GIFT	25,000
UNIVERSITY OF PENNSYLVANIA 3451 WALNUT ST PHILADELPHIA PA 19104				UNIVERSITY MUSEUM	37,500
OLD ROAD FUND P.O. BOX 494 ANTIGUA				SPECIAL GIFT	1,000
SUSTAINABLE PRESERVATION 40 WEST 22ND STREET ST 11 NEW YORK NY 10010				ANNUAL GIFT	10,000
PLANNED PARENTHOOD NJ 317 BROADWAY CAMDEN NJ 08103				SPECIAL GIFT	5,000
TRI STATE BIRD RESCUE NEWARK DE 19711				DEEP HORIZON OIL SPILL SUPPORT	5,000
ACADEMY OF MUSIC 1420 LOCUST STREET PHILADELPHIA PA 19102				RESTORATION FUND	5,000
ACADEMY OF VOCAL ARTS 1920 SPRUCE STREET PHILADELPHIA PA 19103				APG FELLOWSHIP 2010 INSTALLMENT	5,000
TOTAL					213,500

**Realized Gains and Losses**  
**PoGo Family Foundation**  
**Schwab Account # 7280-2862**  
**01-01-10 to 12-31-10**

**Capital Gains/Losses**

Open Date	Close Date	Quantity	Symbol	Security	Cost Basis	Proceeds	Amortization	Ordinary Income	Short Term	Long Term
01/05/07	02/18/10	747	gley x	Gateway Fund Y Shares	20,235.14	18,752.01	0.00	0.00	0.00	-1,483.13
01/05/07	02/18/10	1,299	merf x	Merger Fund	20,297.09	20,375.00	0.00	0.00	0.00	77.91
03/28/07	02/18/10	10	gley x	Gateway Fund Y Shares	276.86	253.10	0.00	0.00	0.00	-23.76
06/27/07	02/18/10	9	gley x	Gateway Fund Y Shares	241.25	214.17	0.00	0.00	0.00	-27.08
09/26/07	02/18/10	8	gley x	Gateway Fund Y Shares	242.36	211.71	0.00	0.00	0.00	-30.65
12/27/07	02/18/10	8	gley x	Gateway Fund Y Shares	234.09	204.90	0.00	0.00	0.00	-29.19
01/27/08	02/18/10	9	gley x	Gateway Fund Y Shares	253.55	230.28	0.00	0.00	0.00	-23.27
06/26/08	02/18/10	9	gley x	Gateway Fund Y Shares	254.59	229.48	0.00	0.00	0.00	-25.11
09/26/08	02/18/10	9	gley x	Gateway Fund Y Shares	259.43	234.35	0.00	0.00	0.00	-25.08
01/05/07	07/27/10	1,744	arti x	Artisan Intl Fund - Inv	50,000.00	33,746.07	0.00	0.00	0.00	-16,253.93
01/05/07	07/27/10	2,583	dfsc x	DFA US Micro Cap Portfolio	40,000.00	29,821.32	0.00	0.00	0.00	-10,178.68
01/05/07	07/27/10	475	hain x	Harbor International Fund - Inst	28,986.79	25,393.36	0.00	0.00	0.00	-3,593.43
01/05/07	07/27/10	405	spy	S&P 500 Depository Receipts	57,018.40	45,229.19	0.00	0.00	0.00	-11,789.21
01/12/07	07/27/10	510	ivm	iShares Russell 2000 Index	40,228.50	33,924.08	0.00	0.00	0.00	-6,304.42
03/08/07	07/27/10	2	dfsc x	DFA US Micro Cap Portfolio	28.42	21.14	0.00	0.00	0.00	-7.28
06/08/07	07/27/10	7	dfsc x	DFA US Micro Cap Portfolio	113.75	79.63	0.00	0.00	0.00	-34.12
09/10/07	07/27/10	7	dfsc x	DFA US Micro Cap Portfolio	103.69	78.33	0.00	0.00	0.00	-25.36
12/19/07	07/27/10	282	arti x	Artisan Intl Fund - Inv	8,150.15	5,455.05	0.00	0.00	0.00	-2,695.10
12/19/07	07/27/10	255	dfsc x	DFA US Micro Cap Portfolio	3,389.05	2,943.61	0.00	0.00	0.00	-445.44
12/19/07	07/27/10	48	hain x	Harbor International Fund - Inst	3,338.52	2,586.64	0.00	0.00	0.00	-751.88
03/10/08	07/27/10	4	dfsc x	DFA US Micro Cap Portfolio	45.66	46.65	0.00	0.00	0.00	0.99
06/10/08	07/27/10	8	dfsc x	DFA US Micro Cap Portfolio	94.31	87.02	0.00	0.00	0.00	-7.29
09/09/08	07/27/10	9	dfsc x	DFA US Micro Cap Portfolio	106.03	101.49	0.00	0.00	0.00	-4.54
12/10/08	07/27/10	53	dfsc x	DFA US Micro Cap Portfolio	419.65	611.63	0.00	0.00	0.00	191.98
12/17/08	07/27/10	120	arti x	Artisan Intl Fund - Inv	1,807.10	2,328.07	0.00	0.00	0.00	520.97
03/10/09	07/27/10	4	dfsc x	DFA US Micro Cap Portfolio	23.42	45.52	0.00	0.00	0.00	22.10
06/09/09	07/27/10	8	dfsc x	DFA US Micro Cap Portfolio	70.35	91.24	0.00	0.00	0.00	20.89
09/09/09	07/27/10	4	dfsc x	DFA US Micro Cap Portfolio	35.27	40.71	0.00	0.00	0.00	5.44
12/09/09	07/27/10	7	dfsc x	DFA US Micro Cap Portfolio	73.57	84.25	0.00	0.00	0.00	10.68

**Realized Gains and Losses**  
**PoGo Family Foundation**  
**Schwab Account # 7280-2862**  
**01-01-10 to 12-31-10**

**Capital Gains/Losses**

Open Date	Close Date	Quantity	Symbol	Security	Cost Basis	Proceeds	Amortization	Ordinary Income	Short Term	Long Term
12/17/09	07/27/10	26	arti x	Artisan Intl Fund - Inv	527.54	503.10	0.00	0.00	-24.44	0.00
02/18/10	07/27/10	1,657	arti x	Artisan Intl Fund - Inv	31,675.00	32,056.02	0.00	0.00	381.02	0.00
02/18/10	07/27/10	232	iwrm	iShares Russell 2000 Index	14,527.28	15,432.13	0.00	0.00	904.85	0.00
03/09/10	07/27/10	1	dfsc.x	DFA US Micro Cap Portfolio	14.75	14.87	0.00	0.00	0.12	0.00
06/08/10	07/27/10	2	dfsc.x	DFA US Micro Cap Portfolio	26.56	28.73	0.00	0.00	2.17	0.00
01/29/10	10/26/10	13	vbsx x	Vanguard Short-Term Bond Index Fund - Sig	141.93	144.57	0.00	0.00	2.64	0.00
02/18/10	10/26/10	4,502	vbsx x	Vanguard Short-Term Bond Index Fund - Sig	47,290.11	48,243.08	0.00	0.00	952.97	0.00
02/26/10	10/26/10	16	vbsx.x	Vanguard Short-Term Bond Index Fund - Sig	164.05	167.10	0.00	0.00	3.05	0.00
04/30/10	10/26/10	23	vbsx x	Vanguard Short-Term Bond Index Fund - Sig	244.53	249.31	0.00	0.00	4.78	0.00
05/28/10	10/26/10	24	vbsx x	Vanguard Short-Term Bond Index Fund - Sig	250.49	254.91	0.00	0.00	4.42	0.00
06/30/10	10/26/10	22	vbsx x	Vanguard Short-Term Bond Index Fund - Sig	237.18	239.76	0.00	0.00	2.58	0.00
07/30/10	10/26/10	23	vbsx x	Vanguard Short-Term Bond Index Fund - Sig	240.90	242.15	0.00	0.00	1.25	0.00
08/31/10	10/26/10	22	vbsx x	Vanguard Short-Term Bond Index Fund - Sig	234.24	234.59	0.00	0.00	0.35	0.00
09/30/10	10/26/10	21	vbsx x	Vanguard Short-Term Bond Index Fund - Sig	224.41	224.53	0.00	0.00	0.12	0.00
05/28/10	10/28/10	615	vbits x	Vanguard Total Bond Market Index - Sig	6,502.74	6,662.48	0.00	0.00	159.74	0.00
06/30/10	10/28/10	79	vbits x	Vanguard Total Bond Market Index - Sig	841.74	851.83	0.00	0.00	10.09	0.00
07/30/10	10/28/10	79	vbits x	Vanguard Total Bond Market Index - Sig	847.32	851.90	0.00	0.00	4.58	0.00
08/31/10	10/28/10	76	vbits x	Vanguard Total Bond Market Index - Sig	833.10	827.63	0.00	0.00	-5.47	0.00
09/30/10	10/28/10	74	vbits x	Vanguard Total Bond Market Index - Sig	809.26	806.16	0.00	0.00	-3.10	0.00
<b>Capital Gain Distributions</b>										
03/31/10			vbsx x	Vanguard Short-Term Bond Index Fund - Sig		0.00	0.00	0.00	0.00	47.21
03/31/10			vbsx x	Vanguard Short-Term Bond Index Fund - Sig		0.00	0.00	0.00	35.41	0.00
12/16/10			fau x	Faitholme Fund		0.00	0.00	0.00	0.00	2,338.31
12/23/10			vbsx x	Vanguard Short-Term Bond Index Fund - Sig		0.00	0.00	0.00	0.00	190.75
12/23/10			vbsx x	Vanguard Short-Term Bond Index Fund - Sig		0.00	0.00	0.00	102.71	0.00
12/23/10			vbits x	Vanguard Total Bond Market Index - Sig		0.00	0.00	0.00	0.00	823.12
12/23/10			vbits x	Vanguard Total Bond Market Index - Sig		0.00	0.00	0.00	424.84	0.00
12/29/10			meif x	Merger Fund		0.00	0.00	0.00	402.54	0.00
12/30/10			popf x	Prospector Opportunity Fund		0.00	0.00	0.00	0.00	127.57

Realized Gains and Losses  
 PoGo Family Foundation  
 Schwab Account # 7280-2862  
 01-01-10 to 12-31-10

Capital Gains/Losses

Open Date	Close Date	Quantity	Symbol	Security	Cost Basis	Proceeds	Amortization	Ordinary Income	Short Term	Long Term
	12/30/10		vfc v	Vanguard Inter-Term Investment Grade Inv		0.00	0.00	0.00	0.00	585.71
	12/30/10		vfc x	Vanguard Inter-Term Investment Grade Inv		0.00	0.00	0.00	395.61	0.00
Short Term Proceeds						\$108,159.81				
Long Term Proceeds						\$223,295.04				
Gross Proceeds						<u>\$331,454.85</u>				
Gross Amortization						<u>\$0.00</u>				
Total Ordinary Income							<u>\$0.00</u>			
Total Gains							\$3,811.96			
Total Losses							-\$33.01			
Total Realized Gain/Loss							<u>\$3,778.95</u>			
							<u>-\$48,810.44</u>			