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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2011

For calendar year 2011, or tax year beginning 01-01-2011 , and ending 12-31-2011

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
THE STAINMAN FAMILY FOUNDATION INC

A Employer identification number
13-3980213

Number and street (or P O box number if mail is not delivered to street address)
C/O ARTHUR J STAINMAN 320 E 72 ST

Room/suite

B Telephone number (see page 10 of the instructions)

City or town, state, and ZIP code
NEW YORK, NY 10021

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 ☐

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)
\$ 13,273,522

J Accounting method ☒ Cash ☐ Accrual

☐ Other (specify) _____
(Part I, column (d) must be on cash basis.)

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)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	603,445			
	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.	202,872	202,872		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	1,616,392			
	b Gross sales price for all assets on line 6a 4,811,853				
	7 Capital gain net income (from Part IV, line 2)		2,001,763		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
Operating and Administrative Expenses	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	-2,635	-2,635	0	
	12 Total. Add lines 1 through 11	2,420,074	2,202,000	0	
	13 Compensation of officers, directors, trustees, etc	0	0	0	0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule).				
	b Accounting fees (attach schedule).	32,093	28,884	0	3,209
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	45,430	5,829	0	0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule).	1,009	1,009	0	0
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	78,532	35,722	0	3,209
	25 Contributions, gifts, grants paid	692,588			692,588
	26 Total expenses and disbursements. Add lines 24 and 25	771,120	35,722	0	695,797
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	1,648,954			
	b Net investment income (if negative, enter -0-)		2,166,278		
	c Adjusted net income (if negative, enter -0-)			0	

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

Cat No 11289X

Form **990-PF** (2011)

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	389,398	843,566	843,566
	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 (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	149,967		
	b	Investments—corporate stock (attach schedule)	7,072,624	 8,014,488	10,529,678
	c	Investments—corporate bonds (attach schedule)	1,247,518	 1,657,527	1,897,975
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	3,701	 1,573	1,573
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	15	Other assets (describe ▶ _____)	 0	 730	 730
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	8,863,208	10,517,884	13,273,522

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	Total liabilities (add lines 17 through 22)	0	0	

Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐				
	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 ▶ ☒				
	and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	8,863,208	10,517,884	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	0	0	
	30	Total net assets or fund balances (see page 17 of the instructions)	8,863,208	10,517,884	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	8,863,208	10,517,884	

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	8,863,208
2	Enter amount from Part I, line 27a	2	1,648,954
3	Other increases not included in line 2 (itemize) ▶ _____ 	3	5,738
4	Add lines 1, 2, and 3	4	10,517,900
5	Decreases not included in line 2 (itemize) ▶ _____ 	5	16
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	10,517,884

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a	PUBLICLY TRADED SECURITIES			
b	T-BILL REDEMPTION	P	2010-11-29	2011-02-24
c	THRU KAISER VENTURE K-1	P	2011-12-31	2011-12-31
d	CAPITAL GAINS DIVIDENDS	P		
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 4,649,454		2,660,090	1,989,364
b 150,000		150,000	0
c 249			249
d 12,150			12,150
e			

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			1,989,364
b			0
c			249
d			12,150
e			

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	2,001,763
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 pages 13 and 17 of the 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 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))
2010	536,306	10,757,674	0 049853
2009	451,113	7,675,952	0 058770
2008	371,201	8,181,762	0 045369
2007	367,806	8,398,966	0 043792
2006	327,765	6,448,560	0 050828

2 Total of line 1, column (d).	2	0 248612
3 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	3	0 049722
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4	14,031,395
5 Multiply line 4 by line 3.	5	697,669
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	21,663
7 Add lines 5 and 6.	7	719,332
8 Enter qualifying distributions from Part XII, line 4.	8	695,797

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

Part VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a		Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1			
		Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	43,326
c		All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2		Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0
3		Add lines 1 and 2.		3	43,326
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0
5		Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	43,326
6		Credits/Payments			
a		2011 estimated tax payments and 2010 overpayment credited to 2011	6a	23,367	
b		Exempt foreign organizations—tax withheld at source	6b		
c		Tax paid with application for extension of time to file (Form 8868)	6c	35,000	
d		Backup withholding erroneously withheld	6d		
7		Total credits and payments Add lines 6a through 6d.		7	58,367
8		Enter any penalty for underpayment of estimated tax Check here ☒ if Form 2220 is attached		8	460
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	14,581
11		Enter the amount of line 10 to be Credited to 2012 estimated tax 14,581	Refunded	11	0

Part VII-AStatements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		Yes	No
		1a		No
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)?			No
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file Form 1120-POL for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ _____ 0 (2) On foundation managers \$ _____ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) NY _____			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

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		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address  N/A	13	Yes	
14	The books are in care of  ARTHUR J STAINMAN Telephone no  (212) 697-1000 Located at  320 EAST 72ND STREET NEW YORK NY ZIP+4  10021			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here  and enter the amount of tax-exempt interest received or accrued during the year.	15		
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 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?  Yes  No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?.  Yes  No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?  Yes  No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?  Yes  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)?.  Yes  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).  Yes  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 20 of the instructions)?. Organizations relying on a current notice regarding disaster assistance check here. 	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 2011?.	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011?.  Yes  No If "Yes," list the years  20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 20 of the 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  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?.  Yes  No			
b	If "Yes," did it have excess business holdings in 2011 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.</i>).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		No

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)? Organizations relying on a current notice regarding disaster assistance check here.	☐	5b	
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? <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>	☐ Yes ☐ No		
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? <i>If "Yes" to 6b, file Form 8870.</i>		6b	No
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?		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
ARTHUR J STAINMAN 320 EAST 72ND STREET NEW YORK, NY 10021	PRESIDENT 0 00	0	0	0
LOIS STAINMAN 320 EAST 72ND STREET NEW YORK, NY 10021	V PRESIDENT 0 00	0	0	0
EVAN STAINMAN 162 FERN COURT COLCHESTER, VT 05446	SECRETARY 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.		0

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	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3.	0

Part X

Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	13,541,286
b	Average of monthly cash balances.	1b	703,785
c	Fair market value of all other assets (see page 24 of the instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	14,245,071
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	14,245,071
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	213,676
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	14,031,395
6	Minimum investment return. Enter 5% of line 5.	6	701,570

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.)

1	Minimum investment return from Part X, line 6.	1	701,570
2a	Tax on investment income for 2011 from Part VI, line 5.	2a	43,326
b	Income tax for 2011 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	43,326
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	658,244
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	658,244
6	Deduction from distributable amount (see page 25 of the instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	658,244

Part XII

Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26.	1a	695,797
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	695,797
5	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).	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	695,797
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 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				658,244
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2011				
a From 2006.				27,055
b From 2007.				
c From 2008.				
d From 2009.				75,012
e From 2010.				21,789
f Total of lines 3a through e.	123,856			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 695,797				
a Applied to 2010, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .	0			
d Applied to 2011 distributable amount.				658,244
e Remaining amount distributed out of corpus	37,553			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	161,409			
b Prior years' undistributed income Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . .		0		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				0
7 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).	0			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions).	27,055			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	134,354			
10 Analysis of line 9				
a Excess from 2007. . . .				
b Excess from 2008. . . .				
c Excess from 2009. . . .				75,012
d Excess from 2010. . . .				21,789
e Excess from 2011. . . .				37,553

Part XIV

Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

1a

If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling.

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year	Prior 3 years			(e) Total
		(a) 2011	(b) 2010	(c) 2009	(d) 2008	
b	85% of line 2a					
c	Qualifying distributions from Part XII, line 4 for each year listed.					
d	Amounts included in line 2c not used directly for active conduct of exempt activities.					
e	Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c.					
3	Complete 3a, b, or c for the alternative test relied upon					
a	"Assets" alternative test—enter					
	(1) Value of all assets					
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b	"Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c	"Support" alternative test—enter					
	(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).					
	(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
	(3) Largest amount of support from an exempt organization					
	(4) Gross investment income					

Part XV

Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see page 27 of the 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))

See Additional Data Table

b

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

2

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

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a

The name, address, and telephone number of the person to whom applications should be addressed

b

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

c

Any submission deadlines

d

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

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)				
a Paid during the year See Additional Data Table				
Total			3a	692,588
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments. . . .					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities. . . .			14	202,872	
5	Net rental income or (loss) from real estate					
a	Debt-financed property.					
b	Not debt-financed property.					
6	Net rental income or (loss) from personal property					
7	Other investment income.					
8	Gain or (loss) from sales of assets other than inventory			03	1,616,392	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory. .					
11	Other revenue a <u>OTHER INVESTMENT INCOME</u>			16	-2,635	
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal. Add columns (b), (d), and (e). .		0		1,816,629	0
13	Total. Add line 12, columns (b), (d), and (e).			13	1,816,629	1,816,629

[illegible]

Part XVII

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.			No
(2) Other assets.			No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.			No
(2) Purchases of assets from a noncharitable exempt organization.			No
(3) Rental of facilities, equipment, or other assets.			No
(4) Reimbursement arrangements.			No
(5) Loans or loan guarantees.			No
(6) Performance of services or membership or fundraising solicitations.			No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.			No
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received			

[illegible]

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

b If "Yes," complete the following schedule		
(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge				
	*****		2012-11-06	*****	
	Signature of officer or trustee		Date	Title	
	Paid Preparer's Use Only	Preparer's Signature ▶ ERIN DAVIS		Date	Check if self-employed ☒
Firm's name ▶ CITRIN COOPERMAN & COMPANY LLP			Firm's EIN ▶ 22-2428965		
529 FIFTH AVENUE					
Firm's address ▶ NEW YORK, NY 100174683			Phone no (212) 697-1000		

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

Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service	Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF.	OMB No 1545-0047
		2011

Name of organization THE STAINMAN FAMILY FOUNDATION INC	Employer identification number 13-3980213
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Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)() (enter number) organization ☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation ☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation ☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation ☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule—

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor Complete Parts I and II

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ, that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of **(1)** \$5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or 990-EZ, that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or 990-EZ, that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not aggregate to more than \$1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc , contributions of \$5,000 or more during the year ▶ \$ _____

Caution. An Organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer “No” on Part IV, line 2 of its Form 990, or check the box in the heading of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization THE STAINMAN FAMILY FOUNDATION INC	Employer identification number 13-3980213
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Part I Contributors (see instructions) Use duplicate copies of Part III
additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
<u>1</u>	ARTHUR J LOIS K STAINMAN 320 EAST 72ND STREET NEW YORK, NY 10021 	\$ <u>344,875</u>	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
<u>2</u>	ARTHUR J LOIS K STAINMAN 320 EAST 72ND STREET NEW YORK, NY 10021 	\$ <u>258,570</u>	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
<u> </u>	 	\$ <u> </u>	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
<u> </u>	 	\$ <u> </u>	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
<u> </u>	 	\$ <u> </u>	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization THE STAINMAN FAMILY FOUNDATION INC	Employer identification number 13-3980213
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Part II Noncash Property (see Instructions) Use duplicate copies of Part II if additional space is needed			
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	5,000 SHARES RANGE RESOURCES (RRC)	\$ 344,875	2011-12-07
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
2	3,000 SHARES LIBERTY MEDIA (LCAPA)	\$ 258,570	2011-05-06
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	

Name of organization THE STAINMAN FAMILY FOUNDATION INC	Employer identification number 13-3980213
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Part III

Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year. (Complete columns (a) through (e) and the following line entry)

For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **\$1,000 or less** for the year (Enter this information once See instructions) ➤ \$

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—			
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
—			
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
—			
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
—			
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
—			
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee

Additional Data

Software ID:
Software Version:
EIN: 13-3980213
Name: THE STAINMAN FAMILY FOUNDATION INC

Form 990PF - Special Condition Description:

Special Condition Description

Form 990PF Part XV Line 1a - 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).

ARTHUR J STAINMAN
LOIS STAINMAN

Form 990PF Part XV Line 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)				
a <i>Paid during the year</i>				
ABINGTON THEATRE COMPANY 312 W 36TH NEW YORK,NY 10018	NONE	501C3	GENERAL	20,000
ACTORS FUND729 SEVENTH AVENUE 10TH FLOOR NEW YORK,NY 10019	NONE	501C3	GENERAL	1,000
AEGIS AMERICA8201 RIDGEPOINT DRIVE IRVING,TX 75063	NONE	501C3	GENERAL	1,000
AMERICAN CANCER SOCIETY250 WILLIAMS STREET NW ATLANTA,GA 30303	NONE	501C3	GENERAL	250
AMERICAN JEWISH HISTORIAL SOCIETY15 WEST 16TH STREET NEW YORK,NY 10011	NONE	501C3	GENERAL	500
AMERICAN JEWISH WORLD SERVICES45 WEST 36TH STREET NEW YORK,NY 10018	NONE	501C3	GENERAL	12,500
AMNESTY INTERNATIONAL5 PENN PLAZA NEW YORK,NY 10001	NONE	501C3	GENERAL	20,000
BOSCOBEL1601 ROUTE 9D GARRISON,NY 10524	NONE	501C3	GENERAL	2,500
BRONXWORKS60 EAST TREMONT NEW YORK,NY 10453	NONE	501C3	GENERAL	1,500
BROOKLYN ACADEMY OF MUSIC 30 LAFAYETTE AVENUE BROOKLYN,NY 11243	NONE	501C3	GENERAL	150
BROOKLYN PUBLIC LIBRARY10 GRAND ARMY PLAZA BROOKLYN,NY 11238	NONE	501C3	GENERAL	1,000
CARE32 W 39 STREET NEW YORK,NY 10018	NONE	501C3	GENERAL	5,000
CENTER FOR REPRODUCTIVE RIGHTS120 WALL STREET NEW YORK,NY 10005	NONE	501C3	GENERAL	2,500
COALITION FOR HOMELESS129 FULTON STREET NEW YORK,NY 10038	NONE	501C3	GENERAL	3,500
COUNCIL ON THE ENVIRONMENT 51 CHAMBERS STREET NEW YORK,NY 10007	NONE	501C3	GENERAL	3,500
D O E FUND232 EAST 84TH STREET NEW YORK,NY 10028	NONE	501C3	GENERAL	4,000
DOCTORS WITHOUT BORDERS333 7TH AVE NEW YORK,NY 10001	NONE	501C3	GENERAL	16,000
EAST SIDE HOUSE SETTLEMENT 337 ALEXANDER AVE BRONX,NY 10454	NONE	501C3	GENERAL	1,850
ELDRIDGE ST PROJECT12 ELDRIDGE ST NEW YORK,NY 10002	NONE	501C3	GENERAL	5,000
EPISCOPAL DIOCESE OF NEW YORK1047 AMSTERDAM AVE NEW YORK,NY 10025	NONE	501C3	GENERAL	1,000
FOOD BANK FOR NYC39 BROADWAY NEW YORK,NY 10006	NONE	501C3	GENERAL	148,000
FOUNTAIN HOUSE425 WEST 47TH STREET NEW YORK,NY 10036	NONE	501C3	GENERAL	7,500
FRACTURED ATLAS248 WEST 35TH STREET NEW YORK,NY 10001	NONE	501C3	GENERAL	1,000
FEGS315 HUDSON STREET NEW YORK,NY 10013	NONE	501C3	GENERAL	1,000
FREEDOM FROM HUNGER1644 DA VINCI COURT DAVIS,CA 95618	NONE	501C3	GENERAL	1,200
GRADUATION CENTER FOUNDATION365 FIFTH AVENUE NEW YORK,NY 10016	NONE	501C3	GENERAL	5,000
GREEN MOUNTAIN ANIMAL DEFENDERS21 CHURCH STREET BURLINGTON,VT 05401	NONE	501C3	GENERAL	750
GREENPEACE702 H STREET NW WASHINGTON,DC 20001	NONE	501C3	GENERAL	7,500
GROW NYC51 CHAMBERS STREET ROOM 228 NEW YORK,NY 10007	NONE	501C3	GENERAL	600
HCJB GLOBAL1065 GARDEN OF THE GODS ROAD COLORADO SPRINGS,CO 80907	NONE	501C3	GENERAL	1,000

Form 990PF Part XV Line 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)				
a <i>Paid during the year</i>				
HENRY STREET SETTLEMENT265 HENRY STREET NEW YORK,NY 10002	NONE	501C3	GENERAL	15,000
HUMAN RIGHTS FIRST333 SEVENTH AVENUE 13TH FL NEW YORK,NY 10001	NONE	501C3	GENERAL	3,500
INTL RESCUE COMM122 EAST 42 STREET NEW YORK,NY 10168	NONE	501C3	GENERAL	10,000
INTL WOMEN'S HEALTH COALITION333 SEVENTH AVENUE 6TH FLOOR NEW YORK,NY 10001	NONE	501C3	GENERAL	3,000
JUILLIARD SCHOOL155 WEST 65TH STREET NEW YORK,NY 10023	NONE	501C3	GENERAL	1,000
LINCOLN CENTER THEATER150 W 65TH STREET NEW YORK,NY 10023	NONE	501C3	GENERAL	2,240
MARCH OF DIMES515 MADISON AVENUE NEW YORK,NY 10022	NONE	501C3	GENERAL	750
MARIA FARERI CHILDREN'S HOSPITAL100 WOODS RD VALHALLA,NY 10595	NONE	501C3	GENERAL	100
MEALS ON WHEELS355 LEXINGTON AVE NEW YORK,NY 10017	NONE	501C3	GENERAL	6,640
MERCY CORPDEPT WEST PO BOX 2669 PORTLAND,OR 97208	NONE	501C3	GENERAL	1,000
METROPOLITAN MUSEUM1000 FIFTH AVENUE NEW YORK,NY 10028	NONE	501C3	GENERAL	58,733
NAKED ANGELS191 SEVENTH AVENUE NEW YORK,NY 10011	NONE	501C3	GENERAL	1,000
NARAL470 PARK AVE NEW YORK,NY 10016	NONE	501C3	GENERAL	25,000
NATL TRUST FOR HISTORIC PRESERVATION1785 MASSACHUSETTS AVE WASHINGTON,DC 20036	NONE	501C3	GENERAL	500
NEIGHBORHOOD COALITION SHELTER157 EAST 86TH STREET NEW YORK,NY 10028	NONE	501C3	GENERAL	3,000
NY CARES214 WEST 29TH STREET NEW YORK,NY 10001	NONE	501C3	GENERAL	1,750
NY HISTORICAL SOCIETY170 CENTRAL PARK W NEW YORK,NY 10024	NONE	501C3	GENERAL	5,950
OPEN SPACE INSTITUTE1350 BROADWAY NEW YORK,NY 10018	NONE	501C3	GENERAL	15,000
OXFAM226 CAUSEWAY STREET BOSTON,MA 02114	NONE	501C3	GENERAL	1,000
PARTNERSHIP FOR HOMELESS305 7TH AVE NEW YORK,NY 10001	NONE	501C3	GENERAL	3,500
PATHFINDER INTERNATIONAL9 GALEN STREET SUITE 217 WATERTOWN,MA 02472	NONE	501C3	GENERAL	2,000
PENCIL INC30 WEST 26TH STREET NEW YORK,NY 10010	NONE	501C3	GENERAL	1,500
PEOPLE FOR AMERICAN WAY2000 M STREET WASHINGTON,DC 20036	NONE	501C3	GENERAL	45,000
PLANNED PARENTHOOD26 BLEECKER STREET NEW YORK,NY 10012	NONE	501C3	GENERAL	35,000
PUBLIC THEATER425 LAFAYETTE STREET NEW YORK,NY 10003	NONE	501C3	GENERAL	1,275
RIDER UNIVERSITY2083 LAWRENCEVILLE ROAD LAWRENCEVILLE,NJ 08648	NONE	501C3	GENERAL	100,000
ROUNABOUT THEATRE COMPANY231 WEST 39TH STREET NEW YORK,NY 10018	NONE	501C3	GENERAL	2,000
ROYAL OAK FOUNDATION35 WEST 35TH STREET SUITE 1200 NEW YORK,NY 10001	NONE	501C3	GENERAL	150
SMITHSONIANPO BOX 37012 SI BUILDING ROOM 153 MRC 10 WASHINGTON,DC 20013	NONE	501C3	GENERAL	100
SPECIAL OLYMPICS FLORIDA1915 DON WICKHAM DRIVE CLERMONT,FL 34711	NONE	501C3	GENERAL	100

Form 990PF Part XV Line 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)				
a <i>Paid during the year</i>				
ST BARTS109 EAST 50TH ST NEW YORK,NY 10022	NONE	501C3	GENERAL	5,000
STORM KING ART CENTEROLD PLEASANT HILL ROAD MOUNTAINVILLE,NY 12553	NONE	501C3	GENERAL	1,500
UNITED NEIGHBORHOOD HOUSES 70 WEST 36TH STREET NEW YORK,NY 10018	NONE	501C3	GENERAL	25,000
UTICA COLLEGE1600 BURRSTONE ROAD UTICA,NY 13502	NONE	501C3	GENERAL	1,000
WILDERNESS SOCIETY1615 M STREET NW WASHINGTON,DC 20036	NONE	501C3	GENERAL	30,000
WOMEN IN NEED115 WEST 31ST STREET NEW YORK,NY 10001	NONE	501C3	GENERAL	500
YORKVILLE PANTRY8 EAST 109TH STREET NEW YORK,NY 10029	NONE	501C3	GENERAL	7,500
Total			3a	692,588

TY 2011 Accounting Fees Schedule**Name:** THE STAINMAN FAMILY FOUNDATION INC**EIN:** 13-3980213

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING AND BOOKKEEPING FEES	32,093	28,884	0	3,209

**TY 2011 Investments Corporate
Bonds Schedule****Name:** THE STAINMAN FAMILY FOUNDATION INC**EIN:** 13-3980213

Name of Bond	End of Year Book Value	End of Year Fair Market Value
180,000 RANGE RES CORP SR SUB NT	167,900	191,250
189,000 SAFEGUARD SCIENTIFICS INC	156,506	247,590
225,000 FINOVA GROUP	21,674	10
252,000 AVATAR HOLDINGS SRNT	205,281	252,000
326,000 JARDEN CORP SR SUB NT	242,340	345,560
44,000 LIBERTY MEDIA CORP NEW SR NT	42,700	45,375
48,000 L3 COMMUNICATIONS	48,420	49,200
500,000 LEUCADIA NATIONAL CORP SRNT	526,750	503,125
245,000 JEFFERIES GROUP NEW SRNT	225,353	242,550
21,000 JEFFERIES GROUP INC NEW FIXED RT SENIOR NOTE	20,603	21,315

TY 2011 Investments Corporate
Stock Schedule

Name: THE STAINMAN FAMILY FOUNDATION INC
EIN: 13-3980213

Name of Stock	End of Year Book Value	End of Year Fair Market Value
1,000 SH OLD LINE BANCSHARES INC	6,432	8,100
10,000 SH CBS CORP CLASS A	268,974	276,800
10,500 SH CHESAPEAKE ENERGY CORP	137,125	234,045
10,750 SH BROOKFIELD ASSET MANAGEMENT	60,659	295,410
54,024 SH PACIFIC MERCANTILE BANCORP	294,922	176,118
9,831 SH COUSINS PPTYS INC	128,832	237,714
15,000 SH FOREST CITY ENTERPRISES INC	140,537	177,300
12,500 SH CVS CAREMARK CORP	394,581	509,750
20,000 SH LEUCADIA NATIONAL CORP	417,731	454,800
17,525 SH CBS CORP CLASS B	104,647	475,629
23,331 SH ACCESS NATIONAL CORP COM	138,943	205,313
17,750 SH JARDEN CORP	264,740	530,370
22,974 SH AVATAR HOLDINGS INC	570,187	164,953
20,000 SH FELDMAN MALL PPTYS	2,177	1,200
20,000 SH ONEX CORP SUB VTG	297,815	662,200
22,772 SH SAFEGUARD SCIENTIFIC INC COM NEW	200,249	359,570
25,000 SH DUNDEE CORP CL A	153,140	580,000
30,000 SH DUNDEE PRECIOUS METALS	29,025	246,057
20,000 SH FIRST CALIF FINL GRP INC	50,000	65,200
34,711 SH FIRST CITY FINANCIAL CORP	127,412	279,076
36,000 SH PRESTIGE BRANDS	312,964	405,720
6,800 SH RANGE RES CORP	429,031	421,192
42,627 SH CARROLS RESTAURANT GROUP INC COM	263,795	493,194
43,075 SH TRIMAS CORP	192,249	773,196
450 SH FFW CORP	8,784	5,175
5,000 SH BAM INVTS CORP COM	48,181	65,324
60,000 SH INTERVEST BANCSHARES CORP CL A	177,400	163,800
521 SH COMMERCEFIRST BANCORP	2,689	6,903
15,400 SH CAPLEASE INC COM	55,118	62,216
60,000 SH MIRABELA NICKEL LTD SHS	219,010	68,880

Name of Stock	End of Year Book Value	End of Year Fair Market Value
75 SH PROMOTORA DE INFORMACIONES SA ADR	649	363
8,750 SH SOUTHERN NATL BANCORP VA INC COM	52,500	53,375
15,000 SH AMERICAN INTL GROUP INC COM	435,000	348,000
33,000 SH ARTIO GLOBAL INVS INC COM CLASS A	461,473	161,040
7,200 SH BABSON CAP CORPORATE INVS COM	82,483	129,528
21,016 SH CBIZ INC COM	182,610	128,408
125,000 SH DUNDEE CAP MKTS INC COM	141,537	135,875
131,000 SH DUNDEE ENERGY LTD COM	92,682	81,246
22,500 SH MICROSOFT CORP COM	570,646	584,100
100 SH MUTI-COLOR CORP COM	2,116	2,573
12,550 SH PACKAGING CORP AMER COM	321,406	316,763
14,979 SH RUTHS HOSPITALITY GROUP INC COM	72,280	74,446
5,400 SH ACADIA RLTY TR COM	101,757	108,756

TY 2011 Investments - Other Schedule

Name: THE STAINMAN FAMILY FOUNDATION INC

EIN: 13-3980213

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
10,000 SH KAISER VENTURES LLC	FMV	1,573	1,573

TY 2011 Other Assets Schedule

Name: THE STAINMAN FAMILY FOUNDATION INC

EIN: 13-3980213

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
ACCRUED INTEREST PURCHASED - JEFFERIES GROUP INC	0	730	730

TY 2011 Other Decreases Schedule

Name: THE STAINMAN FAMILY FOUNDATION INC

EIN: 13-3980213

Description	Amount
NONDEDUCTIBLE EXPENSES	16

TY 2011 Other Expenses Schedule

Name: THE STAINMAN FAMILY FOUNDATION INC

EIN: 13-3980213

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PORTFOLIO DEDUCTIONS	9	9	0	0
NYS FILING FEE	1,000	1,000	0	0

TY 2011 Other Income Schedule

Name: THE STAINMAN FAMILY FOUNDATION INC

EIN: 13-3980213

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OTHER INVESTMENT INCOME	-2,635	-2,635	0

TY 2011 Other Increases Schedule**Name:** THE STAINMAN FAMILY FOUNDATION INC**EIN:** 13-3980213

Description	Amount
NONDIVIDEND DISTRIBUTION	4,185
ADJ. TO FUND BALANCES-BOOK TO TAX DIFFERENCE	1,553

TY 2011 Taxes Schedule**Name:** THE STAINMAN FAMILY FOUNDATION INC**EIN:** 13-3980213

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL TAXES	39,601	0	0	0
FOREIGN TAX WITHHELD	5,829	5,829	0	0