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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 WILLIAM P GOLDMAN AND BROTHERS FOUNDATION INC

A Employer identification number
13-6163100

Number and street (or P O box number if mail is not delivered to street address)
J KRAINES 69-40 YELLOWSTONE BLVD Ro

Room/suite

B Telephone number (see page 10 of the instructions)
(774) 240-1306

City or town, state, and ZIP code
FOREST HILLS, NY 11375

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)
\$ 7,115,426

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)				
	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.	374,280	374,280		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a _____ 1,650,000				
	7 Capital gain net income (from Part IV , line 2)		0		
	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)	372			
	12 Total. Add lines 1 through 11	374,652	374,280		
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule).				
	b Accounting fees (attach schedule).	4,500			
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	3,679			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule).	514			
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	8,693	0		0
	25 Contributions, gifts, grants paid	342,600			342,600
	26 Total expenses and disbursements. Add lines 24 and 25	351,293	0		342,600
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	23,359			
	b Net investment income (if negative, enter -0-)		374,280		
	c Adjusted net income (if negative, enter -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	208,478	116,154	116,154
	2	Savings and temporary cash investments	71,850	1,593	1,593
	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)	1,209,100	1,779,249	1,779,249
	b	Investments—corporate stock (attach schedule)	3,452,794	2,904,597	2,904,597
	c	Investments—corporate bonds (attach schedule).	1,950,000	2,259,075	2,259,075
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
Liabilities	15	Other assets (describe ▶ _____)	70,052	54,758	54,758
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	6,962,274	7,115,426	7,115,426
	17	Accounts payable and accrued expenses	317	250	
	18	Grants payable			
	19	Deferred revenue			
Net Assets or Fund Balances	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)	317	250	
		Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted	6,961,957	7,115,176	
	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			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see page 17 of the instructions)	6,961,957	7,115,176	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	6,962,274	7,115,426	

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	6,961,957
2	Enter amount from Part I, line 27a	2	23,359
3	Other increases not included in line 2 (itemize) ▶ _____	3	129,860
4	Add lines 1, 2, and 3	4	7,115,176
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	7,115,176

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)
1a				
(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				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a				
b				
c				
d				
e				
2	Capital gain net income or (net capital loss) If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		2	
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	318,301	5,913,109	000 053830
2009	294,030	6,023,564	000 048813
2008	319,179	4,890,978	000 065259
2007	322,750	6,396,592	000 050457
2006	319,350	6,488,861	000 049215
2 Total of line 1, column (d).			2 000 267574
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			3 000 053515
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.			4 6,277,805
5 Multiply line 4 by line 3.			5 335,957
6 Enter 1% of net investment income (1% of Part I, line 27b).			6 3,743
7 Add lines 5 and 6.			7 339,700
8 Enter qualifying distributions from Part XII, line 4.			8 342,600
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	3,743
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	
3		Add lines 1 and 2.		3	3,743
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5		Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	3,743
6		Credits/Payments			
a		2011 estimated tax payments and 2010 overpayment credited to 2011	6a	4,500	
b		Exempt foreign organizations—tax withheld at source	6b		
c		Tax paid with application for extension of time to file (Form 8868)	6c		
d		Backup withholding erroneously withheld	6d		
7		Total credits and payments Add lines 6a through 6d.		7	4,500
8		Enter any penalty for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	
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	757
11		Enter the amount of line 10 to be Credited to 2012 estimated tax 757	Refunded	11	

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 \$ (2) On foundation managers \$			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		No
	If "Yes," attach a detailed description of the activities.			
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		No
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		No
	If "Yes," attach the statement required by General Instruction T.			
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?	13	Yes	
Website address				
14	The books are in care of TAXPAYER Telephone no (774) 240-1306 Located at J KRAINES 69-40 YELLOWSTONE BLVD FOREST HILLS NY ZIP+4 11375			
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.			
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?	15		
			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		16		No

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? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (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)? (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).			
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? 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?			
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? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.).	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	Yes

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
JEFFREY L KRAINES 69-40 YELLOWSTONE BLVD FOREST HILLS, NY 11375	PRESIDENT 005 00	0		
MERRILL M KRAINES 69-40 YELLOWSTONE BLVD FOREST HILLS, NY 11375	TREASURER 000 00	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
Total number of other employees paid over \$50,000.				

Part VIII

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation

Total number of others receiving over \$50,000 for professional services.	▶
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Part IX-A

1	NONE	0
2		
3		
4		

Part IX-B

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.	

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	6,156,796
b	Average of monthly cash balances.	1b	216,610
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	6,373,406
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	6,373,406
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	95,601
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	6,277,805
6	Minimum investment return. Enter 5% of line 5.	6	313,890

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	313,890
2a	Tax on investment income for 2011 from Part VI, line 5.	2a	3,743
b	Income tax for 2011 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	3,743
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	310,147
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	310,147
6	Deduction from distributable amount (see page 25 of the instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	310,147

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	342,600
b	Program-related investments—total from Part IX-B.	1b	
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	342,600
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	3,743
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	338,857
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				310,147
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only.			202,680	
b Total for prior years 2007 , 2008 , 2009		782,278		
3 Excess distributions carryover, if any, to 2011				
a From 2006.				
b From 2007.				
c From 2008.				
d From 2009.				
e From 2010.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2011 from Part XII, line 4 ➤ \$ 342,600				
a Applied to 2010, but not more than line 2a			202,680	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .				
d Applied to 2011 distributable amount.				139,920
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b.		782,278		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions. . .		782,278		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions.				
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011.				170,227
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).				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions).				
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a.				
10 Analysis of line 9				
a Excess from 2007. . . .				
b Excess from 2008. . . .				
c Excess from 2009. . . .				
d Excess from 2010. . . .				
e Excess from 2011. . . .				

Part XIVPrivate 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)

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 XVSupplementary 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))

NONE

b

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

NONE

2

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

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (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

JEFFREY KRAINES
69-40 YELLOWSTONE BLVD APT 418
FOREST HILLS,NY 11375
(774) 240-1306

b

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

SEE ATTACHED

c

Any submission deadlines

NO DEADLINES

d

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

NO RESTRICTIONS

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	342,600
b Approved for future payment				
Total			3b	

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	374,280	
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					
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory. .					
	RESIDUAL ESTATE OF B					
11	Other revenue a GOLDMAN					372
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal. Add columns (b), (d), and (e). .				374,280	372
13	Total. Add line 12, columns (b), (d), and (e).			13		374,652

(See worksheet in line 13 instructions on page 28 to verify calculations)

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions)

[illegible]

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

[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				
	*****			2012-06-18	*****
	Signature of officer or trustee			Date	Title
	Paid Preparer's Use Only	Preparer's Signature ▶ ROCCO RICCIARDI CPA		Date 2012-06-18	Check if self-employed ▶ ☒
		Firm's name ▶			PTIN
Firm's address ▶			Firm's EIN ▶		
			Phone no (516) 524-3501		

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 WILLIAM P GOLDMAN AND BROTHERS FOUNDATION INC	Employer identification number 13-6163100
---	--

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 WILLIAM P GOLDMAN AND BROTHERS FOUNDATION INC	Employer identification number 13-6163100
--	---

Part I

Contributors (see Instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
—		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
—		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
—		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
—		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
—		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
—		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
—		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization THE WILLIAM P GOLDMAN AND BROTHERS FOUNDATION INC	Employer identification number 13-6163100
---	--

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
_____		\$ _____	_____
(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 WILLIAM P GOLDMAN AND BROTHERS FOUNDATION INC	Employer identification number 13-6163100
--	---

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

Additional Data

Software ID: 11000218
Software Version: 2011.0.0
EIN: 13-6163100
Name: THE WILLIAM P GOLDMAN AND BROTHERS
FOUNDATION INC

Part VI Line 7 - Tax Paid Original Return: 4500

Form 990PF - Special Condition Description:

Special Condition Description

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>				
ADL OF BNAI BRITH40 Court Street Boston MA 02108 Boston, MA 02108			SUPPORT	2,500
ALZHEIMER'S ASSOCIATION360 Lexington Avenue New York, NY 10017			SUPPORT	5,000
AMER GATHERING JEWISH HOLOCAUST SUR122 West 30 Street New York, NY 10001			SUPPORT	5,000
AMERICAN-ISRAEL FRIENDSHIP LEAGUE134 East 39th Street New York, NY 10016			SUPPORT	2,500
AMERICAN CIVIL LIBERTIES UNION FOUN211 Congress Street 3rd Fl Boston, MA 02119			SUPPORT	2,500
AMERICAN FRIENDS MAGEN DAVID ADOM29 Gray Birch Terrace Newton, MA 02460			SUPPORT	5,000
AMERICAN FRIENDS OF MEIR PANIM5316 New Utrecht Avenue Brooklyn, NY 11219			SUPPORT	5,000
AMERICAN INSTITUTE FOR CANCER RESEA1759 R Street NW Washington, DC 20077			SUPPORT	1,500
AMERICAN ISRAELI LIGHTHOUSE INC20 East 46 Street New York, NY 10017			SUPPORT	1,000
AMERICAN JEWISH COMMITTEE 126 High Street Boston, MA 02110			SUPPORT	25,900
AMERICAN JEWISH HISTORICAL SOCIETY15 West 16th Street New York, NY 10011			SUPPORT	500
AMERICAN JEWISH WORLD SERVICE45 West 36th Street New York, NY 10018			SUPPORT	2,500
AMERICAN SOCIETY FOR YAD VASEMPO Box 170305 Milwaukee, WI 53217			SUPPORT	2,500
ARTHRITIS FOUNDATION29 Crafts Street 450 Newton, MA 02458			SUPPORT	2,500
BELMONT DAY SCHOOL55 Day School Lane Belmont, MA 02478			SUPPORT	1,000
BELMONT HILL SCH DARREN GALLUP MEMO350 Prospect Street Belmont, MA 02478			SUPPORT	500
BELLMONT HILL SCHOOL ANNUAL FUND350 Prospect Street Belmont, MA 02478			SUPPORT	500
BETH MIDRASH GOVAHA617 Sixth Street Lakewood, NJ 08701			SUPPORT	2,500
BOSTON JEWISH FILM FESTIVAL 1001 Watertown Street West Newton, MA 02465			SUPPORT	1,200
BROWN UNIVERSITYAnnual Fund Box 1893 Providence, RI 02903			SUPPORT	1,000
CAMERAPO Box 35040 Boston, MA 02135			SUPPORT	5,000
CHABAD CHAI CENTER OF BROOKLINE105 St Paul Street Brookline, MA 02446			SUPPORT	2,500
CHABAD OF ROSLYN75 Powerhouse Rd Roslyn Heights, NY 11577			SUPPORT	5,000
CHAI LIFELINE INC151 West 30th Street New York, NY 10001			SUPPORT	5,000
CHAMAH27 William Street New York, NY 10005			SUPPORT	5,000
COMBINED JEWISH PHILANTHROPIES126 High Street Boston, MA 02110			SUPPORT	20,000
CONGREGATION AHAVAS ACHIM ZEMACH ZE1546 46 Street Brooklyn, NY 11219			SUPPORT	2,000
CONGREGATION ANSHEI LIOZNA 1603 41st Street Brooklyn, NY 11218			SUPPORT	5,000
CONGREGATION KEREM SHALOM PO Box 1646 Concord, MA 01742			SUPPORT	1,900
DANA FARBER CANCER INSTITUTE10 Brookline Plase West 6th Fl Brookline, MA 02445			SUPPORT	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 Paid during the year				
DOROT INC171 West 85 Street New York, NY 10024			SUPPORT	4,500
EDUCATIONAL INSTITUTE OHOLEI TORAH667 Eastern Parkway Brooklyn, NY 11213			SUPPORT	2,500
EZRAT ISRAEL INC806 Eastern Parkway Brooklyn, NY 11213			SUPPORT	5,000
FACING HISTORY AND OURSELVES16 Hurd Road Brookline, MA 02445			SUPPORT	1,000
FRIENDS NEW ENGLAND HOLOCAUST MEMOR126 High Street Boston, MA 02110			SUPPORT	1,000
FRIENDS OF ISRAEL DISABLED VETERANS1133 Broadway Suite 232 New York, NY 10010			SUPPORT	1,000
FRIENDS OF JEWISH RENEWAL IN POLAND3700 Wilshire Blvd Sutie 957 Los Angeles, CA 90010			SUPPORT	500
FRIENDS OF THE FORUM4116 N Kennicott Arlington Heights, IL 60004			SUPPORT	1,000
FRIENDS OF THE ISRAEL DEFENSE FORCE154 Wells Avenue Newton, MA 02459			SUPPORT	1,000
HOME OF THE SAGES IN ISRAEL 25 Bialystoker Place New York, NY 10002			SUPPORT	500
Israel Guide Dog Center for the Bli 732 S Settlers Circle Circle Warrington, PA 18976			SUPPORT	5,000
JEWISH BRAILLE INSTITUTE INTERNATIO110 East 30th Street New York, NY 10016			SUPPORT	2,500
JEWISH FOUNDATION FOR THE RIGHTEOUS305 Seventh Avenue New York, NY 10001			SUPPORT	2,500
JEWISH NATIONAL FUND77 Franklin Street Boston, MA 02110			SUPPORT	5,000
JEWISH POLICY CENTER50 F Street NW Washington, DC 20001			SUPPORT	1,000
JEWISH WAR VETERANS OF THE USA INC1811 R Street Washington, DC 20009			SUPPORT	1,000
JUNIOR ACHIEVEMENT OF NY INC 205 East 42nd Street New York, NY 10017			SUPPORT	5,000
LEGAL AID SOCIATY OF SAN DIEGO110 S Euclid Avenue S San Diego, CA 92114			SUPPORT	500
MACHNE ISRAEL INC770 Eastern Parkway Brooklyn, NY 11213			SUPPORT	10,000
MANCHESTER COMMUNITY THEATRE PLAYER698 Beech Street Manchester, NH 03104			SUPPORT	2,500
MARTIN LUTHER KING NATIONAL MEMORIAPO Box 96071 Washington, DC 20077			SUPPORT	250
MAYYIM HAYYIM1838 Washington Street Newton, MA 02466			SUPPORT	250
MEMORIAL SLOAN KETTERING CANCER CEN1275 York Avenue New York, NY 10021			SUPPORT	5,000
MESIVTA YESHIVA RABBI CHAIM BERLIN1605 Coney Island Avenue Brooklyn, NY 11230			SUPPORT	2,500
MESIVTHA TIFERETH JERUSALEM OF AMER145 East Broadway New York, NY 10002			SUPPORT	2,500
MIDDLE EAST FORUM1500 Walnut Street Philadelphia, PA 19102			SUPPORT	2,000
NATIONAL JEWISH HEALTH271 Madison Avenue New York, NY 10016			SUPPORT	2,500
NATIONAL YIDDISH BOOK CENTER1021 West Street Amherst, MA 01002			SUPPORT	1,000
NEW SECTOR ALLIANCE99 Chauncy Street Boston, MA 02111			SUPPORT	500
NORTH AMERICAN COUNCIL MUSEUM POLIS401 Broadway New York, NY 10013			SUPPORT	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>				
NYU HOSPITAL FOR JOINT DISEASES301 East 17th Street New York, NY 10003			SUPPORT	20,000
OHR HALIMUD1681 42nd Street Brooklyn, NY 11204			SUPPORT	2,500
ORPHAN POOR SICK FUND824 Eastern Parkway Brooklyn, NY 11213			SUPPORT	5,000
P'EYLIM LEV'ACHIM1034 East 12 Street Brooklyn, NY 11230			SUPPORT	1,000
SIMON WIESENTHAL CENTER1399 S Roxbury Drive Los Angeles, CA 90035			SUPPORT	2,500
SKIDMORE COLLEGE815 North Broadway Saratoga Springs, NY 12866			SUPPORT	2,500
SOUTHERN POVERTY LAW CENTER400 Washington Ave Montgomery, AL 36104			SUPPORT	7,500
THE ACADEMY FOR JEWISH RELIGION6301 Riverdale Avenue Riverdale, NY 10471			SUPPORT	1,000
THE HEBREW FREE BURIAL ASSOCIATION224 West 35th Street New York, NY 10001			SUPPORT	5,000
THE KENNETH B SCHWARTZ CENTER205 Portland Street Boston, MA 02114			SUPPORT	5,000
THE ROGOSIN INSTITUTE505 East 70 Street New York, NY 10021			SUPPORT	5,000
UJA FEDERATION OF NEW YORK130 East 59 Street New York, NY 10022			SUPPORT	10,000
UJA FEDERATION OF NORTHERN NEW JERS111 Kinderkamack Rd Riverdge, NJ 07661			SUPPORT	1,800
UNITED LUBAVITCHER YESHIVOTH841-853 Ocean Parway Brooklyn, NY 11230			SUPPORT	20,000
US HOLOCAUST MEMORIAL MUSEUMPO Box 90998 Washington, DC 20090			SUPPORT	5,000
VISITING NURSE SERVICE OF NEW YORK107 East 70 Street New York, NY 10021			SUPPORT	1,000
WBUR890 Commonwealth Avenue Boston, MA 02215			SUPPORT	500
WESLEYAN UNIVERSITY318 High Street Middletown, CT 06459			SUPPORT	5,000
WORLD JEWISH CONGRESS FOUNDATIONPO Box 90400 Washington, DC 20090			SUPPORT	5,000
YAD CHESSED CHARITY FUND46 Columbia Street Brookline, MA 02446			SUPPORT	7,500
YIVO15 West 16th Street New York, NY 10011			SUPPORT	1,000
AMERICAN FRIENDS OF NGO MONITOR INPMB 309 100 SPRINGDALE ROAD STE A3 CHERRY HILL, NJ 08003			SUPPORT	1,000
AMERICAN BONE MARROW DONOR REGISTRY3111 LOS FELIZ AVE 206 LOS ANGELES, CA 90039			SUPPORT	1,000
CHABAD OF NORTHWEST BERGEN COUNTY375 PULIS AVE FRANKLIN LAKES, NJ 07417			SUPPORT	1,100
CLEARBROOK1835 WEST CENTRAL ROAD ARLINGTON HEIGHTS, IL 60005			SUPPORT	5,000
COLBY FUND4320 MAYFLOWER HILL WATERVILLE, ME 04901			SUPPORT	500
CONGREGATION BETH EL SUDBURY CUBAC/O LINDA AND GARY HIRSCH 7 HIGHGAT WAYLAND, MA 01778			SUPPORT	250
FRIENDS OF WESTERN GALILEE HOSPITAL315 MADISON AVE SUITE 901 NEW YORK, NY 10017			SUPPORT	500
GEORGE WASHINGTON INST RELIGIOUS FR50 BROAD STREET SUITE 1137 NEW YORK, NY 10004			SUPPORT	500
GLENKIRK3504 COMMERCIAL AVE NORTHBROOK, IL 60062			SUPPORT	1,500

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 Paid during the year				
JCAM CHARITABLE FOUNDATION 189 WELLS AVE NEWTON CENTRE,MA 02459			SUPPORT	5,000
JEWISH COUNCIL PUBLIC AFFAIRS PO BOX 1415 NEW YORK,NY 10156			SUPPORT	250
JEWISH DEAF RESOURCE CENTER PO BOX 318 HARTSDALE,NY 10530			SUPPORT	1,000
JEWISH FAMILY CHILDREN'S SERVICE1430 MAIN STREET WALTHAM,MA 02451			SUPPORT	5,000
JEWISH FUNDS FOR JUSTICE PJA 330 7TH AVE 19TH FLOOR NEW YORK,NY 10001			SUPPORT	1,000
LAWRENCE ACADEMYPO BOX 992 GROTON,MA 01450			SUPPORT	500
METZILAH CENTER317 MADISON AVE SUITE 607 NEW YORK,NY 10017			SUPPORT	500
NARAL PRO-CHOICE AMERICA FOUNDATION1156 15TH STREET NW WASHINGTON,DC 20005			SUPPORT	1,000
ONE BY ONEPO BOX 1709 BROOKLINE,MA 02446			SUPPORT	500
ONE FAMILY FUNDPO BOX 822732 PHILADELPHIA,PA 19182			SUPPORT	5,000
PLANNED PARENTHOOD FEDERATION AMERI434 WEST 33RD STREET NEW YORK,NY 10001			SUPPORT	2,500
THE DAVID PROJECTPO BOX 52390 BOSTON,MA 02205			SUPPORT	1,000
THE GREATER BOSTON FOOD BANK PO BOX 55860 BOSTON,MA 02205			SUPPORT	100
THE VILNA SHUL18 PHILLIPS STREET BOSTON,MA 02114			SUPPORT	250
UCSJ UNION OF COUNCILS FOR JEWSPO BOX 11676 WASHINGTON,DC 20008			SUPPORT	1,000
WGBHPO BOX 55875 BOSTON,MA 02205			SUPPORT	250
Total ▶ 3a				342,600

TY 2011 Accounting Fees Schedule**Name:** THE WILLIAM P GOLDMAN AND BROTHERS FOUNDATION INC**EIN:** 13-6163100**Software ID:** 11000218**Software Version:** 2011.0.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ROCCO J RICCIARDI	4,500			

TY 2011 General Explanation Attachment

Name: THE WILLIAM P GOLDMAN AND BROTHERS FOUNDATION INC

EIN: 13-6163100

Software ID: 11000218

Software Version: 2011.0.0

Identifier	Return Reference	Explanation
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**TY 2011 Investments Corporate
Bonds Schedule****Name:** THE WILLIAM P GOLDMAN AND BROTHERS FOUNDATION INC**EIN:** 13-6163100**Software ID:** 11000218**Software Version:** 2011.0.0

Name of Bond	End of Year Book Value	End of Year Fair Market Value
GENERAL ELECTRIC 5.25% 03/15/2020	1,529,595	1,529,595
GE CAPITAL 5.00% 05/15/1930	729,480	729,480

**TY 2011 Investments Corporate
Stock Schedule****Name:** THE WILLIAM P GOLDMAN AND BROTHERS FOUNDATION INC**EIN:** 13-6163100**Software ID:** 11000218**Software Version:** 2011.0.0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
6920 shares of CITIGROUP 6 PFD	148,157	148,157
2000 shares of PLC 7.75 PFD	50,200	50,200
40000 shares of JP MORGAN CHASE 5.88 PFD	1,000,400	1,000,400
275000 shares of GEORGIA POWER 6.50	30,140	30,140
40000 shares of GOLDMAN SACHS 6.125	990,800	990,800
8000 shares of GULF POWER 5.750 PFD	234,000	234,000
18000 shares of GOLDMAN SACHS 6.50	450,900	450,900

TY 2011 Investments Government Obligations Schedule

Name: THE WILLIAM P GOLDMAN AND BROTHERS FOUNDATION INC

EIN: 13-6163100

Software ID: 11000218

Software Version: 2011.0.0

US Government Securities - End of

Year Book Value:

1,779,249

US Government Securities - End of

Year Fair Market Value:

1,779,249

**State & Local Government
Securities - End of Year Book
Value:**

**State & Local Government
Securities - End of Year Fair
Market Value:**

TY 2011 Other Assets Schedule**Name:** THE WILLIAM P GOLDMAN AND BROTHERS FOUNDATION INC**EIN:** 13-6163100**Software ID:** 11000218**Software Version:** 2011.0.0

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
ACCRUED INTEREST DIVIDENDS	70,052	53,937	53,937
PREPAID FEDERAL EXCISE TAX		821	821

TY 2011 Other Expenses Schedule**Name:** THE WILLIAM P GOLDMAN AND BROTHERS FOUNDATION INC**EIN:** 13-6163100**Software ID:** 11000218**Software Version:** 2011.0.0

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MISCELLANEOUS FEES	264			
CHAR FEE	250			

TY 2011 Other Income Schedule

Name: THE WILLIAM P GOLDMAN AND BROTHERS FOUNDATION INC

EIN: 13-6163100

Software ID: 11000218

Software Version: 2011.0.0

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
RESIDUAL ROYALTIES B GOLDMAN EST	372		

TY 2011 Other Increases Schedule

Name: THE WILLIAM P GOLDMAN AND BROTHERS FOUNDATION INC

EIN: 13-6163100

Software ID: 11000218

Software Version: 2011.0.0

Description	Amount
UNREALIZED GAIN ON INVESTMENTS	129,860

TY 2011 Taxes Schedule**Name:** THE WILLIAM P GOLDMAN AND BROTHERS FOUNDATION INC**EIN:** 13-6163100**Software ID:** 11000218**Software Version:** 2011.0.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX	3,679	0	0	0