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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

OMB No 1545-0052

2011**Note.** The foundation may be able to use a copy of this return to satisfy state reporting requirements**For calendar year 2011 or tax year beginning****, 2011, and ending****, 20**

Name of foundation Rich Family Foundation		A Employer identification number 16-6026199						
Number and street (or P.O. box number if mail is not delivered to street address) PO Box 245	Room/suite	B Telephone number (see instructions) 716-878-8000						
City or town, state, and ZIP code Buffalo, NY 14240		C If exemption application is pending, check here <input type="checkbox"/> D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>						
G Check all that apply: <table style="display: inline-table; vertical-align: top;"> <tr><td><input type="checkbox"/> Initial return</td><td><input type="checkbox"/> Initial return of a former public charity</td></tr> <tr><td><input type="checkbox"/> Final return</td><td><input type="checkbox"/> Amended return</td></tr> <tr><td><input type="checkbox"/> Address change</td><td><input type="checkbox"/> Name change</td></tr> </table>			<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity	<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return	<input type="checkbox"/> Address change	<input type="checkbox"/> Name change
<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity							
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return							
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change							
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation								
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 5,405,367 J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____								

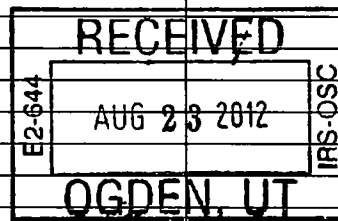
Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule). Check <input type="checkbox"/> if the foundation is not required to attach Sch. B	2,000,000			
2	Interest on savings and temporary cash investments	73	73		
3	Dividends and interest from securities	103,057	103,057		
4	Gross rents				
5	Net rental income or (loss)				
6	Net gain or (loss) from sale of assets not on line 10	153,878			
7	Gross sales price for all assets on line 6a				
8	Capital gain net income (from Part IV, line 2)		153,878		
9	Net short-term capital gain				
10	Income modifications				
11	Gross sales less returns and allowances				
12	Less: Cost of goods sold				
13	Gross profit or (loss) (attach schedule)				
14	Other income (attach schedule)	-18,612	-18,612		
15	Total. Add lines 1 through 11	2,238,396	238,396		
16	Compensation of officers, directors, trustees, etc.				
17	Other employee salaries and wages				
18	Pension plans, employee benefits				
19	Legal fees (attach schedule)				
20	Accounting fees (attach schedule)				
21	Other professional fees (attach schedule)	21,510	10,755		10,755
22	Interest	8,729	8,729		
23	Taxes (attach schedule) (see instructions)	429	429		
24	Depreciation (attach schedule) and depletion				
25	Occupancy				
26	Travel, conferences, and meetings				
27	Printing and publications				
28	Other expenses (attach schedule)	13,925	12,220		1,705
29	Total operating and administrative expenses. Add lines 13 through 23	44,593	32,133		12,460
30	Contributions, gifts, grants paid	1,761,519			1,761,519
31	Total expenses and disbursements. Add lines 24 and 25	1,806,112	32,133		1,773,979
32	Subtract line 26 from line 12.				
33	a Excess of revenue over expenses and disbursements	432,284			
34	b Net investment income (if negative, enter -0-)		206,263		
35	c Adjusted net income (if negative, enter -0-)				

For Paperwork Reduction Act Notice, see instructions.

JSA

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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		51,097	1,928,881	1,928,881
	2	Savings and temporary cash investments		1,232,826	382,171	382,171
	3	Accounts receivable ▶ <u>Short term receivable</u>				
		Less allowance for doubtful accounts ▶		0	12,455	12,455
	4	Pledges receivable ▶				
		Less allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule) ▶				
		Less allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10 a	Investments - U S and state government obligations (attach schedule)				
	b	Investments - corporate stock (attach schedule)		709,956	590,818	1,260,476
	c	Investments - corporate bonds (attach schedule)				
	11	Investments - land, buildings, and equipment basis ▶				
	Less accumulated depreciation ▶ (attach schedule)					
12	Investments - mortgage loans					
13	Investments - other (attach schedule)		2,347,766	1,859,604	1,821,384	
14	Land, buildings, and equipment basis ▶					
	Less accumulated depreciation ▶ (attach schedule)					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		4,341,645	4,773,929	5,405,367	
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)				
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>					
	27	Capital stock, trust principal, or current funds		1,123,801	1,362,282	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds		3,217,844	3,411,647	
	30	Total net assets or fund balances (see instructions)				
	31	Total liabilities and net assets/fund balances (see instructions)		4,341,645	4,773,929	

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	4,341,645
2	Enter amount from Part I, line 27a	2	432,284
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	4,773,929
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	4,773,929

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 SEE ATTACHED SCHEDULE					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
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					
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	153,878	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8			3		

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	1,869,871	5,702,898	0.3279
2009	1,549,486	5,751,848	0.2694
2008	1,273,810	7,089,040	0.1797
2007	788,341	7,593,378	0.1038
2006	715,156	6,607,521	0.1082
2 Total of line 1, column (d)			2 0.9890
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 0.1978
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			4 4,670,525
5 Multiply line 4 by line 3			5 923,830
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 2,063
7 Add lines 5 and 6			7 925,893
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions			8 1,773,979

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	2,063
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	2,063
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	2,063
6 Credits/Payments			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	3,893	
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	3,893	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	1,830	
11 Enter the amount of line 10 to be Credited to 2012 estimated tax <input checked="" type="checkbox"/> 1,830 Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input checked="" type="checkbox"/> \$ 0 (2) On foundation managers <input checked="" type="checkbox"/> \$ 0		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ 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		X
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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N	A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
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?	X	
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	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> NEW YORK		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
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)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>ROBERT E. RICH, JR.</u> Telephone no. <u>716-878-8000</u> Located at <u>ONE ROBERT RICH WAY, P.O. BOX 245, BUFFALO, NEW YORK</u> ZIP + 4 <u>14240-0245</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u>			
16	At any time during calendar year 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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country <u></u>	16	Yes	No X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	N A
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? <input type="checkbox"/>	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years <u></u>		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) <input type="checkbox"/>	2b	N A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u></u>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 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.) <input type="checkbox"/>	3b	N A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/>	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011? <input type="checkbox"/>	4b	X

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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 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 instructions)?

5b N A

Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?☐ Yes ☒ No

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

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

6b X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

7b N A

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 instructions).

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

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

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

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

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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 instructions). If none, enter "NONE."**

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

Total number of others receiving over \$50,000 for professional services ▶

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 NONE	
2	
3	
4	

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

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

	Amount
1 NONE	
2	
All other program-related investments. See instructions.	
3 NONE	

Total. Add lines 1 through 3 ▶

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

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	4,348,036
b	Average of monthly cash balances	1b	393,614
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	4,741,650
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	4,741,650
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	71,125
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,670,525
6	Minimum investment return. Enter 5% of line 5	6	233,526

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

1	Minimum investment return from Part X, line 6	1	233,526
2a	Tax on investment income for 2011 from Part VI, line 5	2a	2,063
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,063
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	231,463
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	231,463
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	231,463

Part XII Qualifying Distributions (see 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	1,773,979
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	1,773,979
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 instructions)	5	2,063
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,771,916

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				231,463
2 Undistributed income, if any, as of the end of 2011:				
a Enter amount for 2010 only				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2011:				
a From 2006 390,892				
b From 2007 415,837				
c From 2008 922,016				
d From 2009 1,262,548				
e From 2010 1,586,286				
f Total of lines 3a through e	4,577,579			
4 Qualifying distributions for 2011 from Part XII, line 4: ► \$ 1,773,979				
a Applied to 2010, but not more than line 2a . . .				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2011 distributable amount				231,463
e Remaining amount distributed out of corpus . .	1,542,516			
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	6,120,095			
b Prior years' undistributed income. Subtract line 4b from line 2b				
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 instructions				
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . .				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions) . . .	390,892			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	5,729,203			
10 Analysis of line 9:				
a Excess from 2007 415,837				
b Excess from 2008 922,016				
c Excess from 2009 1,262,548				
d Excess from 2010 1,586,286				
e Excess from 2011 1,542,516				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed			N/A		
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 foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

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

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 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:

ROBERT E RICH, JR. C/O RICH FAMILY FOUNDATION, P.O. BOX 245, BUFFALO, NEW YORK 14240-0245

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

BY FORMAL LETTER REQUEST

c Any submission deadlines:

APPLICATION (LETTER REQUEST) ACCEPTED AT ANY TIME

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

NO RESTRICTIONS IF FROM BONAFIDE CHARITABLE ORGANIZATION

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 ATTACHED SCHEDULE				1,761,519
Total			3a	1,761,519
b Approved for future payment NONE				
Total			3b	

Enter gross amounts unless otherwise indicated.

(See worksheet in line 13 instructions 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 foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)
▼	

JSA
1E1492 1 000

<p>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?</p> <p>a Transfers from the reporting foundation to a noncharitable exempt organization of:</p> <p>(1) Cash</p> <p>(2) Other assets</p> <p>b Other transactions:</p> <p>(1) Sales of assets to a noncharitable exempt organization</p> <p>(2) Purchases of assets from a noncharitable exempt organization</p> <p>(3) Rental of facilities, equipment, or other assets</p> <p>(4) Reimbursement arrangements</p> <p>(5) Loans or loan guarantees</p> <p>(6) Performance of services or membership or fundraising solicitations</p> <p>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> <p>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.</p>		Yes	No
	1a(1)		X
	1a(2)		X
	1b(1)		X
	1b(2)		X
	1b(3)		X
	1b(4)		X
	1b(5)		X
	1b(6)		X
	1c		X

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

Signature of officer or trustee

8/8/2012

Date _____

TREASURER

Title

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

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date _____

Check <input type="checkbox"/> if self-employed	PTIN
---	------

Firm's name ▶

Firm's EIN ►

Firm's address ►

Phone no

Schedule of Contributors

OMB No 1545-0047

2011

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

Name of the organization

Employer identification number

Rich Family Foundation

16-6026199

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 33 1/3 % 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, total 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 total 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 on line H of its Form 990-EZ or on Part I, 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

Rich Family Foundation

Employer identification number

16-6026199

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) Total contributions	(d) Type of contribution
1	RICH PRODUCTS CORPORATION ONE ROBERT RICH WAY, PO BOX 245 BUFFALO, NEW YORK 14240-0245	\$ 2,000,000	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

RICH FAMILY FOUNDATION
2011
FORM 990PF

PART I-LINE 1-CONTRIBUTIONS RECEIVED

RICH PRODUCTS CORPORATION	2,000,000
	<u>2,000,000</u>

	<u>PER BOOKS</u>	<u>NET INV. INCOME</u>
<u>PART I-LINE 11-OTHER INCOME</u>		
ORDINARY LOSS FROM PARTNERSHIP	(18,612)	(18,612)

	<u>PER BOOKS</u>	<u>NET INV. INCOME</u>	<u>CHARITABLE ACTIVITIES</u>
<u>PART I-LINE 16c-OTHER PROFESSIONAL FEES</u>			
INVESTMENT FEES	21,510	10,755	10,755

<u>PART I-LINE 18-TAXES</u>			
FOREIGN INCOME TAXES-INVESTMENTS	429	429	0
	<u>429</u>	<u>429</u>	<u>0</u>

PART I-LINE 23-OTHER EXPENSES

DEDUCTIONS RELATED TO PORTFOLIO INCOME-PARTNERSHIP	10,514	10,514	0
IRS EXCISE TAX	3,000	1,500	1,500
STATE ANNUAL FILING FEE-NEW YORK	250	125	125
STATE ANNUAL FILING FEE-DELAWARE	161	81	80
	<u>13,925</u>	<u>12,220</u>	<u>1,705</u>

RICH FAMILY FOUNDATION
2011
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BEG OF YEAR BOOK VALUE	END OF YEAR BOOK VALUE	END OF YEAR FAIR MKT VAL
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PART II-LINE 10B-CORPORATE STOCK

ABBOTT LABS-1,000 SH	23,048	23,048	56,230
AGILENT TECHNOLOGIES-800 SH	28,610	28,610	27,944
AMERICAN INTERNATIONAL GROUP-25 SH	28,518	28,518	580
AMERICAN INTERNATIONAL GROUP WARRENTS-13	0	211	72
AMGEN, INC -2,000 SH	26,353	26,353	128,420
AT&T CORP NEW-116 SH	5,360	5,360	3,508
ATMEL CORP -4,000 SH	25,739	25,739	32,400
BAXTER INTERNATIONAL-500 SH	14,861	14,861	24,740
BRISTOL MYERS SQUIBB-750 SH	34,951	34,951	26,430
COLGATE PALMOLIVE-1,000 SH	51,170	51,170	92,390
COMCAST CORP NEW-1,125 SH	24,395	24,395	26,674
CORNING, INC -1,500 SH	12,784	12,784	19,470
DUPONT DE NEMOURS-1,000 SH	10,151	10,151	45,780
EASTMAN CHEMICAL-750 SH	41,461	41,461	58,590
FAIRPOINT COMMUNICATIONS-14 SH	113	0	0
FRONTIER COMMUNICATIONS-180 SH	298	298	927
GENERAL ELECTRIC-500 SH	17,662	17,662	8,955
HEWLETT PACKARD CO -1,600 SH	7,284	7,284	41,216
INTEL CORP -1,600 SH	12,900	12,900	38,800
IBM CORP -750 SH	64,015	64,015	137,910
INTERNATIONAL PAPER CO -500 SH	16,822	16,822	14,800
INTERPUBLIC GROUP OF COS INC -1,500 SH	18,955	18,955	14,595
JDS UNIPHASE-31 SH	9,915	9,915	323
JOHNSON & JOHNSON-600 SH	17,394	17,394	39,348
JP MORGAN CHASE-300 SH	11,155	0	0
MEDTRONIC, INC -750 SH	23,485	0	0
MERCK & CO -500 SH	15,479	15,479	18,850
MOTOROLA, INC -1,250 SH	24,693	0	0
NOKIA CORP ADR-5,000 SH	12,796	0	0
PFIZER, INC -14,794 SH	45,453	45,453	320,142
PROCTER & GAMBLE COMPANY-200 SH	29,669	8,117	13,342
3M CO -300 SH	23,818	0	0
VERIGY, LTD -97 SH	1,737	0	0
VERIZON COMMUNICATIONS-750 SH	24,114	24,114	30,090
WEST PHARMACEUTICAL SERVICES-1,000 SH	4,798	4,798	37,950
TOTALS	709,956	590,818	1,260,476

PART II-LINE 13-OTHER INVESTMENTS

PRUD MNYMRT ASSETS FUND-98,961 10 SH	98,961	0	0
ALAN STEINBERG PARTNERSHIP	1,492,882	0	0
ARTIO INTERNATIONAL EQUITY FUND II A-11,180 583 SH	151,130	152,770	106,327
DELAWARE INT'L VALUE EQUITY FD-1,946 081 SH	31,043	31,412	20,220
ISHARES BARCLAYS TIPS BOND FUND-1,300 SH	125,156	125,156	151,697
RYDEX HEDGED EQUITY FUND H-26 708 SH	534	538	594
THORNBURG INT'L VALUE FUND-1,133 167 SH	25,244	25,561	27,264
SPDR BARCLAYS AGGREGATE CAPITAL BOND ETF-1,000 SH	54,054	54,054	57,898
SPDR BARCLAYS CAPITAL INTER TERM TREASURY ETF-1,000 SH	58,296	58,296	61,050
SPDR BARCLAYS 1-3 MO T-BILL ETF-1,000 SH	45,889	45,889	45,830
SPDR GOLD TRUST-500 SH	59,148	59,148	75,995
IQ HEDGE MULTI STRAT ETF-4,000 SH	53,505	109,094	108,320
IQ INDEX TRUST ETF (GRES)-2,000 SH	53,041	53,041	56,040
IQ INDEX TRUST ETF (CPI)-3,000 SH	76,074	76,074	78,000
SPDR SERIES TRUST DB INTERNATIONAL BOND ETF-1,000 SH	0	62,109	56,750
VANGUARD DIV APPRECIATION-1,500 SH	0	83,678	81,975
WISDOMTREE DREYFUS EMERGING CURRENCY ETF-4,000 SH	0	93,209	78,800
PIMCO FOREIGN BOND FUND-9,194 461 SH	0	100,915	100,128
PIMCO TOTAL RETURN FUND-49,932,242 SH	0	547,770	542,764
GOLDMAN SACHS ABSOLUTE FUND-16,986 559 SH	0	158,000	151,180
LORD ABBETT AFFILIATED FUND-1,949 937 SH	22,809	22,890	20,552
TOTALS	2,347,766	1,859,604	1,821,384

RICH FAMILY FOUNDATION

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PART IV 1e-CAPITAL GAINS AND LOSSES

(A) <u>DESCRIPTION</u>	(B) <u>HOW ACQUIRED</u>	(C) <u>DATE ACQUIRED</u>	(D) <u>DATE SOLD</u>	(E) <u>SALES PRICE</u>	(F) <u>DEPRECIATION ALLOWED</u>	(G) <u>COST OR BASIS</u>	(H) <u>GAIN/ (LOSS)</u>
Short Term Capital Gain - The Alan Steinberg Partnership	P	Various	2011	0	0	(2,456)	2,456
Long Term Capital Loss - The Alan Steinberg Partnership	P	Various	2011	0	0	1,645	(1,645)
Long Term Capital Gain - The Alan Steinberg Partnership	P	6/17/1986	12/31/2011	1,610,098	0	1,483,855	126,243
Fairport Communications - 14 shares	P	1/19/2006	1/31/2011	0	0	113	(113)
Motorola Mobility - .25 shares	P	1/19/2006	1/4/2011	8	0	17	(9)
Motorola Solutions - .5714 shares	P	1/19/2006	1/5/2011	23	0	46	(23)
AIG Warrants - .3483 shares	P	1/19/2006	1/20/2011	6	0	6	0
Verigy LTD - 97 shares	P	1/19/2006	7/8/2011	1,455	0	1,737	(282)
Nokia - 5,000 shares	P	1/19/2006	7/21/2011	30,697	0	12,796	17,901
JP Morgan - 300 shares	P	1/19/2006	7/25/2011	12,463	0	11,155	1,308
Medtronic Inc - 750 shares	P	1/19/2006	7/25/2011	27,495	0	23,485	4,010
Motorola Mobility Hldgs - 156 shares	P	1/19/2006	7/25/2011	3,755	0	10,416	(6,661)
Motorola Solutions, Inc. - 178 shares	P	1/19/2006	7/25/2011	8,033	0	14,214	(6,181)
Proctor & Gamble - 531 shares	P	1/19/2006	7/25/2011	33,827	0	29,669	12,275
3M Company - 300 shares	P	1/19/2006	7/25/2011	28,417	0	23,818	4,599
				<u>1,756,277</u>	<u>0</u>	<u>1,610,516</u>	<u>153,878</u>

RICH FAMILY FOUNDATION
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PART VIII- INFORMATION ABOUT OFFICERS, DIRECTORS

(a) Name and address	(b) Title & Avg. hours/week	(c) Compensation	(d) Contributions to benefit plans	(e) Expense account
Robert E. Rich, Jr. P.O. Box 245, Buffalo, NY 14240	Chairman As required	0	0	0
Melinda Rich P.O. Box 245, Buffalo, NY 14240	President As required	0	0	0
Mary Pat O'Connor P.O. Box 245, Buffalo, NY 14240	Exec. Director & Secretary As required	0	0	0
Joseph W. Segarra P.O. Box 245, Buffalo, NY 14240	Treasurer As required	0	0	0

Rich Family Foundation FEIN:16-6026199
Form 990PF-Schedule XV-2011 Contributions Paid

Date	Check Number	Name and Address	If Individual, Relationship	If Foundation, Status	Purpose of Contribution	Amount
01/04/11	7019	Mariners Hospital Foundation, Tavernier, FL	N/A	Public	Corporate Sponsorship	\$3,800 00
01/04/11	7020	United Way of Buffalo and Erie County, Buffalo, NY	N/A	N/A	Quarterly Donation	\$9,500 00
01/07/11	7021	WNY United Against Drug & Alcohol Abuse Foundation, Cheektowaga, NY	N/A	Public	Monthly Donation	\$3,000 00
01/11/11	7022	The Billfish Foundation, Fort Lauderdale, FL	N/A	Public	Memorial Donation	\$1,000 00
01/13/11	7023	Voices for Florida Keys Children, Islamorada, FL	N/A	N/A	Corporate Sponsorship	\$130 00
02/01/11	7024	WNY United Against Drug & Alcohol Abuse Foundation, Cheektowaga, NY	N/A	Public	Monthly Donation	\$3,000 00
02/02/11	7025	The Don Hawley Foundation, Islamorada, FL	N/A	Public	Corporate Sponsorship	\$1,000 00
02/11/11	7026	Roswell Park Alliance Foundation, Buffalo, NY	N/A	Public	Annual Donation	\$10,000 00
02/11/11	7027	Rock and Roll Hall of Fame & Museum, Inc., Cleveland, OH	N/A	N/A	Annual Donation	\$8,700 00
02/18/11	7028	Kelly for Kids Foundation, Williamsville, NY	N/A	Private	Corporate Sponsorship	\$5,000 00
02/18/11	7029	International Game Fish Association, Inc., Dania Beach, FL	N/A	N/A	Corporate Sponsorship	\$10,000 00
02/28/11	7030	Catholic Charities of Buffalo, Buffalo, NY	N/A	N/A	Annual Donation	\$3,000 00
02/28/11	7031	The Franciscan Center, Buffalo, NY	N/A	N/A	Memorial Donation	\$100 00
03/04/11	7032	WNY United Against Drug & Alcohol Abuse Foundation, Cheektowaga, NY	N/A	Public	Monthly Donation	\$3,000 00
03/04/11	7035	Tectonic Theater Project, Inc., New York, NY	N/A	N/A	General Donation	\$662 00
03/10/11	7037	Boys and Girls Clubs of Grand Rapids, Grand Rapids, MI	N/A	N/A	General Donation	\$500 00
03/10/11	7038	Hilbert College Refugee Assistance Program, Hamburg, NY	N/A	N/A	General Donation	\$500 00
03/11/11	7039	Island Christian School, Islamorada, FL	N/A	N/A	Annual Donation	\$10,000 00
03/11/11	7040	Coral Shores High School, Tavernier, FL	N/A	N/A	Annual Donation	\$10,000 00
03/11/11	7041	Juvenile Diabetes Research Foundation, Buffalo, NY	N/A	Public	Corporate Sponsorship	\$1,500 00
03/11/11	7042	The City Club of Cleveland, Cleveland, OH	N/A	N/A	General Donation	\$300 00
03/15/11	7044	Buffalo Sabres Foundation, Buffalo, NY	N/A	Public	Corporate Sponsorship	\$1,500 00
03/15/11	7045	Susan G. Komen for the Cure, Dallas, TX	N/A	N/A	General Donation	\$10,000 00
03/18/11	7046	Theatre and Arts Foundation of San Diego County, La Jolla, CA	N/A	Public	Memorial Donation	\$500 00
03/23/11	7047	The George Bush Presidential Library Foundation, College Station, TX	N/A	Public	General Donation	\$10,000 00
03/23/11	7049	Frozen Food Industry Memorial Scholarship Foundation, Harrisburg, PA	N/A	Public	Annual Donation	\$5,000 00
03/23/11	7050	National Restaurant Association Foundation, Chicago, IL	N/A	Public	Annual Donation	\$10,000 00
03/24/11	7051	WNED Foundation, Buffalo, NY	N/A	Public	Annual Donation	\$200 00
03/29/11	7052	Theatre and Arts Foundation of San Diego County, La Jolla, CA	N/A	Public	Annual Donation	\$25,000 00
03/31/11	7053	University of Buffalo Foundation, Inc., Buffalo, NY	N/A	Public	Annual Donation	\$8,334 00
04/01/11	7054	WNY United Against Drug & Alcohol Abuse Foundation, Cheektowaga, NY	N/A	Public	Monthly Donation	\$3,000 00
04/07/11	7055	Buffalo Sabres Foundation, Buffalo, NY	N/A	Public	Corporate Sponsorship	\$5,000 00
04/07/11	7056	Buffalo Public Schools Foundation, Buffalo, NY	N/A	Public	Corporate Sponsorship	\$239 23
04/07/11	7058	United Way of Buffalo and Erie County, Buffalo, NY	N/A	N/A	Quarterly Donation	\$9,750 00
04/07/11	7059	Child and Family Services, Buffalo, NY	N/A	N/A	General donation	\$1,600 00
04/14/11	7060	The Leukemia & Lymphoma Society of WNY, Williamsville, NY	N/A	N/A	Corporate Sponsorship	\$5,000 00
04/14/11	7061	The Women & Children's Hospital of Buffalo Foundation, Buffalo, NY	N/A	Public	Corporate Sponsorship	\$2,500 00
04/21/11	7062	Lothlorien Therapeutic Riding Center, Inc., East Aurora, NY	N/A	N/A	General Donation	\$200 00
04/21/11	7063	Lawrence D. Jacobs Memorial Foundation, Buffalo, NY	N/A	Public	Corporate Sponsorship	\$5,000 00
05/02/11	7064	College of Coastal Georgia Foundation, Brunswick, GA	N/A	Public	Annual Donation	\$10,000 00
05/03/11	7065	WNY United Against Drug & Alcohol Abuse Foundation, Cheektowaga, NY	N/A	Public	Monthly Donation	\$3,000 00
05/06/11	7066	D'Youville College, Buffalo, NY	N/A	N/A	Annual Donation	\$5,000 00
05/12/11	7067	Police Athletic League of Buffalo, Buffalo, NY	N/A	N/A	Corporate sponsorship	\$1,000 00
05/12/11	7068	St. Luke's Mission of Mercy, Buffalo, NY	N/A	N/A	Memorial Donation	\$500 00
05/18/11	7069	Charity Water, New York, NY	N/A	N/A	Corporate Sponsorship	\$1,000 00
05/23/11	7070	Niagara Hospice, Lockport, NY	N/A	N/A	Memorial Donation	\$150 00
05/23/11	7073	Buffalo International Horse Show, Buffalo, NY	N/A	N/A	Corporate Sponsorship	\$250 00
05/27/11	7074	Canisius College, Buffalo, NY	N/A	N/A	Annual Donation	\$5,000 00
05/27/11	7076	Shea's Performing Arts Center, Buffalo, NY	N/A	N/A	Annual donation	\$1,600 00
05/27/11	7077	The Animal Assistance League of Orange County, Midway City, CA	N/A	N/A	Memorial Donation	\$200 00
06/01/11	7079	WNY United Against Drug & Alcohol Abuse Foundation, Cheektowaga, NY	N/A	Public	Monthly Donation	\$3,000 00
06/06/11	7080	Buffalo Public Schools Foundation, Buffalo, NY	N/A	Public	Corporate Sponsorship	\$1,076 90
06/06/11	7081	Buffalo Public Schools Foundation, Buffalo, NY	N/A	Public	Corporate Sponsorship	\$1,579 70
06/06/11	7082	Buffalo Public Schools Foundation, Buffalo, NY	N/A	Public	Corporate Sponsorship	\$23,000 00
06/13/11	7083	Global Child Nutrition Foundation, National Harbor, MD	N/A	Public	General Donation	\$2,000 00
06/24/11	7084	Hospice of Palm Beach County, West Palm Beach, FL	N/A	N/A	Memorial Donation	\$1,000 00
07/01/11	7085	WNY United Against Drug & Alcohol Abuse Foundation, Cheektowaga, NY	N/A	Public	Monthly Donation	\$3,000 00
07/01/11	7086	Boys and Girls Club of Buffalo, Buffalo, NY	N/A	N/A	Corporate Sponsorship	\$5,000 00
07/01/11	7088	United Way of Buffalo and Erie County, Buffalo, NY	N/A	N/A	Quarterly Donation	\$9,750 00
07/01/11	7089	Buffalo Public Schools Foundation, Buffalo, NY	N/A	Public	Corporate Sponsorship	\$408 99
07/01/11	7090	CEBA Baseball League, Clarence, NY	N/A	N/A	Corporate Sponsorship	\$1,116 00
07/13/11	7091	Lutheran Social Services, Worcester, MA	N/A	N/A	Corporate Sponsorship	\$5,000 00
07/13/11	7092	United Way of Pioneer Valley, Springfield, MA	N/A	N/A	Corporate Sponsorship	\$5,000 00
07/13/11	7093	American Red Cross - Pioneer Valley Chapter, Springfield, MA	N/A	N/A	Corporate Sponsorship	\$5,000 00
07/15/11	7094	Buffalo Public Schools Foundation, Buffalo, NY	N/A	Public	Corporate Sponsorship	\$135,000 00
07/27/11	7096	University of Michigan, Ann Arbor, MI	N/A	N/A	Corporate Sponsorship	\$8,779 33
08/01/11	7097	WNY United Against Drug & Alcohol Abuse Foundation, Cheektowaga, NY	N/A	Public	Monthly Donation	\$3,000 00
08/01/11	7098	Students In Free Enterprise, Springfield, MO	N/A	N/A	Annual Donation	\$100,000 00
08/04/11	7099	Buffalo Public Schools Foundation, Buffalo, NY	N/A	Public	Corporate Sponsorship	\$8 99

Rich Family Foundation FEIN:16-6026199
Form 990PF-Schedule XV-2011 Contributions Paid

Date	Check Number	Name and Address	If Individual, Relationship	If Foundation, Status	Purpose of Contribution	Amount
01/04/11	7019	Mariners Hospital Foundation, Tavernier, FL	N/A	Public	Corporate Sponsorship	\$3,800 00
08/04/11	7100	CEBA Baseball League, Clarence, NY	N/A	N/A	Corporate Sponsorship	\$800 00
08/12/11	7101	Cleveland Clinic Foundation, Cleveland, OH	N/A	Public	Annual Donation	\$200,000 00
08/12/11	7102	Hilbert College, Hamburg, NY	N/A	N/A	Annual Donation	\$10,200 00
09/01/11	7104	Upper Keys Foundation, Inc, Islamorada, FL	N/A	Public	Annual Donation	\$40,000 00
09/01/11	7105	WNY United Against Drug & Alcohol Abuse Foundation, Cheektowaga, NY	N/A	Public	Monthly Donation	\$3,000 00
09/15/11	7107	Bonefish & Tarpon Trust, Key Largo, FL	N/A	N/A	Corporate Sponsorship	\$1,350 00
09/19/11	7108	Dunkin' Donuts & Baskin Robbins Community Foundation, Canton, MA	N/A	Public	Annual Donation	\$25,000 00
09/19/11	7109	Buffalo Public Schools Foundation, Buffalo, NY	N/A	Public	Corporate Sponsorship	\$8,100 00
09/29/11	7111	Citymeals-on-Wheels, New York, NY	N/A	N/A	Memorial Donation	\$200 00
09/29/11	7112	The Hospice Foundation of WNY, Buffalo, NY	N/A	Public	Memorial Donation	\$250 00
10/03/11	7113	WNY United Against Drug & Alcohol Abuse Foundation, Cheektowaga, NY	N/A	Public	Monthly Donation	\$3,000 00
10/12/11	7115	Cleveland Clinic Foundation, Cleveland, OH	N/A	Public	Annual Donation	\$100,000 00
10/12/11	7116	United Way of Buffalo and Erie County, Buffalo, NY	N/A	N/A	Quarterly Donation	\$9,750 00
10/13/11	7117	Dream from the Heart Camp, Buffalo, NY	N/A	N/A	Corporate Sponsorship	\$200 00
10/21/11	7118	Greater Niagara Frontier Council, Buffalo, NY	N/A	N/A	Corporate Sponsorship	\$1,000 00
10/27/11	7119	Rock and Roll Hall of Fame & Museum, Inc, Cleveland, OH	N/A	N/A	Corporate Sponsorship	\$45,158 00
11/02/11	7120	WNY United Against Drug & Alcohol Abuse Foundation, Cheektowaga, NY	N/A	Public	Monthly Donation	\$3,000 00
11/10/11	7121	Buffalo Public Schools Foundation, Buffalo, NY	N/A	Public	Corporate Sponsorship	\$270 00
11/21/11	7122	Williams College Alumni Fund, Williamstown, MA	N/A	N/A	Annual Donation	\$3,000 00
12/01/11	7123	Upper Keys Foundation, Inc, Islamorada, FL	N/A	Public	Annual Donation	\$40,000 00
12/02/11	7124	Cleveland Clinic Foundation, Cleveland, OH	N/A	Public	Annual Donation	\$100,000 00
12/02/11	7125	Cleveland Clinic Foundation, Cleveland, OH	N/A	Public	Annual Donation	\$500,000 00
12/02/11	7126	Nichols School, Buffalo, NY	N/A	N/A	Annual Donation	\$100,000 00
12/02/11	7127	WNY United Against Drug & Alcohol Abuse Foundation, Cheektowaga, NY	N/A	Public	Monthly Donation	\$3,000 00
12/12/11	7128	Child and Family Services - Haven House, Buffalo, NY	N/A	N/A	Corporate Sponsorship	\$500 00
12/14/11	7129	Food Bank of WNY, Buffalo, NY	N/A	N/A	Corporate Sponsorship	\$1,200 00
12/19/11	7130	Albright-Knox Art Gallery, Buffalo, NY	N/A	N/A	Annual Donation	\$1,500 00
12/21/11	7131	Buffalo Public Schools Foundation, Buffalo, NY	N/A	Public	Corporate Sponsorship	\$3,355 92
12/21/11	7134	Islamorada Community Entertainment, Islamorada, FL	N/A	N/A	Corporate Sponsorship	\$20,000 00
12/29/11	7136	United Way of Buffalo and Erie County, Buffalo, NY	N/A	N/A	Quarterly Donation	\$9,750 00

Total Contributions paid

\$1,761,519 06