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Form **990-PF**

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

OMB No 1545-0052

**2011**Department of the Treasury  
Internal Revenue Service

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

For calendar year 2011 or tax year beginning , and ending

Name of foundation <b>POGO FAMILY FOUNDATION</b>		A Employer identification number <b>20-5989350</b>
Number and street (or P O box number if mail is not delivered to street address) <b>HANEY &amp; HECHT, 795 E LANCASTER AVE.</b>	Room/suite	B Telephone number (see instructions)
City or town, state, and ZIP code <b>VILLANOVA PA 19085</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1 Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
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		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) <b>\$ 961,818</b>	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	22,166	22,166	22,166	
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	19,845			
b	Gross sales price for all assets on line 6a	403,021			
7	Capital gain net income (from Part IV, line 2)		19,845		
8	Net short-term capital gain			5,273	
9	Income modifications				
10a	Gross sales less returns & allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	Total. Add lines 1 through 11	42,011	42,011	27,439	
13	Compensation of officers, directors, trustees, etc	0			
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)	875			875
c	Other professional fees (attach schedule)	4,230	4,230		
17	Interest				
18	Taxes (attach schedule) (see instructions)	431	239		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (att sch)				
24	Total operating and administrative expenses. Add lines 13 through 23	5,536	4,469	0	875
25	Contributions, gifts, grants paid	253,800			253,800
26	Total expenses and disbursements. Add lines 24 and 25	259,336	4,469	0	254,675
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	-217,325			
b	Net investment income (if negative, enter -0-)		37,542		
c	Adjusted net income (if negative, enter -0-)			27,439	

For Paperwork Reduction Act Notice, see instructions.

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	29,958	53,201	53,201
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see 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)			
	b	Investments—corporate stock (attach schedule) <b>SEE STMT 4</b>	736,648	476,781	480,949
	c	Investments—corporate bonds (attach schedule) <b>SEE STMT 5</b>	400,388	408,423	427,668
	11	Investments—land, buildings, and equipment basis ▶			
Liabilities		Less: accumulated depreciation (attach sch) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶			
		Less: accumulated depreciation (attach sch) ▶			
	15	Other assets (describe ▶)			
	16	<b>Total assets</b> (to be completed by all filers—see the instructions. Also, see page 1, item i)	1,166,994	938,405	961,818
	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	<b>Total liabilities</b> (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		<b>Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.</b> ▶ <input checked="" type="checkbox"/>			
	24	Unrestricted	1,166,994	938,405	
	25	Temporarily restricted			
	26	Permanently restricted			
		<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.</b> ▶ <input type="checkbox"/>			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	<b>Total net assets or fund balances</b> (see instructions)	1,166,994	938,405	
	31	<b>Total liabilities and net assets/fund balances</b> (see instructions)	1,166,994	938,405	

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

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,166,994
2	Enter amount from Part I, line 27a	2	-217,325
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	949,669
5	Decreases not included in line 2 (itemize) ▶ <b>SEE STATEMENT 6</b>	5	11,264
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	938,405

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

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

  

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
<b>a</b> 114,890		109,617	5,273
<b>b</b> 283,395		273,559	9,836
<b>c</b> 4,736			4,736
<b>d</b>			
<b>e</b>			

  

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0- for Losses (from col. (h)))
<b>a</b>			5,273
<b>b</b>			9,836
<b>c</b>			4,736
<b>d</b>			
<b>e</b>			

  

<b>2</b> Capital gain net income or (net capital loss)	<div style="border: 1px solid black; padding: 2px;">           If gain, also enter in Part I, line 7            If (loss), enter -0- in Part I, line 7         </div>	<b>2</b>	<b>19,845</b>
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8		<b>3</b>	<b>5,273</b>

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

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

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

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

☐ Yes ☒ No

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

**1** Enter the appropriate amount in each column for each year, see 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	214,133	1,234,719	0.173427
2009	95,999	795,777	0.120636
2008	42,991	906,309	0.047435
2007	38,437	1,021,617	0.037624
2006		27,008	

  

<b>2</b> Total of line 1, column (d)	<b>2</b>	<b>0.379122</b>
<b>3</b> Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	<b>3</b>	<b>0.094781</b>
<b>4</b> Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	<b>4</b>	<b>1,144,284</b>
<b>5</b> Multiply line 4 by line 3	<b>5</b>	<b>108,456</b>
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	<b>375</b>
<b>7</b> Add lines 5 and 6	<b>7</b>	<b>108,831</b>
<b>8</b> Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	<b>8</b>	<b>254,675</b>

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

<b>1a</b>	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter. (attach copy of letter if necessary—see instructions)		
<b>b</b>	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	<b>1</b>	<b>375</b>
<b>c</b>	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>2</b>	<b>0</b>
<b>3</b>	Add lines 1 and 2	<b>3</b>	<b>375</b>
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>4</b>	<b>0</b>
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-	<b>5</b>	<b>375</b>
<b>6</b>	Credits/Payments:		
<b>a</b>	2011 estimated tax payments and 2010 overpayment credited to 2011	<b>6a</b>	
<b>b</b>	Exempt foreign organizations—tax withheld at source	<b>6b</b>	
<b>c</b>	Tax paid with application for extension of time to file (Form 8868)	<b>6c</b>	
<b>d</b>	Backup withholding erroneously withheld	<b>6d</b>	
<b>7</b>	Total credits and payments. Add lines 6a through 6d	<b>7</b>	
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	<b>8</b>	
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	<b>9</b>	<b>375</b>
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	<b>10</b>	
<b>11</b>	Enter the amount of line 10 to be <b>Credited to 2012 estimated tax</b> <b>Refunded</b>	<b>11</b>	

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b> During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		<b>X</b>
<b>b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to <b>1a</b> or <b>1b</b> , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		<b>X</b>
<b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year?		<b>X</b>
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation. <b>\$</b> _____ (2) On foundation managers <b>\$</b> _____		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <b>\$</b> _____		
<b>2</b> Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		<b>X</b>
<b>3</b> Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		<b>X</b>
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year?		<b>X</b>
<b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year?		
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		<b>X</b>
<b>6</b> Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	<b>X</b>	
<b>7</b> Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	<b>X</b>	
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see instructions) <b>PA</b>		
<b>b</b> If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	<b>X</b>	
<b>9</b> Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV		<b>X</b>
<b>10</b> Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		<b>X</b>

N/A

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		<b>X</b>
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		<b>X</b>
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <b>N/A</b>	13	<b>X</b>	
14	The books are in care of ► <b>HANEY &amp; HECHT</b> <b>795 EAST LANCASTER AVE</b> Located at ► <b>VILLANOVA</b>	Telephone no ► <b>PA ZIP+4 ► 19085</b>		
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 ► <b>15</b>	► <input type="checkbox"/>		
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 ►	16	Yes	No <b>X</b>

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/> <b>N/A</b>	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? <b>N/A</b>	1c	
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 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	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	Are there any years listed in 2a for which the foundation is <b>not</b> 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)	<b>N/A</b>	2b
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20 , 20 , 20 , 20		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If "Yes," did it have excess business holdings in 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)	<b>N/A</b>	3b
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		<b>X</b>
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b	<b>X</b>

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

<b>5a</b>	During the year did the foundation pay or incur any amount to			
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(2)	Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(5)	Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
<b>b</b>	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	<b>N/A</b>		<b>5b</b>
<b>c</b>	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? If "Yes," attach the statement required by Regulations section 53.4945-5(d)	<b>N/A</b> <input type="checkbox"/> Yes <input type="checkbox"/> No		
<b>6a</b>	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
<b>b</b>	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870			<b>6b</b> <b>X</b>
<b>7a</b>	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
<b>b</b>	If Yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	<b>N/A</b>		<b>7b</b>

**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
PETER G. GOULD 795 EAST LANCASTER AVE. VILLANOVA PA 19085	PRESIDENT 0.00	0	0	0
ROBIN M. POTTER 795 EAST LANCASTER AVE. VILLANOVA PA 19085	SECR/TREAS 0.00	0	0	0
ALEXANDRA P. GOULD 795 EAST LANCASTER AVE. VILLANOVA PA 19085	VICE PRES 0.00	0	0	0

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

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

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

0

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

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

Total number of others receiving over \$50,000 for professional services ▶**Part IX-A Summary of Direct Charitable Activities**

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

	Expenses
<b>1</b> N/A	
<b>2</b>	
<b>3</b>	
<b>4</b>	

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



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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	<b>1,082,138</b>
<b>b</b>	Average of monthly cash balances	<b>1b</b>	<b>79,572</b>
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	<b>0</b>
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	<b>1,161,710</b>
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	<b>0</b>
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	<b>0</b>
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	<b>1,161,710</b>
<b>4</b>	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	<b>4</b>	<b>17,426</b>
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	<b>1,144,284</b>
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	<b>57,214</b>

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

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	<b>57,214</b>
<b>2a</b>	Tax on investment income for 2011 from Part VI, line 5	<b>2a</b>	<b>375</b>
<b>b</b>	Income tax for 2011 (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	<b>375</b>
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	<b>56,839</b>
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	<b>56,839</b>
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	<b>56,839</b>

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	<b>1a</b>	<b>254,675</b>
<b>b</b>	Program-related investments—total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	<b>254,675</b>
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	<b>5</b>	<b>375</b>
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	<b>254,300</b>

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

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

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
<b>1</b> Distributable amount for 2011 from Part XI, line 7				<b>56,839</b>
<b>2</b> Undistributed income, if any, as of the end of 2011				
<b>a</b> Enter amount for 2010 only				
<b>b</b> Total for prior years 20____, 20____, 20____				
<b>3</b> Excess distributions carryover, if any, to 2011				
<b>a</b> From 2006				
<b>b</b> From 2007				
<b>c</b> From 2008				
<b>d</b> From 2009				<b>42,813</b>
<b>e</b> From 2010				<b>152,781</b>
<b>f</b> Total of lines 3a through e	<b>195,594</b>			
<b>4</b> Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ <b>254,675</b>				
<b>a</b> Applied to 2010, but not more than line 2a				
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions)				
<b>c</b> Treated as distributions out of corpus (Election required—see instructions)				
<b>d</b> Applied to 2011 distributable amount				<b>56,839</b>
<b>e</b> Remaining amount distributed out of corpus	<b>197,836</b>			
<b>5</b> Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a) )				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	<b>393,430</b>			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b				
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions				
<b>e</b> Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount—see instructions				
<b>f</b> Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				<b>0</b>
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
<b>8</b> Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)				
<b>9</b> Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	<b>393,430</b>			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2007				
<b>b</b> Excess from 2008				
<b>c</b> Excess from 2009				<b>42,813</b>
<b>d</b> Excess from 2010				<b>152,781</b>
<b>e</b> Excess from 2011				<b>197,836</b>

**Part XIV Private Operating Foundations** (see 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 foundation 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

**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(i)(3)(B)(iii)

**(3) Largest amount of support from an exempt organization**

**(4) Gross investment income**

[illegible]

<b>Part XV</b>	<b>Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)</b>
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**1 Information Regarding Foundation Managers:**

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

N/A

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

**N/A**

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

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

N/A

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

N/A

**c** Any submission deadlines

N/A

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

**N/A**

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

<div>Recipient</div> <div>Name and address (home or business)</div>	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a</b> Paid during the year <b>SEE STATEMENT 7</b>				253,800
<b>Total</b>			▶ <b>3a</b>	<b>253,800</b>
<b>b</b> Approved for future payment <b>N/A</b>				
<b>Total</b>			▶ <b>3b</b>	

**Part XVI-A      Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See 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	22,166	
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			26	19,845	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a _____					
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal Add columns (b), (d), and (e)		0		42,011	0
13	Total. Add line 12, columns (b), (d), and (e)				13 42,011	

(See worksheet in line 13 instructions to verify calculations)

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

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

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

	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
N/A		

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

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

**Sign  
Here**

Signature of officer or trustee

Date \_\_\_\_\_

**Title**

**Paid**

Preparer  
Use Only

Print/Type preparer's name

Preparer's signature

Date \_\_\_\_\_

Check ☐ if self-employed

JOSEPH T. FABRIZIO

Preparer's signature  
*Josh T. Fabry* CFA

Date 5/6/12

Firm's name ▶ **RAINER & COMPANY**

PTIN	P00136215
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Firm's address ▶ 2 CAMPUS BLVD STE 220  
NEWTOWN SQUARE, PA 19073-3270

Firm's EIN ▶	23-2183936
Phone no	610-353-4610

**Federal Statements****Statement 1 - Form 990-PF, Part I, Line 16b - Accounting Fees**

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
ACCOUNTING FEES	\$ 875	\$	\$	\$ 875
TOTAL	\$ 875	\$ 0	\$ 0	\$ 875

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

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
VERITABLE MANAGEMENT FEE	\$ 4,230	\$ 4,230	\$	\$
TOTAL	\$ 4,230	\$ 4,230	\$ 0	\$ 0

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

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
FOREIGN TAXES	\$ 239	\$ 239	\$	\$
EXCISE TAX	192			
TOTAL	\$ 431	\$ 239	\$ 0	\$ 0

1001183 POGO FAMILY FOUNDATION

20-5989350

FYE: 12/31/2011

## Federal Statements

### Statement 4 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
VERITABLE STOCK HOLDINGS	\$ 736,648	\$ 476,781	COST	\$ 480,949
TOTAL	\$ 736,648	\$ 476,781		\$ 480,949

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

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
VANGUARD BOND FUNDS	\$ 400,388	\$ 408,423	COST	\$ 427,668
TOTAL	\$ 400,388	\$ 408,423		\$ 427,668



1001183 POGO FAMILY FOUNDATION

20-5989350

## Federal Statements

FYE: 12/31/2011

### Statement 6 - Form 990-PF, Part III, Line 5 - Other Decreases

Description	Amount
FUND BALANCE ADJUSTMENT	\$ 11,264
TOTAL	\$ 11,264

1001183 POGO FAMILY FOUNDATION

20-5989350

FYE: 12/31/2011

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

Name		Address		Relationship	Amount	
Address		Status	Purpose			
THE ZOOLOGICAL SOCIETY OF PHILADELPHIA PA 19104		34TH ST & GIRARD AVE	ORGANIZATION FUNDING		65,000	
OBERLIN COLLEGE		173 WEST LORAIN ST				
OBERLIN OH 44074		1700 WEST THOMPSON STREET	AMAM CURATOR COMMITMENT		1,000	
GESU SCHOOL		5201 PARKSIDE AVE	SPONSORSHIP GIFT		14,800	
PHILADELPHIA PA 19121		1101 SOUTH BROAD STREET	UNRESTRICTED GRANT		10,000	
MANN CENTER FOR THE PERFO		100 NORTH 20TH STREET	SCHOOL TRIP		5,000	
PHILADELPHIA PA 19131		3451 WALNUT ST	CAPITAL GIFT		35,000	
THE ROCK SCHOOL FOR BALLE		40 WEST 22ND STREET ST 11	UNIVERSITY MUSEUM		25,000	
PHILADELPHIA PA 19147		1420 LOCUST STREET	GRANT		10,000	
PA HORTICULTURE SOCIETY		1920 SPRUCE STREET	RESTORATION FUND		5,000	
PHILADELPHIA PA 19103		3451 WALNUT ST	APG FELLOWSHIP 2011 INSTALLMENT		5,000	
UNIVERSITY OF PENNSYLVANIA		1700 WEST THOMPSON STREET	UNRESTRICTED GIFT		37,500	
PHILADELPHIA PA 19104		173 WEST LORAIN ST	SCHOLARSHIP		25,000	
GESU SCHOOL		3451 WALNUT ST	GRANT		3,000	
PHILADELPHIA PA 19121			PENN CENTER - CULTURAL HERITAGE		12,500	
OBERLIN COLLEGE					253,800	
OBERLIN OH 44074						
UNIVERSITY OF PENNSYLVANIA						
PHILADELPHIA PA 19104						
TOTAL						

Veritable LP  
**REALIZED GAINS AND LOSSES**  
*PoGo Family Foundation*  
**Schwab Account # 7280-2862**  
*From 01-01-11 Through 12-31-11*

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss		Days to Long
							Short Term	Long Term	
10-29-10	01-24-11	76	Vanguard Total Bond Market Index - Sig	825		799	-26		279
11-30-10	01-24-11	72	Vanguard Total Bond Market Index - Sig	772		754	-18		311
12-31-10	01-24-11	75	Vanguard Total Bond Market Index - Sig	793		789	-4		342
05-28-10	01-24-11	1.674	Vanguard Total Bond Market Index - Sig	17.706		17.658	-49		125
01-05-07	02-17-11	114	Gateway Fund Y Shares	3,076		3,000		-76	
01-05-07	02-17-11	188	Merger Fund	2,932		3,000		68	
01-05-07	02-17-11	335	S&P 500 Depository Receipts	47,163		44,955		-2,209	
12-31-10	02-17-11	32	Dreyfus International Stock Fund CL I	441		455	15		318
07-27-10	02-17-11	462	Dreyfus International Stock Fund CL I	5,576		6,545	968		161
01-05-07	02-17-11	112	Harbor International Fund - Inst	6,832		7,000		168	
12-16-10	02-17-11	23	Oakmark Intl Fund - I	450		488	37		303
07-27-10	02-17-11	312	Oakmark Intl Fund - I	5,460		6,512	1,053		161
01-05-07	02-17-11	197	SPDR S&P Mid-Cap 400 ETF Trust	28,713		35,120		6,406	
01-05-07	02-17-11	184	AMEX Energy Select Sector SPDR	10,300		14,087		3,787	
03-30-07	02-17-11	2	Cohen & Steers Realty Shares Fund	221		150		-70	
01-05-07	02-17-11	240	Cohen & Steers Realty Shares Fund	21,116		14,850		-6,267	
07-27-10	02-17-11	291	Baron Small Cap Fund	5,864		7,500	1,636		161
12-29-10	02-17-11	3	Longleaf Partners Small-Cap	69		74	5		316
07-27-10	02-17-11	102	Longleaf Partners Small-Cap	2,402		2,926	524		161
12-30-10	02-17-11	10	Prospector Opportunity Fund	169		177	8		317
12-30-10	02-17-11	7	Prospector Opportunity Fund	128		134	6		317
07-27-10	02-17-11	229	Prospector Opportunity Fund	3,545		4,190	645		161
01-05-07	04-21-11	22	SPDR S&P Mid-Cap 400 ETF Trust	3,207		3,952		746	
02-18-10	04-21-11	19	AMEX Energy Select Sector SPDR	1,080		1,494		415	
07-27-10	04-21-11	38	Baron Small Cap Fund	764		1,000	236		98
07-27-10	04-21-11	35	Longleaf Partners Small-Cap	818		1,000	182		98

Veritable LP  
**REALIZED GAINS AND LOSSES**  
*PoGo Family Foundation*  
**Schwab Account # 7280-2862**  
*From 01-01-11 Through 12-31-11*

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss		Days to Long
							Short Term	Long Term	
07-27-10	04-21-11	55	Prospector Opportunity Fund	854		1.000	146		98
03-24-11	07-18-11	5	Gateway Fund Y Shares	123		123	-1		251
06-23-11	07-18-11	5	Gateway Fund Y Shares	128		128	0		342
01-05-07	07-18-11	86	Gateway Fund Y Shares	2,319		2,249		-70	
01-05-07	07-18-11	155	Merger Fund	2,426		2,500		74	
12-16-10	07-18-11	69	Fairholme Fund	2,338		2,107	-231		152
07-30-10	07-18-11	1,383	Fairholme Fund	45,020		42,436	-2,584		13
07-27-10	07-18-11	214	Dreyfus International Stock Fund CL I	2,584		3,000	416		10
01-05-07	07-18-11	65	Harbor International Fund - Inst	3,989		4,000			11
07-27-10	07-18-11	156	Oakmark Intl Fund - I	2,731		3,000	269		10
01-05-07	07-18-11	29	SPDR S&P Mid-Cap 400 ETF Trust	4,227		5,093		866	
02-18-10	07-18-11	53	AMEX Energy Select Sector SPDR	3,011		4,056		1,045	
01-05-07	07-18-11	77	Cohen & Steers Realty Shares Fund	6,783		5,000		-1,783	
07-27-10	07-18-11	266	Baron Small Cap Fund	5,369		7,000	1,631		10
07-27-10	07-18-11	51	Longleaf Partners Small-Cap	1,202		1,500	298		10
07-27-10	07-18-11	84	Prospector Opportunity Fund	1,301		1,500	199		10
01-05-07	10-31-11	31	SPDR S&P Mid-Cap 400 ETF Trust	4,518		5,042		523	
02-18-10	10-31-11	43	AMEX Energy Select Sector SPDR	2,443		3,023		580	
01-05-07	11-01-11	315	Merger Fund	4,927		5,000		73	
05-28-10	11-01-11	77	Vanguard Total Bond Market Index - Sig	811		849		38	
05-28-10	11-01-11	76	Vanguard Total Bond Market Index - Sig	803		841		38	
11-30-09	11-01-11	36	Vanguard Total Bond Market Index - Sig	385		404		19	
04-30-10	11-01-11	74	Vanguard Total Bond Market Index - Sig	773		815		42	
01-29-10	11-01-11	37	Vanguard Total Bond Market Index - Sig	391		413		22	
02-26-10	11-01-11	49	Vanguard Total Bond Market Index - Sig	512		542		30	
10-30-09	11-01-11	38	Vanguard Total Bond Market Index - Sig	394		417		24	
09-30-09	11-01-11	38	Vanguard Total Bond Market Index - Sig	392		415		24	
03-31-10	11-01-11	76	Vanguard Total Bond Market Index - Sig	797		846		49	

Veritable LP  
**REALIZED GAINS AND LOSSES**  
*PoGo Family Foundation*  
**Schwab Account # 7280-2862**  
*From 01-01-11 Through 12-31-11*

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss		Days to Long
							Short Term	Long Term	
02-18-10	11-01-11	3.471	Vanguard Total Bond Market Index - Sig	36.116		38.438		2.322	
07-27-10	11-01-11	397	Dreyfus International Stock Fund CL I	4.788		4.980		192	
12-17-10	11-01-11	14	Harbor International Fund - Inst	851		777	-73		47
01-05-07	11-01-11	78	Harbor International Fund - Inst	4.748		4.203		-545	
07-27-10	11-01-11	296	Oakmark Intl Fund - I	5.165		5.000		-165	
06-30-11	11-01-11	1	Cohen & Steers Realty Shares Fund	91		83	-7		243
03-31-11	11-01-11	2	Cohen & Steers Realty Shares Fund	102		97	-5		152
01-05-07	11-01-11	14	Cohen & Steers Realty Shares Fund	1,225		820		-405	
07-27-10	11-01-11	87	Baron Small Cap Fund	1,754		2.000		246	
08-31-11	11-02-11	27	Vanguard Short-Term Bond Index Fund - Sig	292		291	0		304
10-29-10	11-02-11	20	Vanguard Short-Term Bond Index Fund - Sig	216		215		-1	
02-18-10	11-02-11	836	Vanguard Short-Term Bond Index Fund - Sig	8.785		8.935		150	
03-31-10	11-02-11	24	Vanguard Short-Term Bond Index Fund - Sig	253		258		5	
03-31-10	11-02-11	5	Vanguard Short-Term Bond Index Fund - Sig	47		48		1	
03-31-10	11-02-11	3	Vanguard Short-Term Bond Index Fund - Sig	35		36		1	
12-23-09	11-02-11	1	Vanguard Short-Term Bond Index Fund - Sig	6		7		0	
12-31-09	11-02-11	15	Vanguard Short-Term Bond Index Fund - Sig	155		159		4	
01-05-07	11-02-11	2.343	Vanguard Short-Term Bond Index Fund - Sig	23.231		25.030		1,799	
07-29-11	12-07-11	28	Vanguard Short-Term Bond Index Fund - Sig	294		293	-1		236
10-31-11	12-07-11	26	Vanguard Short-Term Bond Index Fund - Sig	279		278	-1		330
09-30-11	12-07-11	26	Vanguard Short-Term Bond Index Fund - Sig	276		276	0		299
11-30-10	12-07-11	13	Vanguard Short-Term Bond Index Fund - Sig	135		135		0	

Veritable LP  
**REALIZED GAINS AND LOSSES**  
*PoGo Family Foundation*  
**Schwab Account # 7280-2862**  
*From 01-01-11 Through 12-31-11*

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss		Days to Long
							Short Term	Long Term	
01-05-07	12-07-11	2.255	Vanguard Short-Term Bond Index Fund - Sig	22.359		24.018		1.659	
TOTAL GAINS							8.273	21,427	
TOTAL LOSSES							-3.001	-11.592	
				<b>383,178</b>	<b>0</b>	<b>398,285</b>	<b>5,272</b>	<b>9,835</b>	
TOTAL REALIZED GAIN/LOSS 15 107									