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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2011

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

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

Name of foundation
COLEMAN FOUNDATION

A Employer identification number
23-6214964

Number and street (or P O box number if mail is not delivered to street address)
C/O PITCAIRN TRUST COMPANYONE
PITCAIRN NO 3000

Room/suite

B Telephone number (see page 10 of the instructions)
(215) 881-6146

City or town, state, and ZIP code
JENKINTOWN, PA 19046

C If exemption application is pending, check here ☐

D 1. Foreign organizations, check here ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

H Check type of organization ☑ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 951,683

J Accounting method ☑ Cash ☐ Accrual
☐ Other (specify) _
(Part I, column (d) must be on cash basis.)

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

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	3,404	3,404		
	4	Dividends and interest from securities	13,167	13,167		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	13,230			
	b	Gross sales price for all assets on line 6a 386,273				
	7	Capital gain net income (from Part IV, line 2)		13,230		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and 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	29,801	29,801		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	8,661	0		0
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)	15,120	12,852		2,268
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions)	2,049	118		1,931
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)				
	24	**Total operating and administrative expenses.** Add lines 13 through 23	25,830	12,970		4,199
	25	Contributions, gifts, grants paid	55,000			55,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	80,830	12,970		59,199
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-51,029			
	b	**Net investment income** (if negative, enter -0-)		16,831		
	c	**Adjusted net income** (if negative, enter -0-)				

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	250		
2	Savings and temporary cash investments	54,806	48,019	48,019
3	Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
4	Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
7	Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments—U S and state government obligations (attach schedule)	153,719	153,719	193,746
b	Investments—corporate stock (attach schedule)	710,723	666,731	709,918
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)			
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)	919,498	868,469	951,683
Liabilities				
17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances				
	Foundations that follow SFAS 117, check here ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☑ **and complete lines 27 through 31.**			
27	Capital stock, trust principal, or current funds	919,498	868,469	
28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
29	Retained earnings, accumulated income, endowment, or other funds	0	0	
30	**Total net assets or fund balances** (see page 17 of the instructions)	919,498	868,469	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	919,498	868,469	

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	919,498
2	Enter amount from Part I, line 27a	2	-51,029
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	868,469
5	Decreases not included in line 2 (itemize) ▶	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	868,469

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 Additional Data Table			
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	See Additional Data Table			
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	See Additional Data Table			
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	13,230
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	33,330	1,002,494	0 033247
2009	96,022	931,650	0 103067
2008	58,726	1,167,191	0 050314
2007	56,928	1,323,479	0 043014
2006	63,898	1,251,583	0 051054

2	**Total** of line 1, column (d).	2	0 280696
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 056139
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4	1,055,766
5	Multiply line 4 by line 3.	5	59,270
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	168
7	Add lines 5 and 6.	7	59,438
8	Enter qualifying distributions from Part XII, line 4.	8	59,199

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions on page 18

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ____________ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	337
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	0
3	Add lines 1 and 2			3	337
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	337
6	Credits/Payments				
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	1,000		
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	1,000
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	663
11	Enter the amount of line 10 to be **Credited to 2012 estimated tax** ▶ 663	**Refunded** ▶		11	0

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?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ 0 **(2)** On foundation managers ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ PA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

Part VII-A Statements Regarding Activities (continued)

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶PAUL IRWIN Telephone no ▶(215) 881-6147

Located at ▶165 TOWNSHIP LINE ROAD STE 3000 JENKINTOWN PA ZIP+4 ▶19046

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 |

			Yes	No
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No

See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ▶

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies. Yes No

1a During the year did the foundation (either directly or indirectly)

(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No

(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No

(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No

(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ No

(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No

(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☑ No

b If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? | **1b** | | |

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

c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011? | **1c** | | No |

2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))

a At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ Yes ☑ No

If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____

b Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see page 20 of the instructions). | **2b** | | |

c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here

▶ 20____ , 20____ , 20____ , 20____

3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ No

b If "Yes," did it have excess business holdings in 2011 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)* | **3b** | | |

			Yes	No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		No

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **5b**

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

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

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**

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

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

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."

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

Total number of other employees paid over $50,000. . . . ▶ 0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE".

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
NONE		
Total number of others receiving over $50,000 for professional services . . . . ▶		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
2	
3	
4	

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	1,021,808
b	Average of monthly cash balances	1b	50,036
c	Fair market value of all other assets (see page 24 of the instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	1,071,844
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0		
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	1,071,844
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	16,078
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,055,766
6	**Minimum investment return.** Enter 5% of line 5	6	52,788

Part XI **Distributable Amount** (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	52,788
2a	Tax on investment income for 2011 from Part VI, line 5 — 2a: 337		
b	Income tax for 2011 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	337
3	Distributable amount before adjustments Subtract line 2c from line 1	3	52,451
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	52,451
6	Deduction from distributable amount (see page 25 of the instructions)	6	0
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	52,451

Part XII **Qualifying Distributions** (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	59,199
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	59,199
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	59,199

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

Part XIII **Undistributed Income** (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				52,451
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only.			24,353	
b Total for prior years 20___ , 20___ , 20___		0		
3 Excess distributions carryover, if any, to 2011				
a From 2006.				
b From 2007.				
c From 2008.				
d From 2009.				
e From 2010.				
f **Total** of lines 3a through e.	0			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ $ 59,199				
a Applied to 2010, but not more than line 2a			24,353	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .	0			
d Applied to 2011 distributable amount.				34,846
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2011 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	0			0
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . .		0		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				17,605
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	0			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions)	0			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2007. . . .				
b Excess from 2008. . . .				
c Excess from 2009. . . .				
d Excess from 2010. . . .				
e Excess from 2011. . . .				

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

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2011	**(b)** 2010	**(c)** 2009	**(d)** 2008	
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(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

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

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

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

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

PAUL IRWIN PITCAIRN TRUST COMPANY
165 TOWNSHIP LINE ROAD SUITE 3000
JENKINTOWN, PA 19046
(215) 881-6147

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

NO SPECIAL FORM

c Any submission deadlines

NO

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

NO

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	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
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				55,000
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
1 Program service revenue	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
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			14	3,404	
4 Dividends and interest from securities. . . .			14	13,167	
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			18	13,230	
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		29,801	0

13 **Total.** Add line 12, columns (b), (d), and (e). 13 29,801

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

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

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

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

		Yes	No
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	1a(1)		No
(2) Other assets	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		No
(3) Rental of facilities, equipment, or other assets	1b(3)		No
(4) Reimbursement arrangements	1b(4)		No
(5) Loans or loan guarantees	1b(5)		No
(6) Performance of services or membership or fundraising solicitations	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		No

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

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

b If "Yes," complete the following schedule

(a) Name of organization	**(b)** Type of organization	**(c)** Description of relationship

Sign Here

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

******	2012-05-09	******
Signature of officer or trustee	Date	Title

Paid Preparer's Use Only

Preparer's Signature	Date	Check if self-employed ☐	PTIN
MATTHEW R HILBERT	2012-05-09		P01437997
Firm's name ▶ PITCAIRN TRUST COMPANY		Firm's EIN ▶ 23-2472424	
Firm's address ▶ 165 TOWNSHIP LINE ROAD STE 3000 JENKINTOWN, PA 19046		Phone no (215) 887-6700	

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

Additional Data

Software ID:	
Software Version:	
EIN:	23-6214964
Name:	COLEMAN FOUNDATION

Form 990PF - Special Condition Description:

Special Condition Description

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
90 SHARES OF BOSTON SCIENTIFIC	P	2010-02-24	2011-01-11
59 SHARES OF VULCAN MATERIALS	P	2010-10-05	2011-01-11
471 SHARES OF SCHWAB (CHAS) CORP	P	2010-08-17	2011-01-18
24 SHARES OF MARTIN MARIETTA MATERIALS	P	2010-04-13	2011-01-25
12 SHARES OF BECTON DICKINSON & CO	P	2010-04-20	2011-02-08
21 SHARES OF MONSANTO CO	P	2010-02-24	2011-02-08
60 SHARES OF PROGRESSIVE CORP OHIO	P	2010-02-24	2011-02-15
60 SHARES OF AMPHENOL CORP CL A	P	2010-09-28	2011-02-22
49 SHARES OF AMER EXPRESS CO	P	2010-11-02	2011-02-22
15 SHARES OF BECTON DICKINSON & CO	P	2010-02-24	2011-02-22
52 SHARES OF BECTON DICKINSON & CO	P	2010-04-20	2011-02-22
36 SHARES OF MANPOWERGROUP INC	P	2010-06-01	2011-02-22
15 SHARES OF WASHINGTON POST CL B	P	2010-05-05	2011-03-01
2 SHARES OF WASHINGTON POST CL B	P	2010-08-17	2011-03-01
22 SHARES OF SHERWIN WILLIAMS CO	P	2011-03-22	2011-04-05
61 SHARES OF WEATHERFORD INTL LTD	P	2011-03-08	2011-04-12
23 SHARES OF CAMECO CORP	P	2011-03-22	2011-04-26
124 SHARES OF JUNIPER NETWORKS INC	P	2011-04-12	2011-05-03
13 SHARES OF AMER EXPRESS CO	P	2010-11-02	2011-05-17
157 SHARES OF VIRGIN MEDIA INC COM	P	2010-06-29	2011-05-17
131 SHARES OF PEPSICO INC	P	2010-07-13	2011-06-21
45 SHARES OF NORTHERN TRUST CORP	P	2011-03-01	2011-07-27
92 SHARES OF CERNER CORP	P	2011-02-22	2011-08-10
178 SHARES OF CAMECO CORP	P	2010-08-25	2011-08-15
19 SHARES OF CAMECO CORP	P	2011-03-22	2011-08-15
166 SHARES OF SHAW GROUP INC	P	2011-04-28	2011-08-15
62 SHARES OF VULCAN MATERIALS	P	2010-10-05	2011-08-15
68 SHARES OF VULCAN MATERIALS	P	2011-06-28	2011-08-15
100 SHARES OF VISTAPRINT NV COM	P	2010-10-26	2011-08-15
41 SHARES OF STATE STREET CORP	P	2011-01-25	2011-08-15

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
12 SHARES OF MASTERCARD INC CL A	P	2010-10-19	2011-08-15
12 SHARES OF CERNER CORP	P	2011-02-22	2011-08-17
42 SHARES OF DEVRY INC	P	2011-05-03	2011-08-17
42 SHARES OF GENERAL MILLS INC	P	2011-02-22	2011-08-17
14 SHARES OF HESS CORPORATION	P	2011-08-10	2011-08-17
58 SHARES OF KRAFT FOODS INC CL A	P	2011-01-11	2011-08-17
99 SHARES OF NEWS CORP INC - CL A	P	2011-07-27	2011-08-17
31 SHARES OF NORFOLK SOUTHERN CORP	P	2011-03-01	2011-08-17
123 SHARES OF SAFEWAY INC	P	2011-03-01	2011-08-17
87 SHARES OF SPIRIT AEROSYSTEMS HLD	P	2011-02-15	2011-08-17
182 SHARES OF SPIRIT AEROSYSTEMS HLD	P	2011-02-22	2011-08-17
13 SHARES OF VISA INC CL A	P	2010-10-19	2011-08-17
27 SHARES OF RYANAIR HOLDINGS PLC ADR	P	2011-03-01	2011-08-17
735 SHARES OF ERICSSON ADR CL B	P	2011-04-05	2011-08-24
80 SHARES OF ERICSSON ADR CL B	P	2011-04-12	2011-08-24
124 SHARES OF GENERAL MILLS INC	P	2011-02-22	2011-08-24
164 SHARES OF QUANTA SERVICES INC	P	2010-08-25	2011-08-24
43 SHARES OF QUANTA SERVICES INC	P	2011-08-17	2011-08-24
18 SHARES OF STRAYER EDUCATION INC	P	2011-02-08	2011-08-24
41 SHARES OF CAPELLA EDUCATION COMP	P	2011-02-15	2011-09-06
24 SHARES OF MANPOWERGROUP INC	P	2011-08-17	2011-09-20
35 SHARES OF CERNER CORP	P	2011-02-22	2011-11-01
80 SHARES OF DISCOVER FINANCIAL SVCS	P	2011-08-15	2011-11-01
8 SHARES OF GENERAL MILLS INC	P	2011-02-22	2011-11-01
61 SHARES OF PALL CORP	P	2011-08-17	2011-11-01
220 SHARES OF CARNIVAL CORP	P	2011-03-22	2011-11-08
10 SHARES OF NORFOLK SOUTHERN CORP	P	2011-03-01	2011-11-08
104 SHARES OF SUCCESSFACTORS INC	P	2011-09-20	2011-12-07
762 SHARES OF ISHARES MSCI MSCI JAPAN	P	2005-10-17	2011-03-14
5636 979 SHARES OF RIDGEWORTH FLOATING RATE INCOME FUND I	P	2010-04-26	2011-08-11

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
113 SHARES OF THERMO FISHER SCIENTIFIC INC	P	2008-12-03	2011-01-11
16 SHARES OF THERMO FISHER SCIENTIFIC INC	P	2009-03-03	2011-01-11
31 SHARES OF MONSANTO CO	P	2009-09-15	2011-02-08
571 SHARES OF PROGRESSIVE CORP OHIO	P	2009-09-15	2011-02-15
79 SHARES OF ACCENTURE PLC	P	2010-01-12	2011-02-22
8 SHARES OF BECTON DICKINSON & CO	P	2009-03-10	2011-02-22
74 SHARES OF ACCENTURE PLC	P	2009-07-14	2011-03-15
10 SHARES OF ACCENTURE PLC	P	2010-01-12	2011-03-15
39 SHARES OF BECTON DICKINSON & CO	P	2008-12-03	2011-03-22
28 SHARES OF BECTON DICKINSON & CO	P	2009-03-10	2011-03-22
21 SHARES OF BECTON DICKINSON & CO	P	2009-05-01	2011-03-22
55 SHARES OF SHERWIN WILLIAMS CO	P	2009-04-22	2011-04-05
3 SHARES OF HESS CORPORATION	P	2009-06-30	2011-04-12
69 SHARES OF HESS CORPORATION	P	2009-09-15	2011-04-12
8 SHARES OF HESS CORPORATION	P	2010-02-24	2011-04-12
83 SHARES OF WEATHERFORD INTL LTD	P	2008-04-30	2011-04-12
30 SHARES OF WASTE MANAGEMENT INC	P	2009-10-27	2011-04-19
20 SHARES OF WASTE MANAGEMENT INC	P	2010-02-24	2011-04-19
65 SHARES OF AUTODESK INC	P	2008-04-30	2011-04-28
35 SHARES OF AUTODESK INC	P	2008-05-30	2011-04-28
6 SHARES OF BAKER HUGHES INC	P	2008-04-30	2011-04-28
47 SHARES OF BAKER HUGHES INC	P	2008-05-30	2011-04-28
6 SHARES OF JUNIPER NETWORKS INC	P	2008-05-30	2011-05-03
76 SHARES OF AUTOMATIC DATA PROCESSING INC	P	2008-05-30	2011-05-17
64 SHARES OF AUTOMATIC DATA PROCESSING INC	P	2009-03-10	2011-05-17
25 SHARES OF AUTOMATIC DATA PROCESSING INC	P	2009-04-06	2011-05-17
32 SHARES OF AUTOMATIC DATA PROCESSING INC	P	2010-01-06	2011-05-17
13 SHARES OF AUTOMATIC DATA PROCESSING INC	P	2010-02-24	2011-05-17
61 SHARES OF AMER EXPRESS CO	P	2008-11-19	2011-05-17
34 SHARES OF AMER EXPRESS CO	P	2009-03-05	2011-05-17

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
144 SHARES OF JUNIPER NETWORKS INC	P	2008-05-30	2011-06-07
64 SHARES OF NESTLE SA SPONS ADR	P	2009-06-16	2011-06-21
99 SHARES OF NORTHERN TRUST CORP	P	2009-05-26	2011-07-27
31 SHARES OF NORTHERN TRUST CORP	P	2009-11-10	2011-07-27
171 SHARES OF WASTE MANAGEMENT INC	P	2009-10-27	2011-08-10
32 SHARES OF GEN-PROBE INC	P	2009-12-02	2011-08-10
118 SHARES OF BOEING CO	P	2009-12-22	2011-08-15
12 SHARES OF BOEING CO	P	2010-05-25	2011-08-15
116 SHARES OF CAMECO CORP	P	2009-10-21	2011-08-15
62 SHARES OF CAMECO CORP	P	2010-02-16	2011-08-15
30 SHARES OF MARTIN MARIETTA MATERIALS	P	2010-04-13	2011-08-15
209 SHARES OF BANK NEW YORK MELLON CORP	P	2009-09-22	2011-08-15
54 SHARES OF QUALCOMM INC	P	2010-04-13	2011-08-15
25 SHARES OF COCA COLA CO	P	2010-06-09	2011-08-17
26 SHARES OF DICKS SPORTING GOODS INC	P	2008-12-31	2011-08-17
10 SHARES OF GEN-PROBE INC	P	2009-12-02	2011-08-17
20 SHARES OF MONSANTO CO	P	2008-12-03	2011-08-17
2 SHARES OF MONSANTO CO	P	2010-02-24	2011-08-17
11 SHARES OF MONSANTO CO	P	2010-03-02	2011-08-17
250 SHARES OF SAFEWAY INC	P	2009-12-15	2011-08-17
28 SHARES OF SCHLUMBERGER LTD	P	2009-11-24	2011-08-17
14 SHARES OF UNITED PARCEL SERVICE CLASS B	P	2008-05-30	2011-08-17
219 SHARES OF WESTERN UNION CO	P	2010-02-16	2011-08-17
39 SHARES OF NESTLE SA SPONS ADR	P	2009-06-16	2011-08-17
38 SHARES OF UNILEVER PLC SPONS ADR	P	2008-07-02	2011-08-17
394 SHARES OF WESTERN UNION CO	P	2010-02-16	2011-09-06
59 SHARES OF WESTERN UNION CO	P	2010-02-24	2011-09-06
67 SHARES OF MANPOWERGROUP INC	P	2010-06-01	2011-09-20
37 SHARES OF COCA COLA CO	P	2010-06-09	2011-10-04
75 SHARES OF KELLOGG CO	P	2009-04-14	2011-10-25

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
12 SHARES OF FEDEX CORP	P	2008-07-02	2011-11-01
31 SHARES OF FEDEX CORP	P	2010-06-29	2011-11-01
114 SHARES OF GENERAL MILLS INC	P	2009-04-14	2011-11-01
5 SHARES OF MASTERCARD INC CL A	P	2010-10-19	2011-11-01
6 SHARES OF PALL CORP	P	2009-09-29	2011-11-01
23 SHARES OF VISA INC CL A	P	2010-10-19	2011-11-01
47 SHARES OF NORFOLK SOUTHERN CORP	P	2010-07-13	2011-11-08
74 SHARES OF SCHWAB (CHAS) CORP	P	2010-08-17	2011-11-23
286 SHARES OF SCHWAB (CHAS) CORP	P	2010-09-08	2011-11-23
86 SHARES OF UNITED PARCEL SERVICE CLASS B	P	2008-05-30	2011-12-07
173 SHARES OF BOSTON SCIENTIFIC	P	2010-02-24	2011-12-21
CAP GAINS DIVIDENDS	P	2010-12-31	2011-12-31

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
662		708	-46
2,407		2,211	196
8,739		6,834	1,905
2,011		2,086	-75
964		956	8
1,564		1,576	-12
1,208		1,035	173
3,388		2,928	460
2,167		2,087	80
1,194		1,168	26
4,141		4,144	-3
2,353		1,602	751
6,540		7,498	-958
872		658	214
1,875		1,814	61
1,269		1,298	-29
671		743	-72
4,638		4,724	-86
653		554	99
4,998		2,649	2,349
9,016		8,368	648
2,029		2,315	-286
5,098		4,511	587
4,140		4,276	-136
442		613	-171
3,770		6,475	-2,705
1,940		2,323	-383
2,128		2,616	-488
2,813		3,918	-1,105
1,453		1,939	-486

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
3,986		2,859	1,127
712		588	124
1,882		2,234	-352
1,546		1,546	0
849		764	85
2,004		1,820	184
1,697		1,591	106
2,133		2,018	115
2,278		2,682	-404
1,367		2,202	-835
2,859		4,511	-1,652
1,116		1,023	93
730		778	-48
7,940		9,553	-1,613
864		1,023	-159
4,557		4,565	-8
2,799		2,970	-171
734		784	-50
1,618		2,205	-587
1,228		2,186	-958
874		1,006	-132
2,168		1,716	452
1,824		1,936	-112
306		295	11
3,027		2,923	104
7,531		8,644	-1,113
743		651	92
4,140		2,598	1,542
7,544		9,022	-1,478
48,026		50,030	-2,004

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
6,402		3,706	2,696
906		569	337
2,308		2,482	-174
11,494		9,695	1,799
4,131		3,421	710
637		502	135
3,701		2,489	1,212
500		433	67
3,047		2,432	615
2,187		1,757	430
1,641		1,284	357
4,687		3,153	1,534
237		159	78
5,443		3,744	1,699
631		475	156
1,727		3,344	-1,617
1,119		933	186
746		655	91
2,931		2,469	462
1,578		1,446	132
465		485	-20
3,645		4,149	-504
224		165	59
4,066		3,297	769
3,424		2,166	1,258
1,337		899	438
1,712		1,366	346
695		543	152
3,066		1,182	1,884
1,709		359	1,350

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
4,697		3,949	748
3,994		2,299	1,695
4,463		5,405	-942
1,398		1,566	-168
5,018		5,319	-301
1,799		1,351	448
7,266		6,533	733
739		748	-9
2,698		3,590	-892
1,442		1,752	-310
2,006		2,607	-601
4,254		6,205	-1,951
2,747		2,271	476
1,722		1,289	433
869		353	516
615		422	193
1,404		1,450	-46
140		150	-10
772		799	-27
4,631		5,341	-710
2,262		1,834	428
919		1,003	-84
3,742		3,619	123
2,503		1,401	1,102
1,306		1,068	238
6,123		6,511	-388
917		954	-37
2,439		2,982	-543
2,361		1,907	454
4,049		2,951	1,098

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
954		914	40
2,463		2,210	253
4,366		2,824	1,542
1,688		1,191	497
298		198	100
2,085		1,809	276
3,490		2,608	882
792		1,074	-282
3,060		3,955	-895
6,240		6,161	79
885		1,361	-476
36			36

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-46
			196
			1,905
			-75
			8
			-12
			173
			460
			80
			26
			-3
			751
			-958
			214
			61
			-29
			-72
			-86
			99
			2,349
			648
			-286
			587
			-136
			-171
			-2,705
			-383
			-488
			-1,105
			-486

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			1,127
			124
			-352
			0
			85
			184
			106
			115
			-404
			-835
			-1,652
			93
			-48
			-1,613
			-159
			-8
			-171
			-50
			-587
			-958
			-132
			452
			-112
			11
			104
			-1,113
			92
			1,542
			-1,478
			-2,004

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			2,696
			337
			-174
			1,799
			710
			135
			1,212
			67
			615
			430
			357
			1,534
			78
			1,699
			156
			-1,617
			186
			91
			462
			132
			-20
			-504
			59
			769
			1,258
			438
			346
			152
			1,884
			1,350

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			748
			1,695
			-942
			-168
			-301
			448
			733
			-9
			-892
			-310
			-601
			-1,951
			476
			433
			516
			193
			-46
			-10
			-27
			-710
			428
			-84
			123
			1,102
			238
			-388
			-37
			-543
			454
			1,098

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			40
			253
			1,542
			497
			100
			276
			882
			-282
			-895
			79
			-476
			36

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(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
WILLIAM S COLEMAN 26 WEST SOUTHAMPTON AVE PHILADELPHIA, PA 191183909	TRUSTEE 1 00	1,624	0	0
DEBORAH COLEMAN 2 WINTHROP STREET WINCHESTER, MA 01890	TRUSTEE 1 00	1,624	0	0
PITCAIRN TRUST COMPANY 165 TOWNSHIP LINE ROAD SUITE 3000 JENKINTOWN, PA 19046	TRUSTEE 2 00	2,165	0	0
BARRY GROSSBACH 446 SOUTH 43RD STREET PHILADELPHIA, PA 19104	TRUSTEE 1 00	1,624	0	0
SAMUEL COLEMAN 289 GRACE CHURCH STREET RYE, NY 10580	TRUSTEE 1 00	1,624	0	0

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	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
a *Paid during the year*				
DARTMOUTH COLLEGE - TUCK ANNUAL GIVING6066 DEVELOPMENT OFFICE HANOVER, NH 037553555	NONE	SCHOOL	2011 ANNUAL GIVING	5,000
MORNINGSIDE PRESBYTERIAN CHURCH1411 NORTH MORNINGSIDE DRIVE ATLANTA, GA 30306	NONE	PUBLIC CHARITY	UNRESTRICTED	5,000
NATIONALITIES SERVICE CENTER 1216 ARCH STREET 4TH FLOOR PHILADELPHIA, PA 19107	NONE	NON-PROFIT ORGANIZAT	IRAQI RESETTLEMENT	3,000
PACE ACADEMY966 WEST PACES FERRY RD ATLANTA, GA 30327	NONE	SCHOOL	UNRESTRICTED	5,000
RYE FREE READING CENTER BOSTON POST ROAD RYE, NY 10580	NONE	PUBLIC CHARITY	UNRESTRICTED	500
RYE NATURE CENTERPO BOX 274 RYE, NY 10580	NONE	PUBLIC CHARITY	UNRESTRICTED	500
RYE PRESBYTERIAN CHURCH882 BOSTON POST ROAD RYE, NY 105802700	NONE	NON-PROFIT ORGANIZAT	UNRESTRICTED	1,000
SPRING GARDEN CHILDREN'S SCHOOL401 WEST BERWICK STREET EASTON, PA 18042	NONE	SCHOOL	UNRESTRICTED	5,000
ST ANTHONY 1907 FOUNDATION PO BOX 876 ITHACA, NY 14857	NONE	PUBLIC CHARITY	DELTA CHAPTER	500
THE NATIONAL WORKRIGHTS INSTITUTE166 WALL STREET PRINCETON, NJ 08540	NONE	NON-PROFIT ORGANIZAT	UNRESTRICTED	1,000
THIRD STREET ALLIANCE41 N 3RD STREET EASTON, PA 180423694	NONE	PUBLIC CHARITY	UNRESTRICTED	5,000
TREE HOUSE BOOKS1430 W SUSQUEHANA AVENUE PHILADELPHIA, PA 19121	NONE	NON-PROFIT ORGANIZAT	UNRESTRICTED	1,000
TRUSTEES OF PHILLIPS ACADEMY PO BOX 9557 BOSTON, MA 02205	NONE	SCHOOL	CLASS OF 71 GALLERY	5,000
TRUSTEES OF THE UNIVERSITY OF PENNSYLVANIA433 FRANKLIN BLDG PHILADELPHIA, PA 191046285	NONE	NON-PROFIT ORGANIZAT	SPRINT FOOTBALL	500
UC GREEN INC3616 LANCASTER AVENUE PHILADELPHIA, PA 191042604	NONE	PUBLIC CHARITY	GREEN CORPS	4,000
WEAVERS WAY COMMUNITY PROGRAMS559 CARPENTER LANE PHILADELPHIA, PA 19119	NONE	NON-PROFIT ORGANIZAT	UNRESTRICTED	3,000
WEILL CORNELL MEDICAL COLLEGE1300 YORK AVENUE NEW YORK, NY 10065	NONE	NON-PROFIT ORGANIZAT	UNRESTRICTED	1,500
WILLIAMS ALUMNI FUND75 PARK STREET WILLIAMSTOWN, MA 01267	NONE	NON-PROFIT ORGANIZAT	UNRESTRICTED	4,000
WOODS HOLE OCEANOGRAPHIC INSTITUTION266 WOODS HOLE ROAD WOODS HOLE, MA 025431050	NONE	PUBLIC CHARITY	UNRESTRICTED	1,500
WAGNER FREE INSTITUTE OF SCIENCE1700 WEST MONTGOMERY AVENUE PHILADELPHIA, PA 19121	NONE	PUBLIC CHARITY	UNRESTRICTED	1,500
DRUG POLICY ALLIANCE925 15TH STREET NW 2ND FLOOR WASHINGTON, DC 20005	NONE	PUBLIC CHARITY	UNRESTRICTED	1,500
Total . . . . ▶ **3a**				55,000

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TY 2011 Investments Corporate Stock Schedule

Name: COLEMAN FOUNDATION

EIN: 23-6214964

Name of Stock	End of Year Book Value	End of Year Fair Market Value
	666,731	709,918

TY 2011 Investments Government Obligations Schedule

Name:	COLEMAN FOUNDATION
EIN:	23-6214964
US Government Securities - End of Year Book Value:	153,719
US Government Securities - End of Year Fair Market Value:	193,746
State & Local Government Securities - End of Year Book Value:	0
State & Local Government Securities - End of Year Fair Market Value:	0

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TY 2011 Other Professional Fees Schedule

Name: COLEMAN FOUNDATION

EIN: 23-6214964

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PITCAIRN TRUST COMPANY	15,120	12,852		2,268

TY 2011 Taxes Schedule

Name: COLEMAN FOUNDATION

EIN: 23-6214964

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX WITHHELD	118	118		0
FEDERAL EXCISE TAX	1,931	0		1,931