

## See a Social Security Number? Say Something! Report Privacy Problems to https://public.resource.org/privacy Or call the IRS Identity Theft Hotline at 1-800-908-4490





**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

Fo	r cale	endar year 2011 or tax year beginning	, aı	nd ending			
Na	me of	foundation			A Er	nployer Identification nu	ımber
Th	e Pie	ce Family Charitable Foundation				26-1459	612
N	mber	and street (or P O box number if mail is not delivered to street ad	dress)	Room/suite	ВТе	elephone number (see inst	
Fo	undat	ion Source 501 Silverside Rd		123		(800) 839-	-1754
		wn, state, and ZIP code			Clfe	exemption application is pe	
Wi	lming	ton	DE	19809-1377			
G	Che	ck all that apply:	I return of a former p		D 1.1	Foreign organizations, che	eck here
			nded return	•		Foreign organizations med	_
		Address change Nam	e change			check here and attach cor	
Н	Che	ck type of organization X Section 501(c)(3) exer	mpt private foundation	n	_ " _	susta faundation atatus u	
	_	tion 4947(a)(1) nonexempt charitable trust				rivate foundation status w der section 507(b)(1)(A), o	
ī	Fair	market value of all assets at end J Accounting r	nethod X Cash	Accrual	E 1f 11	ne foundation is in a 60-m	onth termination
•		ar (from Part II, col (c),		,, , toordan		der section 507(b)(1)(B), of	
		16) ▶\$ 9,267,507 (Part I, column (c	i) must be on cash bas	ıs)	<u> </u>		
Pa	ırt I	Analysis of Revenue and Expenses (The total of	(a) Revenue and	(b) Not investor		fal. Advisated and	(d) Disbursements
		amounts in columns (b), (c), and (d) may not necessarily equal	expenses per	(b) Net investm income	eni	(c) Adjusted net income	for chantable purposes
		the amounts in column (a) (see instructions) )	books				(cash basis only)
	1	Contributions, gifts, grants, etc., received (attach schedule)	3,275,000			<del></del>	
	2	Check ▶ if the foundation is not required to attach Sch B					
	3	Interest on savings and temporary cash investments	743		743		
	4	Dividends and interest from securities	204,828	204	,828		
Revenue	6 8	Net rental income or (loss)  Net gain or (loss) from sale of assets not on line 10	123,464			-	
en_	ľ	Gross sales price for all assets on line 6a 3,216,364	125,404				
ě	7 7	Capital gain net income (from Part IV, line 2)		123	,464		
	8	Net short-term capital gain			,		
	9	Income modifications					
	10 a	Gross sales less retting and allowantes					
	, ~	Less. Odst of Bonds spine					
		Gross profitor (loss) (attach schedule)					
	11	Other income (attach schedule) 2012 . O.	6		6		
	12	Total. Additines 1 through 11	3,604,041	329	,041		
Expenses	13	Compensation of officers directors, trustees, etc					
Sus	14 15	Other employee salaries and wages		<del></del>			
ğ	ı	Pension plans, employee benefits	2,400	<del></del>	$\dashv$		2 400
	۱ ہ	Accounting fees (attach schedule)	2,400		-	<del></del>	2,400
<u>≷</u>	ء ا	Other professional fees (attach schedule)	396,812	85	,936	-	310,876
rat	17	Interest			,000		010,070
ist	18	Taxes (attach schedule) (see instructions) .	9,132	2	,219		
듣	19	Depreciation (attach schedule) and depletion	5,867				
þ	20	Occupancy					
Q D	21	Travel, conferences, and meetings	40,263				40,263
aŭ	22	Printing and publications	477				477
ğ	23	Other expenses (attach schedule)	51,412	8	,233		43,179
Operating and Administrative	24	Total operating and administrative expenses.	500.000				
ē	25	Add lines 13 through 23 Contributions, gifts, grants paid	506,363	96	,388		397,195
Q	25 26	Total expenses and disbursements. Add lines 24 and 25	990,964				990,964
_	20		1,497,327	96	,388		1,388,159
	27	Subtract line 26 from line 12 Excess of revenue over expenses and disbursements	2 406 744		}		
		Net investment income (if negative, enter -0-)	2,106,714	222	653		
		Adjusted net income (if negative, enter -0-)			,653	-	
	٥				- 1	1	

Da	rt 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 o	of year
Г e	Щ	should be for end-of-year amounts only (See instructions )	(a) Book Value	(b) Book Valu	9	(c) Fair Market Value
	1	Cash—non-interest-bearing				
	2	Savings and temporary cash investments	1,656,209	1,521	,337	1,521,337
	3	Accounts receivable				
		Less: allowance for doubtful accounts	2,581			
	4	Pledges receivable				
		Less allowance for doubtful accounts				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other				
	١ ـ	disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule)				i
	١.	Less allowance for doubtful accounts		•		
Assets	8	Inventones for sale or use				
SS	9	Prepaid expenses and deferred charges	505,000	740	000	700 450
⋖		I Investments—U.S. and state government obligations (attach schedule)	565,632		,889	
		Investments—corporate stock (attach schedule)	4,646,662	5,917		
		Investments—corporate bonds (attach schedule)	336,631	080	,128	730,240
	11	Investments—land, buildings, and equipment basis	<del></del>			
	12	Less accumulated deprecation (attach schedule)				
	13	Investments—mortgage loans		470	200	460 E42
	14	" · · · · · · · · · · · · · · · · · · ·		4/0	,298	469,542
	'-	Land, buildings, and equipment basis ► 23,675	16 200		242	42 242
	15	Less accumulated depreciation (attach schedule) ► 10,363 Other assets (describe ► )	16,280	13	,312	13,312
	16	Other assets (describe   Total assets (to be completed by all filers—see the				
	'	instructions Also, see page 1, item I)	7,223,995	9,330	700	9,267,507
	17	Accounts payable and accrued expenses	1,223,993	9,550	,709	9,201,301
	18	Grants payable				
Liabilities	19	Deferred revenue				
Ħ	20	Loans from officers, directors, trustees, and other disqualified persons				
ab	21	Mortgages and other notes payable (attach schedule)				
_	22	• • • • • • • • • • • • • • • • • • • •				
	23	Other liabilities (describe   Total liabilities (add lines 17 through 22)	0		0	
		Foundations that follow SFAS 117, check here			Ť	
Balances		and complete lines 24 through 26 and lines 30 and 31.				
5	24	Unrestricted				
aga	25	Temporanly restricted				
d B	26	Permanently restricted				
		Foundations that do not follow SFAS 117, check here.				
or Fun		and complete lines 27 through 31.				
ō	27	Capital stock, trust principal, or current funds				
Net Assets	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
ŠŠ	29	Retained earnings, accumulated income, endowment, or other funds	7,223,995	9,330	.709	
Ä	30	Total net assets or fund balances (see instructions)	7,223,995	9,330		
é	31	Total liabilities and net assets/fund balances (see				
-		instructions)	7,223,995	9,330	<u>,70</u> 9	
	rt III					
1		net assets or fund balances at beginning of year—Part II, column (a), line				
		f-year figure reported on prior year's return)		L	1	7,223,995
		amount from Part I, line 27a		[	2	2,106,714
3	Other	increases not included in line 2 (itemize)		L	_3	
		nes 1, 2, and 3			4	9,330,709
		ases not included in line 2 (itemize) ▶			5_	
6	Total i	net assets or fund balances at end of year (line 4 minus line 5)—Part II, co	olumn (b), line 30		6	9 330 709

(a) List and describe the	kind(s) of property sold (e.g., real es e, or common stock, 200 shs MLC C	tate,	Incor	(b) How acquired P—Purchase D—Donation		Date acquired no , day, yr )	(d) Date sold (mo , day, yr )
1a Publicly-traded Securities							
b Passthrough K1 Capital Gair						_	
c ROBECO-SAGE MULTI STF	RATEGY FND LLC						
<u>d</u>							
e (e) Gross sales price	(f) Depreciation allowed (or allowable)			other basis			or (loss) minus (g)
a 2,984,565				2,846,908			137,657
b							-16,076
<u>c</u> 231,799				229,916			1,883
d							
Complete only for pagets chave	na ann in naturna (h) and airma	al burtha fa		40/04/00	<u> </u>		
Complete only for assets show	(j) Adjusted basis as of 12/31/69	(	k) Exces	in on 12/31/69 is of ∞l (i) (j), if any		col (k), but not	(h) gain minus less than -0-) or om col (h))
a				0,, <u></u>			137,657
b				<del>,</del>			-16,076
С							1,883
d							
e							
2 Capital gain net income or (r	If (loss),		ın Par	t I, line 7	2		123,464
3 Net short-term capital gain of If gain, also enter in Part I, II in Part I, Iine 8		tions). If			3		
Part V Qualification Unde			Tax o	n Net Investm	ent Ir	ncome	
If section 4940(d)(2) applies, lead Was the foundation liable for the If "Yes," the foundation does not a Enter the appropriate amount	e section 4942 tax on the dis	e) Do no	t comp	lete this part		•	Yes X No
(a)			uic iii		IIIakii	ng any entires	(d)
Base penod years	(b) Adjusted qualifying distribution	ns Ne	et value o	(c) of nonchantable-use a	assets		ibution ratio
Calendar year (or tax year beginning in 2010		7,869		–	5,481	(col (b) d	vided by col (c)) 0 174454
2009		7,851			3,755		0 438718
2008		5,141	<del></del>		1,844		0 340172
2007		0			3,247	-	0 000000
2006							0 000000
2 Total of line 1, column (d)						2	0 953344
3 Average distribution ratio for the number of years the four	rtne 5-year base period—div ndation has been in existenc	riae the to e if less ti	han 5	line 2 by 5, or by years .	'	3	0 238336
4 Enter the net value of nonch	aritable-use assets for 2011	from Par	t X, lin	e5 .		4	8,314,963
5 Multiply line 4 by line 3 .					.	_ 5	1,981,755
6 Enter 1% of net investment i	ncome (1% of Part I, line 27	b)			}	6	2,327
<b>7</b> Add lines 5 and 6					.	7	1,984,082
8 Enter qualifying distributions If line 8 is equal to or greater		n Part VI	line 11		that n	8 art using a 1%	1,391,058
the Part VI instructions	and the second s	/• • /,		., s complete	p		

P	an	VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—	see ins	tructions	s)	
1	a I	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)				
	Ъ	Domestic <u>fou</u> ndations that meet the section 4940(e) requirements in Part V, check	1	4	,653	
		nere ▶ 🔲 and enter 1% of Part I, line 27b				
		All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4%	<b>S</b>			
_		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		0.050	
3 4		Add lines 1 and 2	3		,653	
5		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	5		652	
6		Tax based on Investment Income. Subtract line 4 from line 3. If zero or less, enter -0	5		,653	
٠		2011 estimated tax payments and 2010 overpayment credited to 2011 6a 3,589				
	_	Exempt foreign organizations—tax withheld at source 6b				ļ
		Fax paid with application for extension of time to file (Form 8868) . 6c 2,546				
	_	Backup withholding erroneously withheld 6d	lį			
7		Total credits and payments Add lines 6a through 6d	7	E	5,135	
8		Enter any penalty for underpayment of estimated tax. Check here X if Form 2220 is attached	8	<u>`</u>	0	
9		Fax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		0	
10	) (	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	•	,482	
11		1,402	11		0	
P	art	VII-A Statements Regarding Activities				
1	a I	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it			Yes	No
		participate or intervene in any political campaign?		1a		х
	b١	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the				_
	1	nstructions for definition)?		1b		Х
	1	f 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				
	_	Old the foundation file Form 1120-POL for this year?		1c		_X
		Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year				
		1) On the foundation ▶ \$ (2) On foundation managers ▶ \$		_		
		Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed				
2		on foundation managers  \$				
_		Has the foundation engaged in any activities that have not previously been reported to the IRS? .		2		X
3		f "Yes," attach a detailed description of the activities  Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles				
Ŭ		of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		. 3		Х
4		Did the foundation have unrelated business gross income of \$1,000 or more during the year?		. 4a		x
		f "Yes," has it filed a tax return on Form 990-T for this year?		. 4b	N/A	
5		Nas there a liquidation, termination, dissolution, or substantial contraction during the year?	• • •	5	1 177 (	X
		f "Yes," attach the statement required by General Instruction T				
6		Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either		ŀ	ì	
		By language in the governing instrument, or		ľ		
		<ul> <li>By state legislation that effectively amends the governing instrument so that no mandatory directions</li> </ul>				
	t	hat conflict with the state law remain in the governing instrument?		6	Х	
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	d Part X\	/. <u>  7</u>	X	
8		Enter the states to which the foundation reports or with which it is registered (see instructions)				
	•	DE, IL		-		
		f 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	X	
9		s 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				_
10		complete Part XIV  Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing		. 9		X
		heir names and addresses		10		х

Form	990-PF (2011) The Pierce Family Charitable Foundation 26-145	<u> 59612</u>	Ρ.	age 5
Pár	t VII-A Statements Regarding Activities (continued)			
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had			
	advisory privileges? If "Yes," attach statement (see instructions)	12		<u> </u>
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Х	
	Website address ►			
14	The books are in care of ► Foundation Source Telephone no ►		) 839-	1754
	Located at ► 501 Silverside Road, Suite 123 Wilmington DE ZIP+4 ► 19809-1377	7 		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here			• ⊔
40	and enter the amount of tax-exempt interest received or accrued during the year			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority	مدا	Yes	No
	over a bank, securities, or other financial account in a foreign country?	16	L	X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country	1		
Pai	rt VII-B Statements Regarding Activities for Which Form 4720 May Be Required	<u></u>		
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.	T	Yes	No
1a	During the year did the foundation (either directly or indirectly)	$\vdash$	169	140
Id	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?  (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?			
	(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 X 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	1b	N/A	X
С	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		
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)).			
а	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			
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)	2b	N/A	
С	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here			
	<b>▶</b> 20, 20	1		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?			
b	If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation	1		
	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 penod? (Use Schedule C, Form 4720, to determine	<u> </u>		
	if the foundation had excess business holdings in 2011)	3b	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its chantable purposes?	4a		<u> </u>
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable	-		

P:	rt V	I-B Statements Regarding Activiti			47	20 May Re R	eau	ired (continue)		0-145	<del>30 12</del>	<u> </u>	age U
5a		ng the year did the foundation pay or incur any			7,	zo may be it	<u> </u>	ii ca toominaci	-/				
		Carry on propaganda, or otherwise attempt t			ecti	on 4945(e)\2		. Tyes	X	No			
		Influence the outcome of any specific public								, 1.0		1	
	\-/	on, directly or indirectly, any voter registration		•	,,,	or to carry		Yes	X	No			
	(2)						•		=	•			
		Provide a grant to an individual for travel, stu	-	• •				. L Yes	X	No			
	(4)	Provide a grant to an organization other than in section 509(a)(1), (2), or (3), or section 49						· · Yes	X	No			
	(5)	Provide for any purpose other than religious, educational purposes, or for the prevention of				•		· · Yes	X	No			
b	If an	y answer is "Yes" to 5a(1)-(5), did any of the t	rans	actions fail to qualify	y ur	nder the exception	ns d	escribed in					
	Reg	ulations section 53.4945 or in a current notice	rega	rding disaster assist	tand	ce (see instructio	ns)?				5b	N/A	
	Orga	anizations relying on a current notice regarding	disa	aster assistance che	ck	here			▶□				
C	If the	answer is "Yes" to question 5a(4), does the f	ound	lation claim exemption	on i	from the							
	tax t	ecause it maintained expenditure responsibilit	ly for	the grant?				Tyes		No			
	If "Y	es," attach the statement required by Regulation	ons s	section 53 4945–5(d <sub>.</sub>	0								
6a	Did (	he foundation, during the year, receive any ful	nds,	directly or indirectly,	, to	pay							
	pren	niums on a personal benefit contract?						Yes	X	No		İ	
b		he foundation, during the year, pay premiums es" to 6b, file Form 8870.	, dıre	ectly or indirectly, on	a p	personal benefit of	contr	act? .			6b		X
7a	At a	ny time during the tax year, was the foundation	n a p	arty to a prohibited to	ax :	shelter transaction	nn?	Yes	ΓX	No			
		es," did the foundation receive any proceeds of	-							,	7b	N/A	
	art \								/ Pai	d Em			
		and Contractors			, ,	· oundation		agoro, mgm,			picy	,00,	
1	List	all officers, directors, trustees, founda	atio	n managers and t	the	ir compensat	ion	see instruction	ıs).				
			(b)	Title, and average	(c)	) Compensation		(d) Contributions to	)	(0)	Expens	e acco	unt
		(a) Name and address		hours per week evoted to position	(If	not pald, enter -0-)		employee benefit pla d deferred compens			ther allo		
SE	E AT	TACHMENT				- 1							
								···					
					_			<del></del>					
		••											
2		npensation of five highest-paid employ or "NONE."	ees	(other than thos	se i	included on lir	ne 1	-see instruction	ons).	lf non	e,		
				(b) Title, and average	Ţ			(d) Contributions					
(a)	Name	and address of each employee paid more than \$50,	000	hours per week		(c) Compensation	n	employee bene plans and defen			Expens		-
				devoted to position				compensation		0	ther allo	wance	S
NO	NE				╗								
				0	00								
					Т								
				.0	00								
				-	T	_							
				0	00								
					T								
				0	00								
Tat	al nu	mber of other employees paid over \$50,0	100	0	00				_				
I UL	ai 110	mber of other employees paid over \$50,0	UU						-				

Form 990-PF (2011) The Pierce Family Charitable Foundation		26-1459612 Page /
Part VIII Information About Officers, Directors, Trustee	es, Foundation Managers, Highly Pa	id Employees,
and Contractors (continued)  3 Five highest-paid independent contractors for professional services	(and instructions) If none enter "NONE"	<del> </del>
(a) Name and address of each person paid more than \$50,000	(b) Type of service	T (a) Componentian
Pierce and Associates, PLC	(b) Type of Service	(c) Compensation
1 N Dearborn, STE 1300, Chicago, IL 60602	Philanthropic Consulting	90,510
UBS Financial Services		
7700 Wisconsin Ave , Suite 300, Bethesda, MD 20814	Investment Management	52,264
		0
Total number of others receiving over \$50,000 for professional services	s <b>&gt;</b>	0
Part IX-A Summary of Direct Charitable Activities		
List the foundation's four largest direct chantable activities during the tax year. Include reletithe number of organizations and other beneficianes served, conferences convened, research	evant statistical information such as arch papers produced, etc	Expenses
The Pierce Family Foundation is working to increase the efficiency a charities committed to addressing urban housing and homelessness with operational and strategic consultants, upgraded computer hards  3  4	s issues by providing these charities ware and software, and mgmt training	369,045
•••••		
Part IX-B Summary of Program-Related Investments (se	ee instructions)	<u> </u>
Describe the two largest program-related investments made by the foundation during the ta	ax year on lines 1 and 2	Amount
2		
All other program-related investments See instructions 3		
Total. Add lines 1 through 3		0

Pa	Minimum Investment Return (All domestic foundations must complete this part. Foreign	foundati	ons,
1	see instructions )  Fair market value of assets not used (or held for use) directly in carrying out chantable, etc.,	<u> </u>	<del></del> -
'			
а	purposes: Average monthly fair market value of securities	1a	7,125,979
b	Average of monthly cash balances	1b	880,475
C	Fair market value of all other assets (see instructions)	1c	435,133
d	Total (add lines 1a, b, and c)	1d	8,441,587
e	Reduction claimed for blockage or other factors reported on lines 1a and	<u>                                    </u>	0,441,567
·	1c (attach detailed explanation)		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	8,441,587
4	Cash deemed held for charitable activities Enter 1 ½ % of line 3 (for greater amount, see	<del>                                     </del>	0,441,501
7	instructions)	4	126,624
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	8,314,963
6	Minimum investment return. Enter 5% of line 5	6	415,748
	t XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating	. •	415,740
	foundations and certain foreign organizations check here		
1	Minimum investment return from Part X, line 6	1	415,748
2a	Tax on investment income for 2011 from Part VI, line 5	<del></del>	413,740
b	Income tax for 2011. (This does not include the tax from Part VI)	1 1	
c	Add lines 2a and 2b	2c	4,653
3	Distributable amount before adjustments Subtract line 2c from line 1	3	411,095
4	Recoveries of amounts treated as qualifying distributions	4	<del>411,09</del> 3
5	Add lines 3 and 4	5	411,095
6	Deduction from distributable amount (see instructions)	6	411,093
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII,	┡	
	line 1	7	411,095
			411,095
Par	t XII Qualifying Distributions (see instructions)		
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		· <del> </del>
а	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	1,388,159
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	2,899
3	Amounts set aside for specific charitable projects that satisfy the		
а	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,391,058
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment		.,55.,1000
	income Enter 1% of Part I, line 27b (see instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,391,058
	Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the found	dation	.,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,
	qualifies for the section 4940(e) reduction of tax in those years		

Part	XIII Undistributed Incor	ne (see instructions)				
1	Distributable amount for 2011 fr	· · · · · · · · · · · · · · · · · · ·	(a) Corpus	(b) Years pnor to 2010	(c) 2010	(d) 2011
_	line 7		<u> </u>		···· <del>-  </del>	411,095
2	Undistributed income, if any, as	of the end of 2011				
	Enter amount for 2010 only	·  -			0	
	Total for prior years 20,			0		
3	Excess distributions carryover,	If any, to 2011:				
а	From 2006	0				
b	From 2007	0				
C	From 2008	191,532		-	ŀ	
d	From 2009	485,695				
е	From 2010	594,119				
f	Total of lines 3a through e		1,271,346			
4	Qualifying distributions for 2011	_				
	XII, line 4: ► \$1,					
а	Applied to 2010, but not more th				0	
	Applied to undistributed income	_				······································
	(Election required—see instruct	· · ·		ol		
С	Treated as distributions out of o					· · · · · ·
•	required—see instructions)					
d	Applied to 2011 distributable an					411,095
e	Remaining amount distributed of	<u> </u>	979,963			411,000
5	Excess distributions carryover a	·	0	<del> </del> -		0
	(If an amount appears in column same amount must be shown in	n (d), the	, , , , ,			
6	Enter the net total of each colindicated below:	` ' ' '				
а	Corpus Add lines 3f, 4c, and 4e	Subtract line 5	2,251,309			
b	Prior years' undistributed incom		2,201,000			<del></del>
J				o		
_				<u> </u>		-
·	Enter the amount of prior years'					
	income for which a notice of de	· 1				
	been issued, or on which the se	`'				1
	tax has been previously assess			···		
a	Subtract line 6c from line 6b. Ta	exable			:	
	amount—see instructions			0		
е	Undistributed income for 2010				ľ	
	4a from line 2a Taxable amour	į.		,		
_	instructions				0	
f	Undistributed income for 2011.	Subtract				
	lines 4d and 5 from line 1. This	amount must				
	be distributed in 2012 .					0
7	Amounts treated as distributions	s out of				
	corpus to satisfy requirements if	mposed by				
	section 170(b)(1)(F) or 4942(g)(	(3) (see instructions)				
8	Excess distributions carryover for	rom 2006				
	not applied on line 5 or line 7 (s	ee instructions) .	ol			
9	Excess distributions carryove					
	Subtract lines 7 and 8 from line		2,251,309	1		
10	Analysis of line 9.		, ,			
а	Excess from 2007	l o				·
b	Excess from 2008	191,532			ļ	
c	Excess from 2009	485,695			Į.	
d	Excess from 2010	594,119			ļ	i
-	Excess from 2011	979 963			-	

	n 990-PF (2011) The Pierce Family Charitable		d Dect VIII A		26-145	
	T XIV Private Operating Foundations (s			uestion 9)		N/A
та	If the foundation has received a ruling or determination, and the ruling is effective for 2011, enti-	•	, ,	•		
b	Check box to indicate whether the foundation is a		•	n section	4942(j)(3) or	4942(j)(5)
	Enter the lesser of the adjusted net	Tax year		Prior 3 years		
	income from Part I or the minimum	(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total
	investment return from Part X for each year listed	0	(5) 2010	(0) 2000	(4) 2000	0
h	85% of line 2a	0	0	0	0	0
	Qualifying distributions from Part XII,	···-	<u>_</u>			
	line 4 for each year listed	o				0
d	Amounts included in line 2c not used directly for active conduct of exempt activities					0
е	Qualifying distributions made directly		• •			
	for active conduct of exempt activities Subtract line 2d from line 2c	0	0	0	o	. 0
3	Complete 3a, b, or c for the alternative test relied upon: "Assets" alternative test—enter					<u></u>
_	(1) Value of all assets					0
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b	"Endowment" alternative test—enter 2/3	<del>-</del>				0
	of minimum investment return shown in Part X, line 6 for each year listed	0				•
С	"Support" alternative test—enter.					0
-	(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					0
	and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
	(3) Largest amount of support from an exempt organization					0
	(4) Gross investment income	-				0
Pa	rt XV Supplementary Information (Con	nplete this part o	only if the four	ndation had \$5,	000 or more in	
	assets at any time during the year		ons.)			
1	Information Regarding Foundation Manage					
а	List any managers of the foundation who have con- before the close of any tax year (but only if they ha	tributed more than 2%	of the total contri	butions received by	the foundation	
Der	his Pierce Martha V P		nan \$5,000) (See	section 507(d)(2) )		
	List any managers of the foundation who own 10% ownership of a partnership or other entity) of which	or more of the stock			ortion of the	<del></del>
NO						
2	Information Regarding Contribution, Grant Check here ► X if the foundation only makes unsolicited requests for funds. If the foundation ma other conditions, complete items 2a, b, c, and d	contributions to prese	lected charitable of	organizations and do	pes not accept anizations under	
а	The name, address, and telephone number of the	person to whom applic	cations should be	addressed		
b	The form in which applications should be submitted	and information and	materials they sho	ould include		
С	Any submission deadlines					
d	Any restrictions or limitations on awards, such as b factors	y geographical areas,	charitable fields, l	kinds of institutions,	or other	

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During th	e Year or Approved	for Future	Payment	
Recipient	If recipient is an individual, show any relationship to any foundation manager	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	or substantial contributor	recipient		
a Paid during the year ACCESS LIVING OF METROPOLITAN CHICAGO 115 W CHICAGO AVE	N/A	509(a)(1)	General & Unrestricted	25,000
CHICAGO IL 60654 ADLER SCHOOL OF PROF. PSYCHOLOGY 17 N DEARBORN ST	N/A	509(a)(1)	Mental Health Impact Assessment at Institute	10,000
CHICAGO IL 60602 BENZIE AREA CHRISTIAN NEIGHBORS INC 2839 BENZIE HWY	N/A	509(a)(1)	of Social Exclusion Computer Lab Technology upgrade	5,000
BENZONIA MI 49616 BETH EMET FOUNDATION INC 1224 DEMPSTER ST	N/A	509(a)(1)	Soup Kitchen	1,500
EVANSTON IL 60202 BETWEEN FRIENDS 2301 W HOWARD ST CHICAGO IL 60645	N/A	509(a)(1)	General & Unrestricted	10,000
CABRINI-GREEN LEGAL AID CLINIC INC 740 N MILWAUKEE AVE CHICAGO IL 60642	N/A	509(a)(1)	General & Unrestricted	10,000
CABRINI-GREEN LEGAL AID CLINIC INC 740 N. MILWAUKEE AVE CHICAGO IL 60642	N/A	509(a)(1)	Skill Sharing session	200
CAMBODIAN ASSOCIATION OF ILLINOIS 2831 W LAWRENCE AVE CHICAGO IL 60625	N/A	509(a)(1)	Exhibition	8,000
CARA PROGRAM 237 S DESPLAINES CHICAGO IL 60661	N/A	509(a)(1)	Professional development and skill sharing session	2,200
CENTER FOR ECONOMIC PROGRESS 29 E MADISON ST STE 900 CHICAGO IL 60602	N/A	509(a)(1)	General & Unrestricted	35,000
CENTER FOR NEIGHBORHOOD TECHNOLOGY 2125 W N AVE CHICAGO IL 60647	N/A	509(a)(1)	CNT Energy Project	10,000
Total . See Attached Statement			. ▶ 3a	990,964 *
b Approved for future payment			Ī	
* See attached description of dis	ributions of property	value at fair	market value at date o	distribution.
Total			<b>&gt;</b> 3b	0

	Unrelated bus	siness income	Excluded by section	n 512, 513, or 514	(e)
40	(a) Business code	<b>(b)</b> Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions)
1 Program service revenue			<del>                                     </del>		(555 111511 4545115 )
a			<del> </del>		<del></del>
b	<del></del>				
c					
d	_		<del> </del>		
e	_				
Top and contract from a contract.	_				
g Fees and contracts from government agencies				<u> </u>	<del></del>
2 Membership dues and assessments	ļ		4.4	740	
3 Interest on savings and temporary cash investments	.	· · · · · ·	14	743	-
4 Dividends and interest from securities		-	14	204,828	
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	•		40	400 404	
8 Gain or (loss) from sales of assets other than inventory			18	123,464	
9 Net income or (loss) from special events	-				
Gross profit or (loss) from sales of inventory	•		4.4		
11 Other revenue a K-1 Pass-Through Income	<del> </del>		14	6	
b	_	-			
	<del></del>				
d	_				
12 Subtotal Add columns (b), (d), and (e)		0		329,041	
13 Total. Add line 12, columns (b), (d), and (e)				13	329,041
		•			<u> </u>
See worksheet in line 13 instructions to verify calculations)					
See worksheet in line 13 instructions to verify calculations)			urnoses		
See worksheet in line 13 instructions to verify calculations )  Part XVI-B Relationship of Activities to the A	Accomplishment	of Exempt P		pportantly to	
See worksheet in line 13 instructions to verify calculations )  Part XVI-B Relationship of Activities to the A	Accomplishment ome is reported in colo	of Exempt P	VI-A contributed in		ctions )
See worksheet in line 13 instructions to verify calculations )  Part XVI-B Relationship of Activities to the A  Line No. Explain below how each activity for which inc	Accomplishment ome is reported in colo	of Exempt P	VI-A contributed in		ctions )
See worksheet in line 13 instructions to verify calculations )  Part XVI-B Relationship of Activities to the A  Line No. Explain below how each activity for which inc	Accomplishment ome is reported in colo	of Exempt P	VI-A contributed in		ctions)
See worksheet in line 13 instructions to verify calculations )  Part XVI-B Relationship of Activities to the A  Line No. Explain below how each activity for which inc	Accomplishment ome is reported in colo	of Exempt P	VI-A contributed in		ctions)
See worksheet in line 13 instructions to verify calculations )  Part XVI-B Relationship of Activities to the A  Line No. Explain below how each activity for which inc	Accomplishment ome is reported in colo	of Exempt P	VI-A contributed in		ctions )
See worksheet in line 13 instructions to verify calculations )  Part XVI-B Relationship of Activities to the A  Line No. Explain below how each activity for which inc	Accomplishment ome is reported in colo	of Exempt P	VI-A contributed in		ctions )
See worksheet in line 13 instructions to verify calculations )  Part XVI-B Relationship of Activities to the A  Line No. Explain below how each activity for which inc	Accomplishment ome is reported in colo	of Exempt P	VI-A contributed in		ctions )
See worksheet in line 13 instructions to verify calculations )  Part XVI-B Relationship of Activities to the A  Line No. Explain below how each activity for which inc	Accomplishment ome is reported in colo	of Exempt P	VI-A contributed in		ctions )
See worksheet in line 13 instructions to verify calculations )  Part XVI-B Relationship of Activities to the A  Line No. Explain below how each activity for which inc	Accomplishment ome is reported in colo	of Exempt P	VI-A contributed in		ctions )
See worksheet in line 13 instructions to verify calculations )  Part XVI-B Relationship of Activities to the A  Line No. Explain below how each activity for which inc	Accomplishment ome is reported in colo	of Exempt P	VI-A contributed in		ctions )
See worksheet in line 13 instructions to verify calculations )  Part XVI-B Relationship of Activities to the A  Line No. Explain below how each activity for which inc	Accomplishment ome is reported in colo	of Exempt P	VI-A contributed in		ctions )
See worksheet in line 13 instructions to verify calculations )  Part XVI-B Relationship of Activities to the A  Line No. Explain below how each activity for which inc	Accomplishment ome is reported in colo	of Exempt P	VI-A contributed in		ctions )
See worksheet in line 13 instructions to verify calculations )  Part XVI-B Relationship of Activities to the A  Line No. Explain below how each activity for which inc	Accomplishment ome is reported in colo	of Exempt P	VI-A contributed in		ctions )
See worksheet in line 13 instructions to verify calculations )  Part XVI-B Relationship of Activities to the A  Line No. Explain below how each activity for which inc	Accomplishment ome is reported in colo	of Exempt P	VI-A contributed in		ctions )
See worksheet in line 13 instructions to verify calculations )  Part XVI-B Relationship of Activities to the A  Line No. Explain below how each activity for which inc	Accomplishment ome is reported in colo	of Exempt P	VI-A contributed in		ctions )
See worksheet in line 13 instructions to verify calculations )  Part XVI-B Relationship of Activities to the A  Line No. Explain below how each activity for which inc	Accomplishment ome is reported in colo	of Exempt P	VI-A contributed in		ctions )
See worksheet in line 13 instructions to verify calculations )  Part XVI-B Relationship of Activities to the A  Line No. Explain below how each activity for which inc	Accomplishment ome is reported in colo	of Exempt P	VI-A contributed in		ctions )
See worksheet in line 13 instructions to verify calculations )  Part XVI-B Relationship of Activities to the A  Line No. Explain below how each activity for which inc	Accomplishment ome is reported in colo	of Exempt P	VI-A contributed in		ctions )
See worksheet in line 13 instructions to verify calculations )  Part XVI-B Relationship of Activities to the A  Line No. Explain below how each activity for which inc	Accomplishment ome is reported in colo	of Exempt P	VI-A contributed in		ctions )
See worksheet in line 13 instructions to verify calculations )  Part XVI-B Relationship of Activities to the A  Line No. Explain below how each activity for which inc	Accomplishment ome is reported in colo	of Exempt P	VI-A contributed in		ctions )
See worksheet in line 13 instructions to verify calculations )  Part XVI-B Relationship of Activities to the A  Line No. Explain below how each activity for which inc	Accomplishment ome is reported in colo	of Exempt P	VI-A contributed in		ctions )
See worksheet in line 13 instructions to verify calculations )  Part XVI-B Relationship of Activities to the A  Line No. Explain below how each activity for which inc	Accomplishment ome is reported in colo	of Exempt P	VI-A contributed in		ctions )
See worksheet in line 13 instructions to verify calculations )  Part XVI-B Relationship of Activities to the A  Line No. Explain below how each activity for which inc	Accomplishment ome is reported in colo	of Exempt P	VI-A contributed in		ctions )
See worksheet in line 13 instructions to verify calculations )  Part XVI-B Relationship of Activities to the A  Line No. Explain below how each activity for which inc	Accomplishment ome is reported in colo	of Exempt P	VI-A contributed in		ctions )

Part XVII	Information Regarding	Transfers To and	Transactions and Relationships With N	oncharitable
	<b>Exempt Organizations</b>			

		ction	ganization directly of 501(c) of the Code ons?										Yes	No
а	Trans	sfers	from the reporting	foundation to	a noncharitat	ole exempt	organizat	tion of.						
	(1) C		_			•						1a(1)		X
	(2)	Other	assets									1a(2)		X
b	Other	r trar	sactions											
	(1) S	Sales	of assets to a none	charitable exe	empt organiza	tion						1b(1)		X
			ases of assets from									1b(2)		X
	(3) F	Renta	of facilities, equipi	ment, or othe	r assets							1b(3)		X
	(4) F	Reiml	bursement arrangei	ments								1b(4)		X
	(5) L	.oans	s or loan guarantee:	S								1b(5)		X
			rmance of services									1b(6)		Х
C	Shari	ing o	f facilities, equipme	nt, mailing lis	ts, other asse	ts, or paid	employee	es .				1c		Χ
	value	of the	wer to any of the ab ne goods, other ass ny transaction or sh	ets or service	es given by th	ne reporting	i foundation	on If th	e foundation red	œiv	ed less than	fair ma	rket	
_(a) i	ine no		(b) Amount involved	(c) Name	of nonchantable e	xempt organiz	zation	(d) De	scription of transfers	, trai	nsactions, and st	nanng am	angem	ents
		$\perp$												
		-										a.		
		-				•								
		+-												
		+										-		
		+-			<del></del>									
								-						
		+-												
		+												
		+												<del></del>
		+						-						
		+												
		+						-						
2a	Is the	four	ndation directly or in	directly affilia	ated with or re	elated to o	ne or mor	re tax-e	vemnt organiza	tion	<u> </u>			
	descr	ribed	in section 501(c) o omplete the following	f the Code (o	ther than sect	ion 501(c)(	3)) or in s	section	527?		Ϋ́	es X	No	
		(	a) Name of organization		(b)	Type of organ	nization		(c)	Des	cription of relation	nship		
		Under	penalties of perjury, I declare to	nat I have examined	this return, including a	accompanying sci	hedules and st	tatements,	and to the best of my kno	wled	ge and belief, It is tru	ie,		
Sig	ın İ	correct,	and complete Declaration of	preparer (other than	taxpayer) is based or	all information of	f which prepart	er has any l	knowledge	ı	May the IRS of	liscuss th	s retur	$\Box$
He			breed CD.		ma/	1.5	<i>[</i> ]				with the prepa			
пе	ין פי	<b>'</b>	roug 111	<u>ua</u>	11/12	<u>//レ</u> ア	· re	23 (D)	CNT	.	instructions)?	_		No
	L_	Sign	nature of officer or trustee		Ďate		Title							
Pai	d		Print/Type preparer's na	ime	Preparer's signa	ture			Date		, . <del></del>	PTIN		
			Jeffrey D Haskell		Jeffrey D.	Hackall			44/42/2042		heck if	D042.44	=770	
	pare			undation Sou		iaskell			11/12/2012	-		P0134		
Us	e On	ıly		undation Sou		NC004	<del></del>			1		1-03983		
			Firm's address ► 55	vvalis Drive, I	raimeia, CT C	0824				ואן	one no (800	) 839-1	/54	

## Schedule B

(Form 990, 990-EZ, or 990-PF) Department of the Treasury

Name of the organization

Schedule of Contributors

OMB No 1545-0047

2011

Employer identification number

Department of the Treasury Internal Revenue Service ► Attach to Form 990, Form 990-EZ, or Form 990-PF.

The Pierce Family Charitable Foundation 26-1459612 Organization type (check one) Filers of: Section: Form 990 or 990-EZ 501(c)( ) (enter number) organization 4947(a)(1) nonexempt chantable trust not treated as a private foundation 527 political organization Form 990-PF 501(c)(3) exempt private foundation 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundation Check if your organization is covered by the General Rule or a Special Rule. Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions General Rule For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor Complete Parts I and II **Special Rules** For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use exclusively for religious, chantable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use exclusively for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an exclusively religious, charitable, etc., purpose Do not complete any of the parts unless the General Rule applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year **>** \$ \_\_\_\_\_\_ Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990,

990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on Part I, line 2, of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Schedule B (F	Form 990, 990-EZ, or 990-PF) (2011)		Page 2
Name of or	<del>-</del>	E	imployer identification number
The Pierce	Family Charitable Foundation	L	26-1459612
Part I	Contributors (see instructions). Use duplicate copie	es of Part I if additional space is r	needed.
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	Pierce, Denis  1231 Oak Avenue  Evanston IL 60202  Foreign State or Province  Foreign Country	\$ 3,275,000	Person X Payroll
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
2	Foreign State or Province. Foreign Country	\$ <u>o</u>	Person Payroll Occupate Part II if there is a noncash contribution )
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
3	Foreign State or Province Foreign Country:	\$0	Person Payroll Occash (Complete Part II if there is a noncash contribution )
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>4</u>	Foreign State or Province Foreign Country	\$0	Person Payroll Noncash (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
5	Foreign State or Province <sup>-</sup> Foreign Country:	\$0	Person Payroll Noncash (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
. 6	Foreign State or Province Foreign Country:	\$0	Person Payroll Noncash Complete Part II if there is a noncash contribution )

Name of organization
The Pierce Family Charitable Foundation

Employer identification number
26-1459612

Part II	Noncash Property (see instructions). Use duplicate co	pies of Part II if additional spa	ce is needed.
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$0	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ <u>o</u>	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$0	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$0	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
••••		\$0	

Name of org	ganization Family Charitable Foundation			Employer Identification number 26-1459612
Part III	Exclusively religious, charitable, etc., total more than \$1,000 for the year. Cor For organizations completing Part III, ente contributions of \$1,000 or less for the year. Use duplicate copies of Part III if additional	mplete columner the total of ear (Enter this i	s (a) through (e) and the exclusively religious, chain formation once. See in	01(c)(7), (8), or (10) organizations e following line entry aritable, etc.
(a) No. from Part I	(b) Purpose of gift	(с	) Use of gift	(d) Description of how gift is held
-		_ (e) T	ransfer of gift	-
	Transferee's name, address, and			ip of transferor to transferee
	For, Prov. Country			••••••
(a) No. from Part I	(b) Purpose of gift	(c	) Use of gift	(d) Description of how gift is held
	Transferee's name, address, and		ransfer of gift  Relationsh	ip of transferor to transferee
	For Prov Country	•••••		
(a) No. from Part I	(b) Purpose of gift	(с	) Use of gift	(d) Description of how gift is held
		(e) T	ransfer of gift	<u></u>
	Transferee's name, address, and	ZIP + 4	Relationsh	ip of transferor to transferee
	For Prov. Country			
(a) No. from Part I	(b) Purpose of gift	(c	) Use of gift	(d) Description of how gift is held
•••••				
	Transferee's name, address, and i		ransfer of gift Relationsh	ip of transferor to transferee
	For Prov Country			

Form 990-PF, Part I, Line 11 - Other Income

	TOTAL	9	<b>မ</b>	0	
		(a)	<u>(a</u>	<u></u>	
		Revenue	Net Investment	Adjusted	
	Description	per Books	lncome	Net Income	
•	GROSVENOR REGISTERED MULTI-STRATEGY FUND, LLC K-1 Pass-Through Share of Partnership Income	-	-	0	
7	2 ROBECO-SAGE MULTI STRATEGY FND LLC K-1 Pass-Through Share of Partnership Income	5	2	0	
က					
4					
2					
9					
~					
8					
9					
9					

Form 990-PF, Part I, Line 16a - Legal Fees

Canitable   Charitable   Char		TOTAL:	2,400	0	o	2,400
iption  Expenses per Net Investment Adjusted Net Charitat  Books Income Income Purpos  2,400 0 0 0  Purpos  2,400 0 0			(6)	3	3	5
uption         Books         Income         Purpos           ounseling         2,400         0         0           counseling         0         0         0			Expenses per	Vet Investment	Adjusted Net	Charitable
ounseling     2,400     0     0       conseling     6     6       conseling     6     6	Description		Books	Income	Income	Purpose
	eneral Governance Matters and Counseling		2,400		0	2,400

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

Professional Investment Services			TOTAL:	396,812	85,936	0	310,876
Expenses per Net Investment Adjusted Net Chartable Books   Net Income Income Purpose Purpose   Net Income Purpose   Net Income   Net				(	Œ	3	į
Description         Books         Income         Purpose           1 Services         85,936         85,936         0           ervices         142,317         0         0         142           t Services         168,059         0         0         168           t Services         500         0         0         168				Expenses per	(b) Net Investment	Adiusted Net	(d) Charitable
t Services 85,936 85,936 0 142 ervices 142,317 0 0 0 142 t Services 168,059 0 0 0 168 500 0 0 0		Description		Books	Income	Income	Purpose
t Services 142,317 0 0 0 142 t Services 168,059 0 0 0 168 500 0 0 0 168	-	Professional Investment Services		85,936	85,936	0	0
t Services 168,059 0 0 0 168 500 0 0 0	7	Professional Network Services		142,317	0	0	142,317
0 0 009	က	Philanthropic Consultant Services		168,059	0	0	168,059
5       6       7       8       9       10	4	Summer Intern Stipend		200	0	0	200
8 8 9 10	Ŋ						
7       8       9       10	9						
9 6 10 10 10 10 10 10 10 10 10 10 10 10 10	7						
9 10	8						
10	6						
	19						:

Form 990-PF, Part I, Line 18 - Taxes

	<b>TOTAL:</b> 9,132	2,219	0	0
	(a)	(q)	(0)	(p)
Description	Expenses per Books	Net Investment Income	Adjusted Net Income	Charitable Purpose
1 2011 Excise Tax	3,500	0	0	0
2 Foreign Tax Paid	2,219	2,219	0	0
10 Excise Tax	3,413		0	0

Amount of depreciation included in cost of goods sold . .\_

Form 990-PF, Part I, Line 19 - Depreciation and Depletion

Macbook         Date boundation         Method of population         Asset boundation         Cost or Life         Cost or Other Basis         Depreciation books         Net Investment boundation books         Acquired books         Computation boundation         Life         Other Basis beneation books         Depreciation books         Net Investment boundation broad books         Acquired books         Life         Other Basis boundation         Other Basis boundation         Depreciation books         Net Investment boundation         Accumulation broad         Ac							TOTAL	5,867	0	3
Description         Acquired         Computation         Life         Other Basis         Depreciation         Books         Income           9/10/2009         Straight Line         3. 3,197         1,420         1,066         1,066           ive Director         5/20/2010         Straight Line         5. 2,858         2,86         572           Various         Straight Line         5. 1,536         154         307           Various         Straight Line         7. 270         19         38           2/23/2010         Straight Line         7. 427         31         61           8/10/2010         Straight Line         5. 1,182         118         236           5/20/2010         Straight Line         5. 1,182         118         236           6/15/2010         Straight Line         3. 460         77         153           Various         Straight Line         3. 460         77         153           Various         Straight Line         3. 460         77         153           Various         Straight Line         5. 2,899         0         0         290			Date	Method of	Asset	Cost or	Accumulated	(a) Expenses per	(5) Net Investment	Adjusted Net
ive Director     9/10/2009     Straight Line     3. 3,197     1,420     1,066       ive Director     1/1/11/2009     Straight Line     5. 2,858     286     572       ive Director     5/20/2010     Straight Line     5. 1,536     154     708       Various     Straight Line     7. 270     19     38       2/23/2010     Straight Line     7. 427     31     61       8/10/2010     Straight Line     5. 1,182     118     236       8/10/2010     Straight Line     5. 1,189     317     633       6/15/2010     Straight Line     3. 460     77     153       Various     Straight Line     3. 460     77     153       Various     Straight Line     3. 1,727     288     576       Various     Straight Line     5. 2,899     0     290		Description	Acquired	Computation	Life	Other Basis	Depreciation	Books	Income	Income
ive Director       11/11/2009       Straight Line       5.       2,858       1,432       1,132       1,1432       1,1432       1,1432       1,1432       1,1432       1,1432       1,1432       1,1432       1,1432       1,1432       1,1432       1,1432       1,143	-	Macbook	2009	Straight Line	3.	3,197	1,420			
ive Director     5/20/2010     Straight Line     5.     2,858     286       5/11/2010     Straight Line     5.     3,358     354       Various     Straight Line     7.     270     19       2/23/2010     Straight Line     7.     427     31       8/10/2010     Straight Line     5.     1,182     118       5/20/2010     Straight Line     3.     460     77       Various     Straight Line     3.     1,727     288       Various     Straight Line     5.     2,899     0	~	Macbook	/2009	Straight Line	3.	3,682	1,432			
5/11/2010       Straight Line       5.       3,358       354         Various       Straight Line       5.       1,536       154         2/23/2010       Straight Line       7.       270       19         3/12/2010       Straight Line       7.       427       31         8/10/2010       Straight Line       5.       1,182       118         6/15/2010       Straight Line       3.       460       77         Various       Straight Line       3.       1,727       288         4/6/2011       Straight Line       5.       2,899       0	က	Mac for new Executive Director		Straight Line	5	2,858	286			
Various         Straight Line         5.         1,536         154           2/23/2010         Straight Line         7.         270         19           3/12/2010         Straight Line         7.         427         31           8/10/2010         Straight Line         5.         1,182         118           5/20/2010         Straight Line         3.         460         77           Various         Straight Line         3.         1,727         288           4/6/2011         Straight Line         5.         2,899         0	4	Computer	2010	Straight Line	Š	3,358	354	708		
2/23/2010       Straight Line       7.       270       19         3/12/2010       Straight Line       7.       427       31         8/10/2010       Straight Line       5.       1,182       118         5/20/2010       Straight Line       3       1,899       317         Various       Straight Line       3.       1,727       288         4/6/2011       Straight Line       5.       2,899       0	S	Computer	Various	Straight Line	5.	1,536	154			
3/12/2010       Straight Line       7.       427       31         8/10/2010       Straight Line       5.       1,182       118         5/20/2010       Straight Line       3       1,899       317         6/15/2010       Straight Line       3.       460       77         Various       Straight Line       3.       1,727       288         4/6/2011       Straight Line       5.       2,899       0	9	Office Chair	ı	Straight Line	7.	270	19	38		
8/10/2010     Straight Line     5.     1,182     118       5/20/2010     Straight Line     3     1,899     317       6/15/2010     Straight Line     3.     460     77       Various     Straight Line     3.     1,727     288       4/6/2011     Straight Line     5.     2,899     0	^	Office Chair	ı	Straight Line	7.	427	31	61		
5/20/2010       Straight Line       3       1,899       317         6/15/2010       Straight Line       3.       460       77         Various       Straight Line       3.       1,727       288         4/6/2011       Straight Line       5.       2,899       0	œ	ıPad		Straight Line	5.	1,182	118	236		
6/15/2010       Straight Line       3.       460       77         Various       Straight Line       3.       1,727       288         4/6/2011       Straight Line       5.       2,899       0	၈	Computer Software		Straight Line	က	1,899	317	633		
Various         Straight Line         3.         1,727         288           4/6/2011         Straight Line         5.         2,899         0	9	Computer Software	2010	Straight Line	e,	460	77	153		
4/6/2011 Straight Line 5. 2,899 0	F	Computer Software	Various	Straight Line	æ,	1,727	288			
	12	Servers	4/6/2011	Straight Line	5.	2,899	0	290		

## The Pierce Family Charitable Foundation

Form 990-PF, Part I, Line 23 - Other Expenses

TOTAL	L: 51,412	8,233	0	43,179
	(a)	(q)	(0)	(d)
Description	Expenses per Books	Net Investment Income	Adjusted Net Income	Chartable
1 Administrative Fees	35,576	0	0	35,576
2 Bank Charges	718	718	0	0
3 Equipment Purchase and Maintenance	1,331	0	0	1,331
4 State or Local Filing Fees	40	0	0	4
5 Foundation Dues & Memberships	2,086	0	0	2,086
6 GROSVENOR REGISTERED MULTI-STRATEGY FUND, LLC K-1 Expenses	3,502	3,502	0	0
7 Office Supplies	1,678	0	0	1,678
8 Telephone	111	0	0	111
9 Premium payment for indemnification insurance	427	0	0	427
10 ROBECO-SAGE MULTI STRATEGY FND LLC K-1 Expenses	4,013	4,013	0	0
11 Website Development	1,930	0	0	1,930

Form 990-PF, Part II, Line 10a - Investments - U.S. and State Government Obligations

	TOTAL:	713,889	733,459
		Book Value	FMV
Description		End of Year	End of Year
1 FHLMC - 5.500% - 11/01/2037 - G343205 (3128M5ED8)		25,656	26,114
2 FHLMC G05188 - 5.000% - 09/01/2038 (3128M7CZ7)		31,482	31,607
3 FNMA - 4.500% - 04/01/2039 (31416M5Z3)		111	797
4 FNMA - 5.000% - 06/01/2035 - POOL 735580 (31402RFV6)		2,099	2,120
5 FNMA - 0.750% - 12/18/2013 (31398A5W8)		35,663	36,249
6 FNMA - 4,500% - 01/01/2041 - PAH3401 (3138A4X75)		36,769	38,855
7 FNMA - 4.500% - 04/01/2039 - POOL #995672 (31416CCH7)		27,609	27,878
8 FNMA - 4.500% - 04/01/2041 - POOL #AL0065 (3138EGCB8)		56,011	59,054
9 FNMA - 4.500% - 2041 -PMA0755 (31417YZV2)		38,004	38,952
10 FNMA - 5.000% - 02/01/2036 - POOL 745275 (31403C6L0)		42,651	43,518
11 FNMA - 5.500% - 06/01/2038 - POOL 995018 (31416BK72)		372	377
12 FNMA - 5.500% - 07/01/2038 - POOL 889729 (31410KPN8)		6,728	6,767
13 FNMA - 5.500% - 08/01/2037 (31416BLD8)		30,778	30,260
14 FNMA - 5 500% - 12/01/2036 - POOL 888093 (31410FUS2)		297	303
15 FNMA - 5.500% - 12/01/2039 - PAE0329 (31419ANJ2)		46,936	47,589
16 FNMA - 6.000% - 05/01/2038 - POOL 889579 (31410KJY1)		31,501	32,130
17 US TIPS - 2.500% - 01/15/2029 (912810PZ5)		64,793	73,171
18 US TIPS - 3.000% - 07/15/2012 (912828AF7)		52,675	50,174
19 US TIPS - 3.625% - 04/15/2028 (912810FD5)		25,573	29,145
		43,544	44,103
21 US TREAS - 0 875% - 02/29/2012 (912828MQ0)		70,106	960'02
22 US TREAS - 1 500% - 07/31/2016 (912828QX1)		29,818	29,998
[23]US TREAS - 1.375% - 03/15/2013 (912828MT4)		14,047	14,202

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

		_		
	Description	Shares	Book Value End of Year	FMV End of Year
1	3M CO (MMM)	895	76,426	73,148
2	ABBOTT LABS (ABT)	360	18,295	20,243
3	ABERCROMBIE & FITCH (ANF)	150	9,435	7,326
4	ACCENTURE PLC (ACN)	1,441	68,316	76,704
2	ACE LTD (ACE)	181	11,085	12,692
9	ADIDAS-SALOMON AG (ADDYY.PK)	272	6,982	8,870
2	AIR PRODS & CHEM INC. (APD)	103	8,142	8,775
8	AKAMAI TECH COM STK (AKAM)	113	4,903	3,648
9	ALLERGAN INC. (AGN)	127	8,784	11,143
10	ALLIANZ FIXED INCOME SHARES SERIES C (FXICX)	24,245	318,577	302,334
11	ALLIANZ FIXED INCOMESHARES SERIES M (FXIMX)	30,271	308,888	314,817
12	ALTRIA GROUP INC (MO)	288	289'2	8,539
13	AMAZON COM (AMZN)	30	562'5	5,193
14	AMERICAN ELECTRIC POWER INC. (AEP)	217	998'8	8,964
15	AMERICAN EXPRESS CO (AXP)	158	988'2	7,453
16	AMERICAN TOWER REIT INC (AMT)	82	3,579	4,921
17	AMERIGROUP CORP (AGP)	43	2,590	2,540
18	ANSYS INC. (ANSS)	73	3,520	4,181
19	APACHE CORPORATION (APA)	103	10,999	9,330
20	APPLE INC. (AAPL)	311	74,564	125,955
21	ARM HOLDINGS PLC (ARMH)	207	4,143	5,728
22	ASML HOLDING NV NY REG SHS (ASML)	437	16,641	18,262
23	ASSA ABLOY UNSP/ADR (ASAZY.PK)	1,055	14,262	13,145
	ASTORIA FINL CORP COM (AF)	209	2,641	1,774
25	ASTRAZENECA (AZN)	1,154	53,204	53,419
26	AT&T CORP COM NEW (T)	563	15,041	17,025
27	AUTODESK, INC. (ADSK)	104	3,787	3,154
28	AUTOMATIC DATA PROCESSING INC. (ADP)	806	38,314	49,041
	BANCO ITAU HOLDING FINANCIERA (ITUB)	737	15,779	13,679
	BANK NEW YORK MELLON CORP COM (BK)	961	27,816	19,134
31	BARD C R INC (BCR)	34	3,021	2,907
	BCE INC (BCE)	1,200	42,968	50,004
	BECTON DICKINSON & CO (BDX)	944	73,923	70,536
	BG GROUP PLC ADS (BRGYY.PK)	193	20,184	20,651
35	BIO RAD LABS INC CL A (BIO)	29	3,240	2,785
36	BIOGEN IDEC INC (BIIB)	29	7,517	7,373
37	BLACKROCK INC (BLK)	47	8,609	8,377
38	BOEING CO (BA)	131	9,138	609'6
33	BORG WARNER INC. (BWA)	215	12,835	13,704
9	BOSTON PPTYS INC (BXP)	45	3,824	4,482
41	CANADIAN NATL RAILWAY CO (CNI)	170	11,278	13,355

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

		TOTAL:	5,917,745	5,799,617
	Description	Shares	Book Value End of Year	FMV End of Year
42	AL RESOURCES I	198	8,034	7,399
43	CANON INC (CAJ)	348	15,345	15,150
4	CARNIVAL CORP (CCL)	470	20,733	15,341
<del>8</del>		103	2,517	4,078
8	CERNER CORPORATION (CERN)	99	3,754	4,043
	CHECK POINT SOFTWARE TECHNOLOGIES LTD (CHKP)	111	6,228	5,832
48	CHESAPEAKE ENERGY CORPORATION (CHK)	80	1,960	1,783
49		926	80,047	101,718
20	CISCO SYSTEMS INC (CSCO)	3,371	70,598	60,948
51	CITRIX SYSTEMS INC (CTXS)	192	10,756	11,658
52	CNOOC LTD ADS (CEO)	72	14,865	12,577
53	COACH INC (COH)	146	6,480	8,912
54		377	23,010	26,379
52		258	12,611	13,146
26	COMERICA INC (CMA)	256	9,756	9'9
22		3,383	48,013	43,911
58		49	2,814	2,240
23		173	8,417	7,787
09		465	19,315	10,918
61	CSX CORP (CSX)	249	4,999	5,244
62	D R HORTON (DHI)	225	2,997	2,837
63	DANAHER CORP (DHR)	440	22,012	20,698
	DARDEN RESTAURANTS INC (DRI)	72	3,322	3,282
	DASSAULT SYS SA SPN ADR (DASTY.PK)	73	5,283	5,870
99	DEVON ENERGY CORPORATION (DVN)	832	54,395	51,584
29	DIAGEO PLC ADS (DEO)	148	10,441	12,938
89	DU PONT DE NEMOURS (DD)	1,449	77,038	66,335
69	EASTMAN CHEMICAL CO. (EMN)	64	2,405	2,500
2	EATON VANCE CORP COM (EV)	102	3,503	2,411
$\overline{}$	EATON VANCE FLOATING RATE FUND CLASS A (EVBLX)	16,427	150,000	149,484
22	EDWARDS LIFESCIENCES (EW)	114	7,610	8,060
73	EMBRAER EMPRESA BR (ERJ)	434	12,001	10,945
74	EMC CORP-MASS (EMC)	398	8,063	8,573
75	EMERSON ELECTRIC CO. (EMR)	902	48,625	42,164
92	EOG RESOURCES INC (EOG)	135	13,945	13,299
4	ESTEE LAUDER COMPANIES INC (EL)	26	8,942	10,895
78	EXPEDITORS INTL WASH INC. (EXPD)	1,000	36,190	40,960
2	EXPRESS SCRIPTS HOLDING CO. (ESRX)	289	15,983	12,915
80	EXXON MOBIL CORP (XOM)	278	20,111	23,563
	FAMILY DOLLAR STORES COMMON (FDO)	199	11,578	11,474
82	FANUC LIMITED UNSPONSORED (FANUY.PK)	426	9,714	10,778

The Pierce Family Chantable Foundation

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

Description	Shares	Book Value End of Year	FMV End of Year
FIRST POTOMAC RTY TR (FPO)	89	2,870	2,466
_	1,063	8,840	6,155
_	203	11,267	13,800
$\neg$	106	3,406	4,628
	466	16,843	18,831
	23	2,396	2,511
89 GOLDMAN SACHS DEP SH (GS-PD)	2,000	45,400	34,360
90 GOLDMAN SACHS GROUP (GS)	207	32,201	18,719
91 GOOGLE INC CL A (GOOG)	61	36,253	39,400
92 HANG LUNG PROPERTIES-SP ADR (HLPPY.PK)	385	686'2	5,467
93 HARRIS CORP DEL (HRS)	29	3,438	2,415
	06	2,763	1,852
95 HASBRO INC (HAS)	448	17,939	14,287
96 HELIX ENERGY SOLUTIONS GROUP INC (HLX)	276	3,580	4,361
97 HENNES & MAURITZ AB (HNNMY PK)	2,342	15,849	14,895
98 HEXCEL CP DELAWARE (HXL)	119	2,953	2,881
	251	11,051	13,642
100 HONG KONG EX&CL UNSP/ADR (HKXCY PK)	202	10,185	8,101
101 ILLUMINA INC COM (ILMN)	212	14,127	6,462
102 INDUSTRIAL & COM UNSP/ADR (IDCBY.PK)	813	12,114	9,651
103 ING GROUP N V SPONSORED ADR (ING)	1,222	069'6	8,762
104 INTEGRYS ENERGY GROUP (TEG)	09	2,989	3,251
105 INTEL CORP (INTC)	3,958	80,162	95,982
106 INTERCNTNTLEXCHANGE (ICE)	30	3,565	3,617
107 INTERNATIONAL BUSINESS MACHINES (IBM)	98	13,235	17,469
108 INTERNATIONAL GAME TECHNOLOGY (IGT)	172	3,270	2,958
109 INTERNATIONAL RECTIFIER CORP (IRF)	101	2,674	1,961
110 INTUIT (INTU)	105	4,109	5,522
111 ISHARES MSCI EMERGING MARKETS INDEX FD (EEM)	5,300	246,003	201,082
112 ISHARES S&P LAT AM40 (ILF)	725	37,136	30,863
113 ISHARES SILVER TRUST (SLV)	1,672	49,503	45,044
114 ISHARES TRUST MSCI EAFE INDEX FUND (EFA)	1,600	91,614	79,248
115 ITRON INC (ITRI)	41	2,967	1,467
116 JEFFERIES GROUP INC (JEF)	121	3,199	1,664
117 JOHNSON & JOHNSON (JNJ)	1,398	88,062	91,681
118 JOHNSON CONTROLS INC. (JCI)	1,819	69,672	56,862
119 JOY GLOBAL INC. (JOY)	61	4,139	4,573
120 JP MORGAN CHASE & CO (JPM)	1,210	49,217	40,233
121 JUNIPER NETWORKS (JNPR)	308	11,531	6,286
122 KDDI CP UNSP ADR (KDDIY.PK)	416	7,368	869'9
123 KIMBERLY CLARK CORP (KMB)	106	7,495	7,797

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

Description	Shares	Book Value End of Year	FMV End of Year
(GFHY.PK)	1,761	14,156	13,542
125 KOHLS CORP (KSS)	159	7,760	7,847
126 KOMATSU LTD. (KMTUY.PK)	496	12,707	11,716
127 KROGER CO (KR)	515	12,686	12,473
128 L-3 COMMUNICATIONS CORP (LLL)	629	47,981	45,276
	768	06'09	66,025
	339	14,239	14,485
	2,489	8,965	9,135
132 LOCKHEED MARTIN CORP (LMT)	460	39'68	37,214
133 LORILLARD INC COMMON STOCK (LO)	63	296'9	7,182
134 LVMH MOET HENN UNSP (LVMUY.PK)	637	17,667	17,900
135 MCDONALD'S CORP (MCD)	152	12,561	15,250
136 MEAD JOHNSON NUTRITI (MJN)	187	10,493	12,853
137 MEDTRONIC INC (MDT)	464	19,509	17,748
138 MERCADOLIBRE, INC. (MELI)	06	5,666	7,159
139 METLIFE INC. (MET)	605	27,061	18,864
140 MICROSOFT CORPORATION (MSFT)	604	15,092	15,680
141 MITSUBISHI TOKYO FIN (MTU)	2,184	11,677	9,151
142 MONOLITHIC POWER SYSTEMS, INC (MPWR)	231	3,187	3,481
143 MONSANTO CO (MON)	259	18,532	18,148
144 NATL OILWELL VARCO (NOV)	158	12,315	10,742
145 NESTLE S.A. (NSRGY.PK)	414	21,338	23,892
146 NETFLIX INC (NFLX)	111	10,045	7,691
147 NEWFIELD EXPLORATION CO (NFX)	85	5,201	3,207
148 NORFOLK SOUTHERN CORP (NSC)	684	45,978	49,836
149 NORTHROP GRUMMAN CORP (NOC)	191	11,993	11,170
150 NOVARTIS AG ADR (NVS)	292	15,902	16,694
151 NOVO NORDISK A S (NVO)	136	13,477	15,675
152 OCCIDENTAL PETE CORP (OXY)	146	14,309	13,680
153 ONEOK INC (OKE)	37	2,522	3,208
154 ORACLE CORP (ORCL)	1,831	51,478	46,965
155 P P G IND (PPG)	203	15,481	16,948
156 PEPSICO INC (PEP)	1,350	84,127	89,573
157 PFIZER INC (PFE)	1,205	21,105	26,076
158 PHILIP MORRIS INTL (PM)	489	25,530	38,377
159 PNC FINANCIAL GROUP INC. (PNC)	249	14,660	14,360
160 POTASH CORPORATION OF SASKATCHEWAN INC (POT)	261	12,560	10,774
161 PRAXAIR INC (PX)	81	7,783	8,659
162 PRECISION CASTPARTS (PCP)	107	13,528	17,633
163 PROCTER GAMBLE CO (PG)	175	11,606	11,674
(164 PRUDENTIAL FINCL INC (PRU)	218	14,189	10,926

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

		TOTAL:	5,917,745	5,799,617
	Description	Shares	Book Value End of Year	FMV End of Year
165	PUBLICIS GROUPE S.A (PUBGY PK)	396	9,518	9,057
166	PULTE GROUP INC (PHM)	155	1,860	878
167	PVH CORP (PVH)	51	3,119	3,595
168		219	12,398	11,979
169	169 RANGE RESOURCES CORP DEL (RRC)	103	4,813	6,380
170	170 RAYMOND JAMES FINANCIAL INC (RJF)	111	3,594	3,437
17	171 RECKITT BENCKISER GRP PLC ADR (RBGPY.PK)	1,654	17,670	16,275
172	172 REPUBLIC SVCS INC. (RSG)	2,072	62,616	57,084
173	173 ROCKWELL AUTOMAT INC (ROK)	152	11,541	11,152
174	SABMILLER PLC S/ADR (SBMRY.PK)	165	5,523	5,783
175	SALESFORCE.COM (CRM)	63	7,865	6,392
176	176 SANDISK CORP (SNDK)	194	9,821	9,547
177	177 SAP AKTIENGESELL ADS (SAP)	302	15,986	15,991
178	SBA COMMUNICATIONS (SBAC)	107	3,951	4,597
179	SBERBANK SPONSORED ADR (SBRCY.PK)	819	8,715	8,141
18	180 SCHLUMBERGER LTD (SLB)	494	37,879	33,745
181	SCOTTS CO. CLASS A (SMG)	54	2,660	2,521
182	182 SIEMENS A G ADR (SI)	137	16,230	13,099
183	183 SIGMA ALDRICH CORP (SIAL)	113	8,040	7,058
<b>48</b>	184 SNAP ON INC. (SNA)	72	3,558	3,645
185	185 SOUTHERN COPPER CORP (SCCO)	93	2,890	2,807
186	186 SPDR GOLD TR GOLD SHS (GLD)	1,275	187,485	193,787
187	ST. JUDE MED INC. (STJ)	165	5,517	5,660
188	188 STANLEY BLACK & DECKER INC (SWK)	245	14,643	16,562
189	STARBUCKS CORP COM (SBUX)	307	8,186	14,125
190	190 STARWOOD HOTELS & RESORTS (HOT)	252	13,796	12,088
191	191 STERICYCLE INC (SRCL)	46	3,679	3,584
192	SWATCH GROUP AG (SWGAY.PK)	364	7,065	6,807
133	193 TARGET CORPORATION (TGT)	430	23,185	22,025
194	194 TCW EMERGING MARKETS INCOME FUND N CLASS (TGINX)	13,090	150,000	138,227
195	195 TECK COMINCO LIMITED CL B SV (TCK)	184	9,019	6,475
196	TELEFONICA S A ADR (TEF)	447	7,554	7,684
197	TENCENT HOLDINGS LIMITED (TCEHY.PK)	200	11,111	10,070
138	198 TESCO PLC ADR (TSCDY.PK)	761	15,076	14,337
139	199 TEVA PHARMECEUTICAL SP ADR (TEVA)	383	20,931	15,458
8		206	10,806	9,264
ğ	201 THIRD AVENUE FOCUSED CREDIT FUND - INVESTOR CL (TFCVX)	32,548	365,953	309,528
<b>707</b>	202 TIME WARNER INC. (TWX)	231	8,496	8,348
203	203 TJX COMPANIES INC (TJX)	65	3,091	4,196
<b>504</b>	204 TOYOTA MTR CORP (TM)	203	16,498	13,424
202	205 TRAVELERS COMPANIES INC (THE) (TRV)	1,160	66,381	68,637

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

	TOTAL:	5,917,745	5,799,617
Description	Shares	Book Value End of Year	FMV End of Year
206 TURKIYE GARANTI BANK (TKGBY.PK)	2,459	12,110	7,647
207 TYCO INTERNATIONAL LTD. (TYC)	367	17,585	17,143
208 TYSON FOODS INC CL A (TSN)	541	9,895	11,166
209 UNION PACIFIC (UNP)	130	11,584	13,772
210 UNITED NATURAL FOODS, INC (UNFI)	153	4,980	6,122
211 UNITED PARCEL SERVICE (UPS)	1,085	72,115	79,411
212 UNITED TECHNOLOGIES CORP (UTX)	1,044	76,216	76,306
213 UNITEDHEALTH GROUP INC. (UNH)	208	7,136	10,541
214 V F CORP (VFC)	481	58,332	61,082
215 VALSPAR CORP (VAL)	104	3,447	4,053
216 VARIAN MEDICAL SYSTEMS INC (VAR)	1,008	49,657	299'29
217 VERIFONE SYSTEMS INC (PAY)	150	6,081	5,328
218 VIACOM INC. CL B (VIA-B)	304	13,778	13,805
219 VODAFONE GROUP PLC (VOD)	2,608	65,927	73,102
220 VOLKSWAGEN AG (VLKPY.PK)	267	7,142	876,7
221 WAL-MART DE MEX V SP/ADR (WMMVY.PK)	353	9,602	699'6
222 WAL-MART STORES INC. (WMT)	56	4,971	5,677
223 WALGREEN CO (WAG)	2,090	72,914	960'69
224 WALT DISNEY HOLDINGS CO (DIS)	139	4,702	5,213
225 WATERS CORP (WAT)	126	11,178	9,330
226 WEATHERFORD INTL (WFT)	3,339	52,452	48,883
227 WHITING PETROLEUM CORP (WLL)	106	5,162	4,949
228 XILINX INC. (XLNX)	105	2,934	3,366
229 YANDEX N V (YNDX)	222	7,147	4,373
230 YUM BRANDS INC (YUM)	219	11,615	12,923
231 ZIPCAR INC COM (ZIP)	1,380	28,980	18,520

Form 990-PF, Part II, Line 10c - Investments - Corporate Bonds

		TOTAL:	686,128	730,240
			Book Value	FMV
j	Description	Shares	End of Year	End of Year
-	1 ALCOA INC NOTES 06.75000% 07/15/2018 (013817AS0)	45,000	48,751	49,675
2	2 ATLANTIC RICHFIELD CO - 8.250% - 02/01/2022 (048825BA0)	25,000	30,516	33,928
က	3 AUSTRALIAN GOVT BOND - 5 750% - 07/15/2022 (Q0819AEL0)	000.09	62,608	71,920
4	4 BANK OF AMER CORP SER G PFD CLBL (BML-PG)	1,000	12,750	13,700
2	5   CANADA GOVT BD - 3 250% - 06/01/2021 (135087ZJ6)	000'09	61,512	905,506
9	6 EMERSON ELECT - 5.0000% - 12/15/2014 (291011AS3)	42,000	47,056	46,528
7	/ MORGAN STANLEY SR NT-F - 4 200% - 11/20/2014 (61747YCK9)	100,000	92,876	96,443
œ	8 NEW ZEALAND GOV'T BOND - 5.500% - 04/15/2023! (Q6750XNA2)	90,000	82,059	80,228
6	9 NEW ZEALAND GOVT - 6.000% - 05/15/2021 (Q6750XLH9)	127,000	98,436	116,321
10	10 TESORO CORP SR NT 6.62500% 11/01/2015 (881609AS0)	13,000	13,319	13,228
77	11 JUNITED KINGDOM TREAS BONDS - 4.250% -12/07/2027 (G92450B80)	44,000	75,197	83,552
12	12 WEATHERFORD INTL INCGTD SRNT - 6 350% - 06/15/2017 (947074AJ9)	53,000	58.048	59.211

Form 990-PF, Part II, Line 13 - Investments - Other

	TOTAL:	478,298	469,542
		Book Value	FMV
Asset Description		End of Year	End of Year
1 ARDEN SAGE MULTISTRATEGY FUND LLC		231,799	234,184
2 GROSVENOR REGISTERED MULTI-STRATEGY FUND, LLC		246,499	235,358
3			
7			
9			
9			
8			
6			
10			

Form 990-PF, Part II, Line 14 - Land, Buildings, and Equipment

Į		TOTAL:	13,312	13,312
			Book Value	FMV
	Asset Description		End of Year	End of Year
ᅱ	Computers		10,723	10,723
7	Furniture		547	52
က	Software		2,042	2,042
4				
2				
9				
7				
∞				
6				
위				
뒤				
12				

The Pierce Family Charitable Foundation

Form 990-PF, Part VIII, Line 1 - Compensation of Officers, Directors, Trustees and Foundation Managers

Name   Street   Crty   State   Code   Trite   Avg   General							1	TOTAL:	0	0	0
Foundation Source 501 Silverside Rd Wilmington DE 19809 President / Director 1 0 0 501 Silverside Rd Wilmington DE 19809 Secretary 1 0 0 501 Silverside Rd Wilmington DE 19809 Secretary 1 0 501 Silverside Rd Wilmington DE 19809	l	Name	Street	Cıty	State	Zıp Code	Title	Avg Hrs	Сотр	Benefits	Expense Acct
Foundation Source Soft Silverside Rd Wilmington DE 19809 Secretary 1 0	്ര	enis Pierce	Foundation Source 501 Silverside Rd	Wilmington	DE	19809	President / Director	-	0		0
	څ	artha V Pierce	Foundation Source 501 Silverside Rd	Wilmington	DE	19809	Secretary	1	0	0	0
	į										

Amount

4,000

Purpose of grant/contribution

Capacity Building Program

The Pierce Family Charitable Foundation EIN: 26-1459612 Taxable Year Ending December 31, 2011

Form 990-PF, Part XV- Distributions of Property Value at Fair Market Value at Date of Distribution

Method for Determining Fair Market and Book Value of Equipment:

Purchase Price

			Fair Market			
			Value of	<b>Book Value of</b>	Book Value of Value of Cash Total Amount of	Total Amount of
Date of Distribution	on Description of Property	Grant Recipient	Property	Property	Property Portion of Grant	Grant
Various 2011	Computer Hardware and Software	Housing Opportunity for Women	\$2,639	\$2,639	\$25,000	\$27,639
Vanous 2011	Computer Hardware and Software	Institute of Women Today	\$6,953	\$6,953	\$25,000	\$31,953
Vanous 2011	Computer Hardware and Software	Interfaith House	\$4,334	\$4,334	\$25,000	\$29,334
Vanous 2011	Workstation, Computer Hardware & Software	Resurrection Lutheran Church	\$3,217	\$3,217	\$25,000	\$28,217
Various 2011	Computer Implementation & Renewal of Software Agreement	Agreement La Casa Norte	\$17,123	\$17,123	\$29,000	\$46,123
Vanous 2011	Computer Hardware, Software & Phone System	Good News Partners	\$15,661	\$15,661	\$50,000	\$65,661