



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

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

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

For calendar year 2011 or tax year beginning JUL 1, 2011, and ending JUN 30, 2012

Name of foundation **THE BIRMINGHAM FOUNDATION**

Number and street (or P.O. box number if mail is not delivered to street address) **BRASHEAR CENTER, 2005 SARAH STREET**

Room/suite **2ND**

City or town, state, and ZIP code **PITTSBURGH, PA 15203**

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

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) **\$ 21,401,654.** (Part I, column (d) must be on cash basis)

J Accounting method: ☐ Cash ☒ Accrual  
☐ Other (specify) \_\_\_\_\_

A Employer identification number **25-0965572**

B Telephone number **4124812777**

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 ☐

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))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		199,159.		N/A	
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		37,144.	37,144.		
4 Dividends and interest from securities		490,089.	490,089.		
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		485,828.			
b Gross sales price for all assets on line 6a <b>6,755,901.</b>					
7 Capital gain net income (from Part IV, line 2)			165,232.		
8 Net short-term capital gain					
9 Income modifications Gross sales less returns and allowances					
10a Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		32,604.	<2,629.>		STATEMENT 1
12 Total. Add lines 1 through 11		1,244,824.	689,836.		
13 Compensation of officers, directors, trustees, etc		87,000.	4,350.		82,650.
14 Other employee salaries and wages		40,929.	2,046.		38,883.
15 Pension plans, employee benefits		30,566.	1,528.		29,038.
16a Legal fees STMT 2		1,403.	1,052.		351.
b Accounting fees STMT 3		14,019.	11,916.		2,103.
c Other professional fees STMT 4		122,029.	120,138.		1,891.
17 Interest					
18 Taxes STMT 5		16,869.	578.		10,978.
19 Depreciation and depletion		4,428.	221.		
20 Occupancy NOV 21 2012		22,646.	1,132.		21,514.
21 Travel, conferences, and meetings IRS		1,003.	50.		953.
22 Printing and publications		2,833.	142.		2,691.
23 Other expenses UGDEN, UT STMT 6		25,529.	2,976.		22,554.
24 Total operating and administrative expenses. Add lines 13 through 23		369,254.	146,129.		213,606.
25 Contributions, gifts, grants paid		1,278,820.			1,328,820.
26 Total expenses and disbursements. Add lines 24 and 25		1,648,074.	146,129.		1,542,426.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<403,250.>			
b Net investment income (if negative, enter -0-)			543,707.		
c Adjusted net income (if negative, enter -0-)				N/A	

SCANNED NOV 26 2012

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		827,476.	872,273.	872,273.
	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				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges		150,134.	138,134.	138,134.
	10a	Investments - U.S. and state government obligations STMT 7		4,532,327.	4,690,039.	4,690,039.
	b	Investments - corporate stock STMT 8		9,686,952.	9,695,799.	9,695,799.
	c	Investments - corporate bonds STMT 9		270,666.	277,098.	277,098.
	Liabilities	11	Investments - land, buildings, and equipment basis ▶	52,865.		
		Less accumulated depreciation ▶	49,549.	4,314.	3,316.	3,316.
12		Investments - mortgage loans				
13		Investments - other STMT 10		5,347,208.	4,784,551.	4,784,551.
14		Land, buildings, and equipment: basis ▶				
		Less accumulated depreciation ▶				
15		Other assets (describe ▶ STATEMENT 11)		1,034,761.	940,444.	940,444.
16		Total assets (to be completed by all filers)		21,853,838.	21,401,654.	21,401,654.
17		Accounts payable and accrued expenses			1,066.	
18		Grants payable		100,000.	50,000.	
Net Assets or Fund Balances	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)		100,000.	51,066.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>					
	and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted		21,753,838.	21,350,588.	
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/>					
	and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds				
28	Paid-in or capital surplus, or land, bldg., and equipment fund					
29	Retained earnings, accumulated income, endowment, or other funds					
30	Total net assets or fund balances		21,753,838.	21,350,588.		
31	Total liabilities and net assets/fund balances		21,853,838.	21,401,654.		

## 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	21,753,838.
2	Enter amount from Part I, line 27a	2	<403,250.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	21,350,588.
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	21,350,588.

**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 <b>SEE STATEMENT 18</b>	<b>P</b>	<b>VARIOUS</b>	<b>VARIOUS</b>
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a <b>6,755,901.</b>		<b>6,590,669.</b>	<b>165,232.</b>
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69		(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			<b>165,232.</b>		
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	<b>165,232.</b>
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). If (loss), enter -0- in Part I, line 8	3	<b>N/A</b>

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

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

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

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

☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year; see 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	<b>1,737,771.</b>	<b>20,551,918.</b>	<b>.084555</b>
2009	<b>1,229,206.</b>	<b>19,128,305.</b>	<b>.064261</b>
2008	<b>1,119,919.</b>	<b>17,604,849.</b>	<b>.063614</b>
2007	<b>928,878.</b>	<b>23,029,341.</b>	<b>.040335</b>
2006	<b>1,169,313.</b>	<b>22,861,362.</b>	<b>.051148</b>

2 Total of line 1, column (d)	2	<b>.303913</b>
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	<b>.060783</b>
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	<b>20,541,878.</b>
5 Multiply line 4 by line 3	5	<b>1,248,597.</b>
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	<b>5,437.</b>
7 Add lines 5 and 6	7	<b>1,254,034.</b>
8 Enter qualifying distributions from Part XII, line 4	8	<b>1,542,426.</b>

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.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	5,437.
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	5,437.
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	5,437.
6 Credits/Payments:			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	8,853.	
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	8,853.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	3,416.	
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax <input checked="" type="checkbox"/> 3,416. Refunded <input type="checkbox"/>	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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> 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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Form 990-PF (2011)

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>WWW.BIRMINGHAMFOUNDATION.ORG</u>	13	X	
14	The books are in care of ► <u>MARK BIBRO</u> Telephone no. ► <u>412-481-2777</u> Located at ► <u>BRASHEAR CENTER 2005 SARAH STREET, PITTSBURGH, PA</u> ZIP+4 ► <u>15203</u>			
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 ► <u>15</u> N/A			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b	X
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	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► _____, _____, _____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A	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. ► _____, _____, _____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.) N/A	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b	X

Form 990-PF (2011)

**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)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

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?

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

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.

(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 STATEMENT 12		87,000.	9,956.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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

Form 990-PF (2011)

**Part VIII****Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)**3** Five highest-paid independent contractors for professional services. 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 <b>NOT APPLICABLE</b>	
	0.
2	
3	
4	

**Part IX-B****Summary of Program-Related Investments**

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

	Amount
1 <b>N/A</b>	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3

0.

Form 990-PF (2011)



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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	20,619,312.
b	Average of monthly cash balances	1b	235,386.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	20,854,698.
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	20,854,698.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	312,820.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	20,541,878.
6	Minimum investment return. Enter 5% of line 5	6	1,027,094.

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

1	Minimum investment return from Part X, line 6	1	1,027,094.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	5,437.
b	Income tax for 2011. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	5,437.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,021,657.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,021,657.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,021,657.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	1,542,426.
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	1,542,426.
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	5	5,437.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,536,989.

**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.

Form 990-PF (2011)

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

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				1,021,657.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010	397,932.			
f Total of lines 3a through e	397,932.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ \$	1,542,426.			
a Applied to 2010, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2011 distributable amount				1,021,657.
e Remaining amount distributed out of corpus	520,769.			
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:	918,701.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	918,701.			
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 instructions		0.		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			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 out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	918,701.			
10 Analysis of line 9:				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010	397,932.			
e Excess from 2011	520,769.			

N/A

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

- (4) Gross investment income**

[illegible]

SEE STATEMENT 15

**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
<b>a Paid during the year</b>				
SEE STATEMENT 13				1,328,820.
<b>Total</b>			<b>3a</b>	1,328,820.
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>			<b>3b</b>	0.



## 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) | X  |
|   | (2) Other assets   | 1a(2) | X  |
| b | Other transactions:  |       |    |
|   | (1) Sales of assets to a noncharitable exempt organization   | 1b(1) | X  |
|   | (2) Purchases of assets from a noncharitable exempt organization   | 1b(2) | X  |
|   | (3) Rental of facilities, equipment, or other assets   | 1b(3) | X  |
|   | (4) Reimbursement arrangements   | 1b(4) | X  |
|   | (5) Loans or loan guarantees   | 1b(5) | X  |
|   | (6) Performance of services or membership or fundraising solicitations   | 1b(6) | X  |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees   | 1c    | X  |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. |       |    |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.				May the IRS discuss this return with the preparer shown below (see instr.)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
	Signature of officer or trustee <i>[Signature]</i>		Date <i>11/13/12</i>	Title <i>Exec. Dir.</i>	
Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature <i>[Signature]</i>	Date <i>11/13/12</i>	Check <input type="checkbox"/> if self-employed	PTIN <i>P00474378</i>
	Firm's name ▶ <i>SISTERSON &amp; CO. LLP</i>			Firm's EIN ▶ <i>25-1467156</i>	
	Firm's address ▶ <i>310 GRANT STREET SUITE 2100 PITTSBURGH, PA 15219</i>			Phone no. <i>412-281-2025</i>	

Form **990-PF** (2011)

**Schedule B**(Form 990, 990-EZ,  
or 990-PF)Department of the Treasury  
Internal Revenue Service**Schedule of Contributors**

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

OMB No 1545-0047

**2011**

Name of the organization

**THE BIRMINGHAM FOUNDATION**

Employer identification number

**25-0965572**

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

☐

501(c)( ) (enter number) organization

☐4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐

527 political organization

Form 990-PF

☒

501(c)(3) exempt private foundation

☐

4947(a)(1) nonexempt charitable trust treated as a private foundation

☐

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**☒

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

**Special Rules**☐

For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.☐For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ \_\_\_\_\_**Caution.** An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).**LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2011)**

Name of organization

Employer identification number

**THE BIRMINGHAM FOUNDATION****25-0965572****Part I Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>1</u>	<u>TRUST UNDER WILL OF ZELDA B. OATS</u> <u>TWO PNC PLAZA, 620 LIBERTY AVENUE</u> <u>PITTSBURGH, PA 15222</u>	\$ <u>138,065.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
<u>2</u>	<u>THE THOMAS BROWN ALTON FOUNDATION</u> <u>BRASHEAR CENTER, 2005 SARAH STREET</u> <u>PITTSBURGH, PA 15203</u>	\$ <u>60,043.</u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)



Employer identification number

25-0965572

[illegible]

Name of organization

Employer identification number

**THE BIRMINGHAM FOUNDATION****25-0965572****Part III**

*Exclusively* religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once) ► \$

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

FORM 990-PF	OTHER INCOME		STATEMENT	1
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	
PARTNERSHIP INCOME	32,604.	<2,629.>		
TOTAL TO FORM 990-PF, PART I, LINE 11	32,604.	<2,629.>		

FORM 990-PF	LEGAL FEES		STATEMENT	2
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	1,403.	1,052.		351.
TO FM 990-PF, PG 1, LN 16A	1,403.	1,052.		351.

FORM 990-PF	ACCOUNTING FEES		STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	14,019.	11,916.		2,103.
TO FORM 990-PF, PG 1, LN 16B	14,019.	11,916.		2,103.

FORM 990-PF	OTHER PROFESSIONAL FEES		STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT/ADVISORY FEES	118,074.	118,074.		0.
INVESTMENT CONSULTATION	2,000.	2,000.		0.
OTHER PROFESSIONAL FEES	683.	0.		683.
PAYROLL FEES	1,272.	64.		1,208.
TO FORM 990-PF, PG 1, LN 16C	122,029.	120,138.		1,891.

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
PAYROLL TAXES	11,556.	578.		10,978.	
FEDERAL EXCISE AND INCOME TAXES	5,313.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	16,869.	578.		10,978.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
EDUCATION / DUES & SUBSCRIPTIONS	5,234.	523.		4,711.	
OFFICE SUPPLIES	949.	48.		902.	
TELECOMMUNICATIONS	3,248.	162.		3,086.	
OFFICE EQUIPMENT MAINTENANCE	5,160.	258.		4,902.	
MISCELLANEOUS	5,017.	251.		4,766.	
INSURANCE	3,194.	1,597.		1,597.	
COMMUNITY INITIATIVES (STATEMENT 16)	272.	14.		258.	
OATES ESTATE FEES	620.	31.		589.	
POSTAGE AND DELIVERY	518.	26.		492.	
MAINTENANCE AND SUPPORT	1,317.	66.		1,251.	
TO FORM 990-PF, PG 1, LN 23	25,529.	2,976.		22,554.	

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS		STATEMENT	7
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
UST INFL IDX AT 3.875% 4/15/29	X		2,262,964.	2,262,964.
UST INFL IDX AT 2.125% 1/15/29	X		641,525.	641,525.
UST AT 2.125% 2/15/2041	X		105,104.	105,104.
UST AT .625% 7/15/2021	X		1,137,866.	1,137,866.
UST AT .125% 4/15/2016	X		542,580.	542,580.
TOTAL U.S. GOVERNMENT OBLIGATIONS			4,690,039.	4,690,039.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			4,690,039.	4,690,039.

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
DESCRIPTION	BOOK VALUE *	FAIR MARKET VALUE	
7000 SHS BE AEROSPACE	305,620.	305,620.	
5000 SHS FEDERATED INVS PA B	109,250.	109,250.	
5000 SHS HEWLETT-PACKARD CO	100,550.	100,550.	
5000 SHS HONEYWELL INTL	279,200.	279,200.	
25000 SHS KEYCORP INC	193,500.	193,500.	
2500 SHS PRECISION CASTPARTS	411,225.	411,225.	
3730 SHS KRAFT FOODS, INC	144,053.	144,053.	
10000 SHS GENERAL ELECTRIC COMPANY	208,400.	208,400.	
10000 SHS INTEL CORP	266,500.	266,500.	
10000 SHS PFIZER INC	230,000.	230,000.	
5000 SHS WAL-MART STORES INC	348,600.	348,600.	
5000 SHS WASTE MANAGEMENT	167,000.	167,000.	
2070 SHS AMGEN INC.	150,924.	150,924.	
1550 SHS HERSHEY COMPANY	111,647.	111,647.	
15000 SHS DELL	187,650.	187,650.	
13000 SHS ALCOA	113,750.	113,750.	
2070 SHS GLAXOSMITHKLINE PLC ADRF	94,330.	94,330.	
5000 SHS USX-MARATHON GROUP	127,850.	127,850.	
25000 SHS WESTERN ASSET CLAYMORE TIP 2 FUND	326,250.	326,250.	
3840 SHS THE SOUTHERN COMPANY	177,792.	177,792.	
3350 SHS DUKE ENERGY CORP NEW	192,551.	192,551.	
2000 SHS MICROSOFT CORP	367,080.	367,080.	
1000 SHS TRANSOCEAN	178,920.	178,920.	
2930 SHS PROCTOR & GAMBLE	179,463.	179,463.	
1000 SHS FREEPORT MCMORAN COPPER	306,630.	306,630.	
3150 SHS GOLD FIELDS LTS NEW ADRF	139,117.	139,117.	
1240 SHS PP&L RESOURCES INC	117,914.	117,914.	

\*VALUES ARE RECORDED AT FAIR MARKET VALUE

7500 SHS EBAY INC	315,075.	315,075.
44371 SHS MEVC DRAPER FISHER	574,604.	574,604.
5000 SHS BP PLC ADR	202,700.	202,700.
2740 SHS PHILIP MORRIS INTL INC	239,092.	239,092.
2500 SHS GAZPROM NEFT ADR	57,300.	57,300.
4980 SHS CAMPBELL SOUP COMPANY	166,232.	166,232.
1560 SHS TARGET CORPORATION	90,776.	90,776.
6170 SHS MICROSOFT CORP	188,740.	188,740.
7060 SHS CISCO SYSTEMS INC	121,220.	121,220.
4520 SHS CVS CORPORATION	211,220.	211,220.
4060 SHS HEWLETT-PACKARD COMPANY	81,647.	81,647.
2500 SHS MARATHON PETE CORP	112,300.	112,300.
5000 SHS PNC CORP	305,550.	305,550.
885 SHS MOTORS LIQ CO	10,841.	10,841.
1900 SHS PEPSICO INCORPORATED	134,254.	134,254.
3110 SHS MOLSON COORS BREWING COMPANY	129,407.	129,407.
2070 SHS MEDTRONIC INC	80,171.	80,171.
840 SHS KELLOGG COMPANY	41,437.	41,437.
3220 SHS HASBRO INC	109,061.	109,061.
55000 SHS HECLA MINING COMPANY	261,250.	261,250.
7790 SHS ANNALY MTG MANAGEMENT	130,716.	130,716.
4410 SHS AT&T CORP	157,261.	157,261.
2100 SHS NORTHROP GRUMMAN CORP	133,959.	133,959.
15740 SHS XEROX CORP	123,874.	123,874.
307 SHS IBM STOCK	60,043.	60,043.
2170 SHS NOVARTIS AG ADR	121,303.	121,303.
TOTAL TO FORM 990-PF, PART II, LINE 10B	9,695,799.	9,695,799.

FORM 990-PF	CORPORATE BONDS	STATEMENT	9
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
KEYBANK AT 5.45% 3/3/16	277,098.	277,098.	
TOTAL TO FORM 990-PF, PART II, LINE 10C	277,098.	277,098.	

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	10
DESCRIPTION	VALUATION METHOD	BOOK VALUE *	FAIR MARKET VALUE
VANGUARD INDEX TRUST GROWTH	FMV	502,529.	502,529.
VANGUARD INDEX TRUST VALUE	FMV	436,200.	436,200.
I&Q HEALTHCARE FUND	FMV	172,700.	172,700.
VANGUARD EXT MKT INDEX FD	FMV	3,236,932.	3,236,932.
DIVIDEND CAP REALTY INCOME	FMV	36,840.	36,840.

\*VALUES ARE RECORDED AT FAIR MARKET VALUE

## THE BIRMINGHAM FOUNDATION

25-0965572

LIBERTY ALL STAR EQUITY FUND	FMV	225,500.	225,500.
NUVEEN FLTG RATE INCM FD	FMV	173,850.	173,850.
TOTAL TO FORM 990-PF, PART II, LINE 13		4,784,551.	4,784,551.

FORM 990-PF	OTHER ASSETS	STATEMENT 11
-------------	--------------	--------------

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
ACCRUED INVESTMENT INCOME	55,567.	37,027.	37,027.
REFUNDABLE FEDERAL EXCISE TAX	230.	3,417.	3,417.
REAL ESTATE LIMITED PARTNERSHIP	450,000.	450,000.	450,000.
PROGRAM RELATED INVESTMENT	450,000.	450,000.	450,000.
NOTE RECEIVABLE FROM BROKER FOR UNSETTLED TRADES	78,964.	0.	0.
TO FORM 990-PF, PART II, LINE 15	1,034,761.	940,444.	940,444.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT 12
-------------	---	--------------

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
MIHAI MARCU BRASHEAR CENTER, 2ND FLOOR 2005 SARAH STREET PITTSBURGH, PA 15203	VICE CHAIR 2.00	0.	0.	0.
TERRY WIRGINIS BRASHEAR CENTER, 2ND FLOOR 2005 SARAH STREET PITTSBURGH, PA 15203	CHAIRMAN 3.00	0.	0.	0.
MARK S. BIBRO BRASHEAR CENTER, 2ND FLOOR 2005 SARAH STREET PITTSBURGH, PA 15203	EXEC DIR 40.00	87,000.	9,956.	0.
DON GORDON BRASHEAR CENTER, 2ND FLOOR 2005 SARAH STREET PITTSBURGH, PA 15203	TREASURER 2.00	0.	0.	0.

HUGO CHURCHILL BRASHEAR CENTER, 2ND FLOOR 2005 SARAH STREET PITTSBURGH, PA 15203	DIRECTOR  2.00	0.	0.	0.
CAREY A. HARRIS BRASHEAR CENTER, 2ND FLOOR 2005 SARAH STREET PITTSBURGH, PA 15203	CHAIR, GRANTS  3.00	0.	0.	0.
KENNETH MCCRORY BRASHEAR CENTER, 2ND FLOOR 2005 SARAH STREET PITTSBURGH, PA 15203	DIRECTOR  2.00	0.	0.	0.
WILLIAM T. SIMMONS, ESQ. BRASHEAR CENTER, 2ND FLOOR 2005 SARAH STREET PITTSBURGH, PA 15203	DIRECTOR  2.00	0.	0.	0.
EILEEN O. SMITH BRASHEAR CENTER, 2ND FLOOR 2005 SARAH STREET PITTSBURGH, PA 15203	SECRETARY  3.00	0.	0.	0.
DUANE W. SWAGER II BRASHEAR CENTER, 2ND FLOOR 2005 SARAH STREET PITTSBURGH, PA 15203	ASST. TREASURER  2.00	0.	0.	0.
BETH MARCELLO BRASHEAR CENTER, 2ND FLOOR 2005 SARAH STREET PITTSBURGH, PA 15203	DIRECTOR  2.00	0.	0.	0.
MAURITA BRYANT BRASHEAR CENTER, 2ND FLOOR 2005 SARAH STREET PITTSBURGH, PA 15203	DIRECTOR  2.00	0.	0.	0.

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

87,000.	9,956.	0.
---------	--------	----





## BIRMINGHAM FOUNDATION

### Grant Awards 2011-2012

#### New Grant Awards:

**Big Brothers Big Sisters, Mentoring South Pittsburgh, \$20,000**

*Since 1965, Big Brothers Big Sisters of Greater Pittsburgh (BBSPGH) has provided evidence-based and outcomes-oriented one-to-one mentoring programs to tens of thousands of children facing adversity in the Pittsburgh region. Youth in South Pittsburgh are served by two core programs: Community-based and Site-based.*

**Brashear Association, Holiday Assistance Program, \$15,000**

*The project will provide food assistance through food vouchers to low income families in the South Pittsburgh communities of: Allentown, Arlington, Arlington Heights, Beltzhoover, Bon Air, Carrick, Knoxville, Mt. Oliver Borough, Mt. Oliver City, South Side Flats, and South Side Slopes.*

**Brashear Association, Comprehensive Community Services, \$100,000**

*The Brashear Association proposes to provide comprehensive community services to low income individuals, children, and families in the South Pittsburgh neighborhoods of Allentown, Arlington, Arlington Heights, Beltzhoover, Bon Air, Carrick, Knoxville, Mt. Oliver, South Side Flats, and South Side Slopes with a concentration on the hilltop communities. Services will consist of Children's Education Programs and our Family Assistance Program.*

**Carnegie Library of Pittsburgh, Hilltop LYNCS, \$20,000**

*Carnegie Library of Pittsburgh (CLP) Hilltop LYNCS (The Library in Your Neighborhood, Community and School) has implemented an early learning outreach initiative that is focused on linking reading, literacy and learning with social and emotional learning and teaching parents and teachers how to support their child's early learning experiences.*

**Carrick Community Council(CCC), CCC Outreach and Community Engagement, \$6,000**

*The Outreach and Community Engagement project seeks to get the word out to Carrick residents that the Carrick Community Council (CCC) exists to help develop and maintain a vibrant and safe neighborhood.*

**Council of Three Rivers American Indian Center (COTRAIC), COTRAIC Early Head Start Interpretation Project, \$7,500**

*The interpretation project is designed to effectively communicate with refugee families as well as set up localized English as Second Language classes for families to assimilate and acclimate into the South Pittsburgh Communities.*

**Focus on Renewal, Hilltop Community Health Center Grant Research Project, \$2,880**

*Funding for grant research project for the Hilltop community Health Center*

**Goodwill of SWPA, Goodwill Youth Violence Prevention & Mentoring Program, \$25,000**

*This program focuses on helping boys and girls ages 12 to 17 with youth violence prevention and intervention strategies. It helps them set goals and explore career options while opening their eyes to the possibilities around them.*

**Greater Pittsburgh Community Food Bank, Food Assistance, \$50,000**

*Funding will support grocery & fresh produce lines of credit for food assistance agencies in south neighborhoods of Pittsburgh, as well as to purchase and distribute additional fresh produce into the community through our Produce to People program.*

**Greater Pittsburgh Literacy Council, South Pittsburgh Adult Literacy Programs, \$20,000**

*Work with 90 adult students to increase literacy and improve employment and self-sufficiency outcomes.*

**BIRMINGHAM FOUNDATION**  
**Grant Awards 2011 – 2012**

**Hilltop Alliance**, Hilltop youth Community Engagement and Action, \$20,000

*Youth Dialogue to Action will involve Hilltop youth co-designing, leading and participating in the dialogue process giving them ownership and leadership from the start. The planned result is a youth-led arm of the Alliance that will bring a strong youth voice to our table, engage youth in community service across the Hilltop, & also in Alliance activities.*

**The Isaiah Project**, The Isaiah Project, \$60,000

*Comprehensive program to address youth violence and community issues by teaching trade skills to youth and improving the neighborhood.*

**The Isaiah Project**, The Isaiah Project, \$40,000

*Comprehensive program to address youth violence and community issues by teaching trade skills to youth and improving the neighborhood.*

**Junior Achievement of Western PA**, South Pittsburgh Impact Initiative, \$25,000

*Junior Achievement volunteers will inspire kids to dream big and make the connection between what they are learning in the classroom and how it will lead to success in their future, both personally and professionally.*

**Lighthouse Cathedral**, Lighthouse Youth Enrichment Program, \$90,000

*Provide a year-round after-school and Saturday program for at-risk students ages 4-14 in South Pittsburgh. Will provide after-school tutoring and assistance, violence prevention program, drug and alcohol education, health and nutrition education, and cultural and community development programs.*

**Mission Vision, Inc**, Vision of Hope Mobile Eye Clinics, \$12,000

*The Vision of Hope project of Mission Vision involves partnerships with area schools, crisis and homeless shelters, federally-qualified medical centers, soup kitchens and other community service organizations to supply free vision screenings and new, prescription eyewear to those who desperately need but cannot afford them.*

**Mt. Washington CDC (MWDCD)**, Green Jobs in Emerald View Park, \$35,000

*Emerald View Park, through its Trail Plan, and because we already receive over 1 million visitors a year, is raising the bar for sustainable economic development in Pittsburgh's southern neighborhoods. The MWDCD is leveraging the Park's development to approach a separate community issue -- poverty and unemployment in our more challenged neighborhoods. MWDCD will train and hire unemployed young adults living in our disadvantaged neighborhoods to construct these trails.*

**One Vision One Life**, One Vision One Life Transition, \$25,000

*One Vision One Life (OVOL), using street level outreach workers (Community Coordinators), intervenes in and mediates conflicts in order to prevent targeted violence. Funding to complete transitional phase of operations.*

**Reading is FUNDamental (RIF)**, Community Literacy Projects in Pittsburgh, \$50,000

*Implementation and strengthening of our four core programs in South Pittsburgh: Books for Keeps, Read to Your Family, Everybody Wins! and Storymobile programs.*

**Saltworks Theater**, Bully Prevention in South Side Schools, \$10,000

*King of the Mountain is an interactive drama that teaches elementary students to understand the causes of bullying behavior which are too often the result of violent or unhealthy circumstances at home.*

**BIRMINGHAM FOUNDATION**  
**Grant Awards 2011 – 2012**

**South Pittsburgh Coalition for Peace (SPCP)/Brashear Association**, South Pittsburgh Coalition for Peace Training/Education Project, \$20,000

*SPCP proposes to engage professional trainers and educators to provide educational workshops to the S. Pittsburgh community on topics related to the prevention of youth violence.*

**Strong Women, Strong Girls**, Strong Women, Strong Girls Program, \$20,000

*Strong Women, Strong Girls (SWSG) is a unique after school mentoring program that engages at-risk girls in grades 3-5 throughout Pittsburgh, including program locations in the South Side and Hilltop neighborhoods.*

**The Student Conservation Association (SCA)**, SCA Community Conservation Crews, \$30,000

*In collaboration with YouthPlaces, SCA will recruit two teams of 10 high school students each to work with community groups in Pittsburgh's South Side on hands-on conservation service projects.*

**University of Pittsburgh Office of Child Development**, Ready Freddy: Pathways to Kindergarten Success, \$20,000

*The Ready Freddy team works directly with schools and communities to provide technical supports to help schools 1) increase on-time enrollment, 2) build quality transition events that foster crucial early relationships between families and schools, 3) promote excitement for children and families on the first day, and 4) encourage continued regular attendance and parent engagement throughout the year.*

**UPMC Mercy**, Zelda B. Oates Walk-In Clinic, \$250,000

*Bequest from Zelda B. Oates Estate will be used renovate and upgrade the UPMC Mercy South Side Walk-In Clinic and Same-Day Surgery Center.*

**Voices Against Violence/Youthplaces**, Voices Against Violence In-School Retention Drop-Out Prevention Program, \$80,000

*The program is designed to increase the High School graduation and employment rates of low income community youth attending Brashear/Carrick High Schools.*

**Voices Against Violence/Youthplaces**, Voices Against Violence Restoration Project, \$40,000

*The Voices Against Violence Restoration Project is designed to help young men and women, residing in the Hilltop communities, such as ex-offenders, ex-drug dealers and gang members, by assisting individuals who desire to learn a trade and help them obtain their G.E.D and to further their education.*

**Voices Against Violence/Youthplaces**, Voices Against Violence Ma'at Summer Camp Experience, \$92,940

*Voices Against Violence Ma'at Summer Camp Experience will provide a free, safe and structured program at McKinley Recreation Center serving 180 youth, ages 6-17 both male and female in the South Pittsburgh Communities of Allentown, Arlington, Arlington Heights, Beltzhoover, Bon Air, Carrick, Knoxville, Lower Mt. Washington and Mt. Oliver. The camp will provide structured programming from 9:00 a.m. - 3:00 p.m., Monday through Friday.*

**YouthWorks, Inc.**, JumpStart Success, \$40,000

*JumpStart Success (JSS) career exploration and job readiness training curriculum is a year-long after school program that incorporates YouthWork's previous stand-alone career exploration activities: job tours, job shadowing, and Cool Hot Jobs speaker series into a comprehensive format.*

**BIRMINGHAM FOUNDATION**  
**Grant Awards 2011 – 2012**

**Alton Fund Awards:**

**Pittsburgh Mercy Health System, Operation Safety Net, \$2,500**  
*Provide rental, food, legal and other assistance for at least two homeless individuals.*

**Multi-Year Commitments:**

**Pittsburgh Parks Conservancy, McKinley Park Restoration Project, \$50,000, 2<sup>nd</sup> year funding**  
*Restore a key park entrance and adjacent trail to provide Beltzhoover residents who live near the park with a safe green space for exercise and social interaction.*

**The Pittsburgh Promise, Pittsburgh Promise Scholarships, \$50,000, 2<sup>nd</sup> year funding**  
*The Pittsburgh Promise provides scholarships to help students graduating from the Pittsburgh Public Schools to pursue further education after high school, and to enhance the growth, stability, and economic development of the Pittsburgh region. **Pledged:** \$50,000 for FY 2013*

**32 Grants..... \$1,328,820**

## **Applying for a Grant**

The grant process will now be conducted through the online system on the foundation's website (<http://foundationcenter.org/grantmaker/birminghamfdn/apply.html>). Grant applicants will first submit a letter of inquiry, and if accepted, will receive email notification to complete a grant application. Grant applicants will be able to copy and paste and/or upload documents straight to the grant application. Applications can also be saved and completed later if not all information is available.

## **Limitations**

Grants are limited to organizations, which qualify as public charity for 501(c)(3) tax exemption.

Grants are not normally made for operating budgets, deficits, fund-raising campaigns, general research, scholarships, political campaigns, or loans.

Grants are not made to individuals, to other private foundations, for sectarian religious activities, or for the efforts to influence legislation unless grant-related.

Grants are awarded for a limited period of time, such as 1-3 years.

Most grant awards will be in the range of \$2,500 to \$50,000.

For more information, contact:

Mark Bibro, Executive Director  
The Birmingham Foundation  
Brashear Center  
2005 Sarah Street, 2<sup>nd</sup> Floor  
Pittsburgh, PA 15203  
Phone: (412) 481-2777  
Fax: (412) 481-2727  
Website: [birminghamfoundation.org](http://birminghamfoundation.org)  
Email: [info@birmfoundpgh.org](mailto:info@birmfoundpgh.org)

# **Birmingham Foundation**

## **Grant Guidelines**

### **Grant Criteria**

#### **Vision**

The Birmingham Foundation was created as a private foundation in May 1996 with assets from the sale of the South Side Hospital. The Foundation seeks grantees who will match its vision and priorities as it invests in the health of the local community. The Foundation serves as a change agent for improved health and wellness in South Pittsburgh through the dynamic use of resources such as grantmaking, information sharing, partnering, and leveraging of assets.

#### **Geographic Focus**

The Birmingham Foundation is dedicated to health-related and human services grantmaking in the south communities of Pittsburgh, Pennsylvania, which are served by three zip codes: 15203 (South Side), 15210, (Mt. Oliver and Hilltop communities), and 15211 (Mt. Washington). The neighborhoods in its target area include: Allentown, Arlington, Arlington Heights, Beltzhoover, Bon Air, Carrick, Duquesne Heights, Knoxville, Mt. Oliver, Mt. Washington, and South Side.

#### **Priorities**

- > Improve youth outcomes
- > Improve health care outcomes
- > Strategy for neighborhood development

Cross-cutting areas: health disparities and vulnerable populations

The Foundation is dedicated to health and human services grantmaking and it continues to learn from the community and its grantees. As a result, specific initiatives and new priorities may be developed – check the website or contact the office.

#### **Grant Considerations**

- > clearly demonstrate the health-related unmet needs of vulnerable populations
- > promote the awareness, safety and strengths of South Pittsburgh residents
- > develop and implement responsive, well-planned and unique programs
- > demonstrate realistic expectations and assure measurable outcomes
- > provide assurance of commitment to the South Pittsburgh community

The Foundation will not be able to fund all the worthwhile proposals it receives.

The Birmingham Foundation  
Form 990-PF  
Tax year beginning July 1, 2011 and ending June 30, 2012

Other Expenses

**Community Initiatives**

As part of its vision and mission and in addition to its grantmaking, the Birmingham Foundation also dedicates resources to a number of other evolving initiatives that respond to community needs. During this year, that included:

Houses an enhanced, up-to-date online edition of the **Birmingham Directory**, a resource guide to health and human services providers in South Pittsburgh on the Foundation's website [www.birminghamfoundation.org](http://www.birminghamfoundation.org).

Creation and publication of the **2012 Summer Fun in the South Guide** for local children, youth and teens to increase awareness and access to positive summer activities. The Foundation publishes the guide as an insert in the local newspaper, and distributes an additional 7,000 copies to local schools and nonprofit organizations.

The Foundation continues its work to maintain the **Hilltop Community Health Center**, and to expand its presence in the Hilltop.

The Foundation also hosts meetings for the **Minority Emergency Preparedness Task Force**, which assesses the emergency preparedness needs of Hilltop communities.

**Technical assistance** is also provided on an ongoing basis to grantees, other nonprofit organizations, local officials and community leaders with the purpose of increasing capacity, networking and leveraging other resources.



## BIRMINGHAM FOUNDATION

Mark S. Bibro,  
Executive Director

Chris Mason,  
Administrative Assistant

### Board of Directors

Terrence L. Wirginis,  
Chairman

Mihai Marcu,  
Vice Chair

Carey A. Harris,  
Chair, Grants

H. Don Gordon,  
Treasurer

Duane W. Swager II,  
Assistant Treasurer

Eileen O. Smith,  
Secretary

Maurita J. Bryant

Hugo Churchill

Beth Marcello

Kenneth C. McCrory

William T. Simmons, Esq.

Floyd R. Ganassi,  
Chairman Emeritus

Jane H. Roesch,  
Director Emeritus

Roberta F. Smith,  
Director Emeritus

---

A grantmaking  
organization  
dedicated to improved  
health & wellness  
in South Pittsburgh

---

Brashear Center  
2005 Sarah Street, Fl 2  
Pittsburgh, PA 15203  
Phone: 412.481.2777  
Fax: 412-481-2727  
info@bfpgh.org  
www.birminghamfoundation.org

## BIRMINGHAM FOUNDATION Brief Overview

The Birmingham Foundation is a private (independent) community-focused foundation dedicated to health-related and human services grantmaking in South Pittsburgh. Our Board of Directors is guided by this vision statement: *The Foundation serves as a change agent for improved health and wellness in South Pittsburgh through the dynamic use of resources such as grantmaking, information-sharing, partnering and leveraging of assets.*

Founded in 1996 as a private foundation with assets from the sale of South Side Hospital to UPMC, the Birmingham Foundation has awarded over \$14.5 million in grants to over 175 organizations since grantmaking began in 1997. Our target area includes 13 communities, among which are Allentown, Arlington, Beltzhoover, Carrick, Knoxville, Mt. Oliver, Mt. Washington, and the South Side (zip codes 15203, 15210 and 15211).

Our priority areas include: improving youth outcomes, improving health care outcomes, and strategies for neighborhood development. Focus areas also include vulnerable populations and health disparities. Letters of interest are accepted year-round with grants awarded in April and November. Visit our website at [www.birminghamfoundation.org](http://www.birminghamfoundation.org) for grant guidelines and application instructions.

In addition to grantmaking, the Foundation serves as a resource partner to develop and share information and promote collaboration on health-related issues through summits, convening groups, and publications. The latter include, *The Birmingham Directory*, a resource guide to health, human services and community services in South Pittsburgh, *Reweaving the Social Fabric*, a community health assessment, an annual *Summer Fun in the South* youth program guide, and biannual reports. The Foundation has played a role in the formation of several local efforts, including the South Pittsburgh Coalition for Peace and Hilltop Health Ministries Consortium. The Foundation convenes meetings of the Minority Emergency Preparedness Task Force and was previously fiscal agent for the Hilltop Alliance.

The Foundation is ably guided by a very active 11-member Board of Directors which represents the community in making decisions regarding both our grantmaking investments and our financial investments. Board Chair Terry Wirginis, one of five founding members whose commitment continues, leads the Board. Directors include Maurita Bryant, Hugo Churchill, Don Gordon, Carey Harris, Beth Marcello, Mike Marcu, Kenneth McCrory, William Simmons, Eileen Smith, and Biff Swager. Floyd R. Ganassi is an *Emeritus Chair* and Jane Roesch and Roberta Smith are *Emeritus Directors*.

Foundation staff includes Executive Director Mark Bibro and Administrative Assistant, Chris Mason.

(revised 6/14/12)



The Birmingham Foundation  
Form 990 PF  
For the year ended June 30, 2012

EIN : 25-0965572

Description of Stock	Shares/\$ Disposed During Yr	Disposal Cost	Proceeds	Realized Gain/(Loss) on Disposals
<b>MUTUAL FUNDS</b>				
DIVIDEND CAP REALTY INCOME	(10,000)	(12,809)	37,690	24,881
VANGUARD EXTENDED MARKET	(6,212)	(143,304)	249,532	106,228
VANGUARD TOTAL INTL	(125,500)	(1,749,555)	1,572,515	(177,040)
<b>SUBTOTAL</b>	<b>(141,712)</b>	<b>(1,905,669)</b>	<b>1,859,738</b>	<b>(45,931)</b>
<b>COMMON STOCKS</b>				
BANK OF AMERICA	(2,000)	(43,309)	46,781	3,472
DEVON ENERGY CORP	(1,140)	(76,710)	65,168	(11,541)
AMERICAN EXPRESS	(1,780)	(79,443)	84,957	5,514
MOTORS LIQUIDATING COMPANY	-	-	12	12
THE SOUTHERN COMPANY	(380)	(13,525)	16,890	3,364
RALCORP HOLDINGS	(1,370)	(76,077)	106,051	29,974
DUKE ENERGY CORP	(1,090)	(15,045)	22,235	7,190
GAP INC	(9,140)	(168,882)	208,567	39,686
GENERAL MOTORS COMPANY	(3,368)	(69,937)	77,223	7,286
FEDERATED INVESTORS CLASS B	(4,000)	(104,859)	86,589	(18,270)
AMGEN INCORPORATED	(310)	(20,392)	20,745	353
TARGET CORPORATION	(2,770)	(138,938)	159,761	20,823
CISCO SYSTEMS INC	(5,400)	(94,075)	97,416	3,341
COMPUTER SCIENCES CORP	(3,020)	(122,755)	89,259	(33,496)
LILLY ELI & COMPANY	(3,230)	(163,025)	131,832	(31,194)
PROCTOR & GAMBLE	(240)	(12,696)	16,034	3,338
FREEPORT MCMORAN COPPER	(3,000)	(101,647)	116,240	14,594
FOREST LABORATORIES INC	(2,910)	(76,873)	100,258	23,385
MEVC DRAPER FISHER	(629)	(5,743)	8,224	2,481
ISHARES SILVER TRUST	(3,000)	(101,975)	114,952	12,976
FRESH DEL MONT PRF ORDF	(5,100)	(122,755)	126,516	3,761
PEOPLES UNITED FINANCIAL INC	(7,520)	(117,621)	85,644	(31,976)
HELCA MINING COMPANY	(30,000)	(213,813)	231,665	17,852
CVS CORPORATION	(510)	(16,828)	22,510	5,682
CAMECO CORP	(4,425)	(131,883)	86,805	(45,078)
MARVELL TECH GROUP LTD	(5,830)	(85,870)	88,145	2,275
PHILIP MORRIS INTL INC	(410)	(18,079)	36,022	17,943
TELECOM CORP OF NEW ZEALAND	(8,870)	(122,736)	86,467	(36,269)
PETROCHINA CO ADR	(1,000)	(118,511)	125,462	6,951
TAIWAN SEMICONDUCTR ADR	(10,049)	(33,474)	127,611	94,137
<b>SUBTOTAL</b>	<b>(122,491)</b>	<b>(2,467,476)</b>	<b>2,586,040</b>	<b>118,566</b>
<b>OPTIONS AND WARRANTS</b>				
GENERAL MOTORS CLASS A 7/10/2016	(3,062)	(20,000)	41,856	21,856
GENERAL MOTORS CLASS B 7/10/2019	(3,062)	(14,904)	28,661	13,757
<b>SUBTOTAL</b>	<b>(6,124)</b>	<b>(34,904)</b>	<b>70,517</b>	<b>35,613</b>
<b>CORPORATE</b>				
GOLDMAN SACHS	(2,500)	(56,684)	61,719	5,035
<b>SUBTOTAL</b>	<b>(2,500)</b>	<b>(56,684)</b>	<b>61,719</b>	<b>5,035</b>
<b>US GOVERNMENT</b>				
FHLB 6.5% RANGE NOTE	(2,000,000)	(1,980,028)	2,000,000	19,972
WESTERN ASSET INFLATION MANAGEMENT	(10,000)	(145,909)	177,887	31,978
<b>SUBTOTAL</b>	<b>(2,010,000)</b>	<b>(2,125,937)</b>	<b>2,177,887</b>	<b>51,950</b>
<b>TOTAL</b>		<b>(6,590,669)</b>	<b>6,755,901</b>	<b>165,232</b>