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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.

2011

For calendar year 2011 or tax year beginning AUG 1, 2011, and ending JUL 31, 2012

Name of foundation Joseph and Marie Field Family Environmental Foundation		A Employer identification number 26-3923674
Number and street (or P O box number if mail is not delivered to street address) c/o E.R. Boynton, 30 Valley Stream Pkwy		B Telephone number (610) 660-5616
City or town, state, and ZIP code Malvern, PA 19355		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1 Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 5762273.	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	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)
Revenue	1 Contributions, gifts, grants, etc., received	1059315.		N/A	
	2 Check ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	42475.	42475.		Statement 1
	4 Dividends and interest from securities	75806.	75806.		Statement 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	118193.			
	b Gross sales price for all assets on line 6a	1329488.			
	7 Capital gain net income (from Part IV, line 2)		118193.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11	1295789.	236474.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees Stmt 3	11005.	11005.		0.
	b Accounting fees				
	c Other professional fees				
	17 Interest				
	18 Taxes Stmt 4	9.	9.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
23 Other expenses					
24 Total operating and administrative expenses. Add lines 13 through 23	11014.	11014.		0.	
25 Contributions, gifts, grants paid	260000.			260000.	
26 Total expenses and disbursements. Add lines 24 and 25	271014.	11014.		260000.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	1024775.				
b Net investment income (if negative, enter -0-)		225460.			
c Adjusted net income (if negative, enter -0-)			N/A		

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**Joseph and Marie Field Family
Environmental Foundation**

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		3.	9.	9.
	2	Savings and temporary cash investments		46111.	128681.	128681.
	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				
	10a	Investments - U.S. and state government obligations				
	b	Investments - corporate stock Stmt 5		2087835.	2172461.	2639011.
	c	Investments - corporate bonds Stmt 6		196500.	804000.	882896.
11	Investments - land, buildings, and equipment basis ▶					
	Less accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other Stmt 7		1830060.	2080133.	2111676.	
14	Land, buildings, and equipment: basis ▶					
	Less accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers)		4160509.	5185284.	5762273.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)		0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐					
	and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ ☒					
	and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds		0.	0.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
29	Retained earnings, accumulated income, endowment, or other funds		4160509.	5185284.		
30	Total net assets or fund balances		4160509.	5185284.		
31	Total liabilities and net assets/fund balances		4160509.	5185284.		

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	4160509.
2	Enter amount from Part I, line 27a	2	1024775.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	5185284.
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	5185284.

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Environmental Foundation**

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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 Attached Statements			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 1329488.		1211295.	118193.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
b			
c			
d			
e			118193.

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	118193.
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	N/A

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	140000.	3712788.	.037708
2009	119166.	1716574.	.069421
2008	50000.	971193.	.051483
2007			
2006			

2 Total of line 1, column (d)	2	.158612
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	.052871
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	5224252.
5 Multiply line 4 by line 3	5	276211.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2255.
7 Add lines 5 and 6	7	278466.
8 Enter qualifying distributions from Part XII, line 4	8	260000.

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.

Joseph and Marie Field Family
Environmental Foundation**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 ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	4509.
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	4509.
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	4509.
6 Credits/Payments:			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	4449.	
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	4449.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	60.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax ☐ Refunded ☐	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see 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. ☐ \$ 0. (2) On foundation managers. ☐ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☐ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		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?		
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) ☐ 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 Stmt 8	X	

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>Edwin R. Boynton, Esquire</u> Telephone no. ► <u>(610) 606-5616</u> Located at ► <u>30 Valley Stream Parkway, Malvern, PA</u> ZIP+4 ► <u>19355-1481</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	15	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? ☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?		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? ☐ Yes ☒ 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? ☐ Yes ☒ No		
b If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)	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

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ 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 9		0.	0.	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

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Part VIII

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

3 Five highest-paid independent contractors for professional services. 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	
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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	N/A	
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	N/A	
2		
All other program-related investments. See instructions.		
3		

Total. Add lines 1 through 3

0.

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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	5056076.
b	Average of monthly cash balances	1b	247733.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	5303809.
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	5303809.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	79557.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5224252.
6	Minimum investment return. Enter 5% of line 5	6	261213.

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	261213.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	4509.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	4509.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	256704.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	256704.
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	256704.

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	260000.
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	260000.
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	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	260000.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				256704.
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				21604.
e From 2010				
f Total of lines 3a through e	21604.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ \$				260000.
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				256704.
e Remaining amount distributed out of corpus	3296.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	24900.			
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	24900.			
10 Analysis of line 9:				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				21604.
d Excess from 2010				
e Excess from 2011				3296.

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
Conservation International 2011 Crystal Drive, Suite 500 Arlington, VA 22202	N/A	501(c)(3)	Grant towards Surinam project	100000.
Environmental Defense Fund 257 Park Avenue South New York, NY 10010	N/A	501(c)(3)	Grant to another 501(c)(3) organization	35000.
National Resources Defense Council 40 West 20th Street New York, NY 10011	N/A	501(c)(3)	Grant to another 501(c)(3) organization	35000.
Wilderness Society 1615 M Street, NW Washington, DC 20036	N/A	501(c)(3)	Grant to another 501(c)(3) organization	35000.
Wildlife Conservation Society 2300 Southern Boulevard Bronx, NY 10460	N/A	501(c)(3)	Grant to another 501(c)(3) organization	5000.
Total			See continuation sheet(s)	260000.
b Approved for future payment				
None				
Total				0.

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

Joseph and Marie Field Family
Environmental Foundation

Employer identification number

26-3923674

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 foundationCheck 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

Joseph and Marie Field Family
Environmental Foundation

Employer identification number

26-3923674

Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	Joseph M. Field 401 City Line Ave, Suite 809 Bala Cynwyd, PA 19004	\$ 4803.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
2	Joseph M. Field 401 City Line Ave, Suite 809 Bala Cynwyd, PA 19004	\$ 52659.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
3	Joseph M. Field 401 City Line Ave, Suite 809 Bala Cynwyd, PA 19004	\$ 11484.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
4	Joseph M. Field 401 City Line Ave, Suite 809 Bala Cynwyd, PA 19004	\$ 5964.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
5	Joseph M. Field 401 City Line Ave, Suite 809 Bala Cynwyd, PA 19004	\$ 1926.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
6	Joseph M. Field 401 City Line Ave, Suite 809 Bala Cynwyd, PA 19004	\$ 12375.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)

Name of organization

Joseph and Marie Field Family
Environmental Foundation

Employer identification number

26-3923674

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
7	Joseph M. Field 401 City Line Ave, Suite 809 Bala Cynwyd, PA 19004	\$ 10755.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
8	Joseph M. Field 401 City Line Ave, Suite 809 Bala Cynwyd, PA 19004	\$ 3651.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
9	Joseph M. Field 401 City Line Ave, Suite 809 Bala Cynwyd, PA 19004	\$ 53321.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
10	Joseph M. Field 401 City Line Ave, Suite 809 Bala Cynwyd, PA 19004	\$ 7657.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
11	Joseph M. Field 401 City Line Ave, Suite 809 Bala Cynwyd, PA 19004	\$ 21702.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
12	Joseph M. Field 401 City Line Ave, Suite 809 Bala Cynwyd, PA 19004	\$ 4433.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)

Name of organization Joseph and Marie Field Family Environmental Foundation	Employer identification number 26-3923674
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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
13	Joseph M. Field 401 City Line Ave, Suite 809 Bala Cynwyd, PA 19004	\$ 3853.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
14	Joseph M. Field 401 City Line Ave, Suite 809 Bala Cynwyd, PA 19004	\$ 13332.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
15	Joseph M. Field 401 City Line Ave, Suite 809 Bala Cynwyd, PA 19004	\$ 26848.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
16	Joseph M. Field 401 City Line Ave, Suite 809 Bala Cynwyd, PA 19004	\$ 109154.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
17	Joseph M. Field 401 City Line Ave, Suite 809 Bala Cynwyd, PA 19004	\$ 9603.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
18	Joseph M. Field 401 City Line Ave, Suite 809 Bala Cynwyd, PA 19004	\$ 46106.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)

Name of organization Joseph and Marie Field Family Environmental Foundation	Employer identification number 26-3923674
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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
19	Joseph M. Field 401 City Line Ave, Suite 809 Bala Cynwyd, PA 19004	\$ 4254.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
20	Joseph M. Field 401 City Line Ave, Suite 809 Bala Cynwyd, PA 19004	\$ 49455.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
21	Joseph M. Field 401 City Line Ave, Suite 809 Bala Cynwyd, PA 19004	\$ 2914.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
22	Joseph M. Field 401 City Line Ave, Suite 809 Bala Cynwyd, PA 19004	\$ 71652.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
23	Joseph M. Field 401 City Line Ave, Suite 809 Bala Cynwyd, PA 19004	\$ 14185.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
24	Joseph M. Field 401 City Line Ave, Suite 809 Bala Cynwyd, PA 19004	\$ 4425.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)

Name of organization Joseph and Marie Field Family Environmental Foundation	Employer identification number 26-3923674
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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
25	Joseph M. Field 401 City Line Ave, Suite 809 Bala Cynwyd, PA 19004	\$ 8503.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
26	Joseph M. Field 401 City Line Ave, Suite 809 Bala Cynwyd, PA 19004	\$ 22234.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
27	Joseph M. Field 401 City Line Ave, Suite 809 Bala Cynwyd, PA 19004	\$ 54921.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
28	Joseph M. Field 401 City Line Ave, Suite 809 Bala Cynwyd, PA 19004	\$ 15083.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
29	Joseph M. Field 401 City Line Ave, Suite 809 Bala Cynwyd, PA 19004	\$ 73284.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
30	Joseph M. Field 401 City Line Ave, Suite 809 Bala Cynwyd, PA 19004	\$ 33208.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)

Name of organization Joseph and Marie Field Family Environmental Foundation	Employer identification number 26-3923674
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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
31	Joseph M. Field 401 City Line Ave, Suite 809 Bala Cynwyd, PA 19004	\$ 15067.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
32	Joseph M. Field 401 City Line Ave, Suite 809 Bala Cynwyd, PA 19004	\$ 1112.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
33	Joseph M. Field 401 City Line Ave, Suite 809 Bala Cynwyd, PA 19004	\$ 2751.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
34	Joseph M. Field 401 City Line Ave, Suite 809 Bala Cynwyd, PA 19004	\$ 22412.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
35	Joseph M. Field 401 City Line Ave, Suite 809 Bala Cynwyd, PA 19004	\$ 34206.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
36	Joseph M. Field 401 City Line Ave, Suite 809 Bala Cynwyd, PA 19004	\$ 42874.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)

Name of organization Joseph and Marie Field Family Environmental Foundation	Employer identification number 26-3923674
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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
37	Joseph M. Field 401 City Line Ave, Suite 809 Bala Cynwyd, PA 19004	\$ 13443.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
38	Joseph M. Field 401 City Line Ave, Suite 809 Bala Cynwyd, PA 19004	\$ 47610.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
39	Joseph M. Field 401 City Line Ave, Suite 809 Bala Cynwyd, PA 19004	\$ 6828.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
40	Joseph M. Field 401 City Line Ave, Suite 809 Bala Cynwyd, PA 19004	\$ 4012.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
41	Joseph M. Field 401 City Line Ave, Suite 809 Bala Cynwyd, PA 19004	\$ 15304.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
42	Joseph M. Field 401 City Line Ave, Suite 809 Bala Cynwyd, PA 19004	\$ 2524.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)

Name of organization

Joseph and Marie Field Family
Environmental Foundation

Employer identification number

26-3923674

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
43	Joseph M. Field 401 City Line Ave, Suite 809 Bala Cynwyd, PA 19004	\$ 15057.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
44	Joseph M. Field 401 City Line Ave, Suite 809 Bala Cynwyd, PA 19004	\$ 15779.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
45	Joseph M. Field 401 City Line Ave, Suite 809 Bala Cynwyd, PA 19004	\$ 16578.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
46	Joseph M. Field 401 City Line Ave, Suite 809 Bala Cynwyd, PA 19004	\$ 40600.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
47	Joseph M. Field 401 City Line Ave, Suite 809 Bala Cynwyd, PA 19004	\$ 9414.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Name of organization

Joseph and Marie Field Family
Environmental Foundation

Employer identification number

26-3923674

Part II Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	170 shares AmDocs Limited	\$ 4803.	12/23/11
2	940 shares Abbott Laboratories	\$ 52659.	12/23/11
3	190 shares American Tower Corp	\$ 11484.	12/23/11
4	342 shares Aspen Technology Inc	\$ 5964.	12/23/11
5	344 shares Bank of America Corp	\$ 1926.	12/23/11
6	1 share Berkshire Hathaway Inc	\$ 12375.	12/23/11

Name of organization

Joseph and Marie Field Family
Environmental Foundation

Employer identification number

26-3923674

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
7	462 shares Best Buy Company Inc	\$ 10755.	12/23/11
8	698 shares Boston Scientific Corp	\$ 3651.	12/23/11
9	1,608 shares Campbell Soup Company	\$ 53321.	12/23/11
10	83 shares Caterpillar Inc	\$ 7657.	12/23/11
11	1,175 shares Cisco Systems Inc	\$ 21702.	12/23/11
12	169 shares Comerica Inc	\$ 4433.	12/23/11

Name of organization

Joseph and Marie Field Family
Environmental Foundation

Employer identification number

26-3923674

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
13	288 shares Corning Inc	\$ 3853.	12/23/11
14	293 shares Covidien	\$ 13332.	12/23/11
15	655 shares CVS Caremark Corp	\$ 26848.	12/23/11
16	1,311 shares Dollar Tree Store Inc	\$ 109154.	12/23/11
17	208 shares DuPont E.I. DeNemours	\$ 9603.	12/23/11
18	1,495 shares Ebay Inc.	\$ 46106.	12/23/11

Name of organization

Joseph and Marie Field Family
Environmental Foundation

Employer identification number

26-3923674

Part II Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
19	76 shares EQT Corp	\$ 4254.	12/23/11
20	436 shares Estee Lauder Company Inc	\$ 49455.	12/23/11
21	97 shares Expedia Inc	\$ 2914.	12/23/11
22	747 shares Franklin Resources Inc	\$ 71652.	12/23/11
23	380 shares Hain Celestial Group Inc	\$ 14185.	12/23/11
24	171 shares Hewlett Packard Company	\$ 4425.	12/23/11

Name of organization

Joseph and Marie Field Family
Environmental Foundation

Employer identification number

26-3923674

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
25	275 shares Hospira Inc	\$ 8503.	12/23/11
26	1,209 shares Ingram Micro Inc	\$ 22234.	12/23/11
27	1,091 shares Kellogg Company	\$ 54921.	12/23/11
28	722 shares Keynote Systems Inc.	\$ 15083.	12/23/11
29	1,757 shares Manhattan Associates Inc.	\$ 73284.	12/23/11
30	485 shares National Oilwell Varco Inc.	\$ 33208.	12/23/11

Name of organization

Joseph and Marie Field Family
Environmental Foundation

Employer identification number

26-3923674

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
31	937 shares Newell Rubbermaid Inc	\$ 15067.	12/23/11
32	226 shares Nokia Corp	\$ 1112.	12/23/11
33	68 shares Nucor Corp	\$ 2751.	12/23/11
34	860 shares Oracle Corp	\$ 22412.	12/23/11
35	903 shares Papa Johns International Inc	\$ 34206.	12/23/11
36	89 shares Priceline.com Inc	\$ 42874.	12/23/11

Name of organization

Joseph and Marie Field Family
Environmental Foundation

Employer identification number

26-3923674

Part II Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
37	1,072 shares Sapient Corp	\$ 13443.	12/23/11
38	731 shares Schein Henry Inc	\$ 47610.	12/23/11
39	125 shares Sempra Energy	\$ 6828.	12/23/11
40	226 shares SunTrust Banks Inc	\$ 4012.	12/23/11
41	520 shares Sysco Corp	\$ 15304.	12/23/11
42	97 shares TripAdvisor Inc	\$ 2524.	12/23/11

Name of organization

Joseph and Marie Field Family
Environmental Foundation

Employer identification number

26-3923674

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
43	748 shares Toll Brothers Inc	\$ 15057.	12/23/11
44	335 shares Tyco International Ltd	\$ 15779.	12/23/11
45	1,360 shares UBS	\$ 16578.	12/23/11
46	654 shares Watson Pharm Inc	\$ 40600.	12/23/11
47	291 shares Xilinx Inc	\$ 9414.	12/23/11
		\$	

Name of organization

Employer identification number

Joseph and Marie Field Family
Environmental Foundation

26-3923674

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

26-3923674

3 Grants and Contributions Paid During the Year (Continuation)**Total from continuation sheets**

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	936 shares Abbott Labs	P	Various	08/08/11
b	167 shares Amdocs Ltd	P	Various	08/08/11
c	186 shares American Tower Corp	P	Various	08/08/11
d	334 shares Aspen Technology	P	Various	08/08/11
e	458 shares Best Buy Co	P	Various	08/08/11
f	647 shares CVS Caremark Corp	P	Various	08/08/11
g	82 shares Caterpillar Inc	P	Various	08/08/11
h	289 shares Covidien	P	Various	08/08/11
i	1,281 shares Dollar Tree Store Inc	P	Various	08/08/11
j	427 shares Estee Lauder Co	P	Various	08/08/11
k	192 shares Expedia Inc	P	Various	08/08/11
l	735 shares Franklin Resources	P	Various	08/08/11
m	372 shares Hain Celestial Group	P	Various	08/08/11
n	715 shares Schein Henry Inc	P	Various	08/08/11
o	1,083 shares Kellogg Co	P	Various	08/08/11

(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 46558.		44873.	1685.
b 5070.		4587.	483.
c 9743.		9605.	138.
d 5107.		4242.	865.
e 12248.		15688.	-3440.
f 23196.		22503.	693.
g 7901.		7688.	213.
h 13942.		13211.	731.
i 83110.		71838.	11272.
j 42817.		34459.	8358.
k 5839.		4817.	1022.
l 89958.		81782.	8176.
m 11540.		10066.	1474.
n 46130.		43894.	2236.
o 58462.		55870.	2592.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			1685.
b			483.
c			138.
d			865.
e			-3440.
f			693.
g			213.
h			731.
i			11272.
j			8358.
k			1022.
l			8176.
m			1474.
n			2236.
o			2592.

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	
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	

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	706 shares Keynote Systems Inc	P	Various	08/08/11
b	1,717 shares Manhattan Associates	P	Various	08/08/11
c	475 shares National Oilwell Varco	P	Various	08/08/11
d	924 shares Newell Rubbermaid Inc	P	Various	08/08/11
e	1,048 shares Sapient Corp	P	Various	08/08/11
f	125 shares Sempra Energy	P	Various	08/08/11
g	521 shares Sysco Corp	P	Various	08/08/11
h	1,096 shares timberland Co	P	Various	08/08/11
i	731 shares Toll Brothers	P	Various	08/08/11
j	332 shares Tyco Intl Ltd	P	Various	08/08/11
k	1,329 shares UBS	P	Various	08/08/11
l	639 shares Watson Pharm	P	Various	08/08/11
m	288 shares Xilinx Inc	P	Various	08/08/11
n	1,600 shares Campbell Soup Co	P	Various	08/08/11
o	1,157 shares Cisco Systems Inc	P	Various	08/08/11

(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 16487.		10322.	6165.
b 62795.		52437.	10358.
c 36148.		31955.	4193.
d 13162.		16782.	-3620.
e 14128.		12681.	1447.
f 6151.		6560.	-409.
g 15479.		15325.	154.
h 46898.		26951.	19947.
i 14001.		13889.	112.
j 14486.		13775.	711.
k 20631.		21889.	-1258.
l 41911.		33004.	8907.
m 8984.		8360.	624.
n 52452.		55563.	-3111.
o 17775.		23374.	-5599.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			6165.
b			10358.
c			4193.
d			-3620.
e			1447.
f			-409.
g			154.
h			19947.
i			112.
j			711.
k			-1258.
l			8907.
m			624.
n			-3111.
o			-5599.

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

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

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 167 shares Comerica Inc	P	Various	08/08/11
b 283 shares Corning iNc	P	Various	08/08/11
c 207 shares DuPont EI De Nemours	P	Various	08/08/11
d 1,460 shares Ebay INC	P	Various	08/08/11
e 169 shares Hewlett Packard Co	P	Various	08/08/11
f 270 shares Hospira Inc	P	Various	08/08/11
g 1,182 shares Ingram Micro Inc	P	Various	08/08/11
h 843 shares Oracle corp	P	Various	08/08/11
i 883 shares Papa Johns Intl	P	Various	08/08/11
j 88 shares Priceline.com	P	Various	08/08/11
k 222 shares Suntrust Banks Inc	P	Various	08/08/11
l Timberland Co merger	P	Various	09/14/11
m .507 shares Expedia Inc	P	Various	12/28/11
n .507 shares TripAdvisor Inc	P	Various	01/04/12
o 20,465.116 shares Vanguard Short Term Investment	P	Various	06/29/12

(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 5116.		7048.	-1932.
b 4300.		5467.	-1167.
c 10272.		10331.	-59.
d 46106.		40632.	5474.
e 5750.		7111.	-1361.
f 12988.		15036.	-2048.
g 20650.		22564.	-1914.
h 24997.		26392.	-1395.
i 27171.		24459.	2712.
j 45086.		35160.	9926.
k 5069.		6551.	-1482.
l 47169.		26974.	20195.
m 15.		12.	3.
n 13.		14.	-1.
o 220000.		215554.	4446.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			-1932.
b			-1167.
c			-59.
d			5474.
e			-1361.
f			-2048.
g			-1914.
h			-1395.
i			2712.
j			9926.
k			-1482.
l			20195.
m			3.
n			-1.
o			4446.

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

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

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 Capital Gains Dividends				
b				
c				
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(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 11677.			11677.
b			
c			
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			11677.
b			
c			
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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	118193.
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	N/A

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

Source	Amount
Bank of America Co Series M	13226.
JP Morgan Chase	13891.
Morgan Stanley Account #04-H0D4W	19.
Wells Fargo Co Series K	15339.
Total to Form 990-PF, Part I, line 3, Column A	42475.

Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
Vanguard Brokerage Services Account	21781.	0.	21781.
Vanguard Equity Income Fund	7031.	0.	7031.
Vanguard GNMA	36676.	11677.	24999.
Vanguard Prime Money Market Fund	76.	0.	76.
Vanguard Short Term Investment Grade Fund	19679.	0.	19679.
Vanguard Total Stock Market Index Fund	2240.	0.	2240.
Total to Fm 990-PF, Part I, ln 4	87483.	11677.	75806.

Form 990-PF Legal Fees Statement 3

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Stradley, Ronon, Stevens & Young, LLP	11005.	11005.		0.
To Fm 990-PF, Pg 1, ln 16a	11005.	11005.		0.

Form 990-PF	Taxes		Statement	4
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Foreign tax paid	9.	9.		0.
To Form 990-PF, Pg 1, ln 18	9.	9.		0.

Form 990-PF	Corporate Stock		Statement	5
Description	Book Value	Fair Market Value		
Abbott Laboratories	100817.	128342.		
AmDocs Limited	9387.	10023.		
American Tower Corp	21250.	27369.		
Aspen Technology	10214.	15820.		
Berkshire Hathaway Inc	164142.	288026.		
Best Buy Company Inc	26978.	17062.		
Campbell Soup Company	112134.	109499.		
Caterpillar Inc	15683.	14199.		
Cisco Systems Inc	45672.	37730.		
Comerica Inc	11572.	10254.		
Corning Inc	9451.	6625.		
Covidien	27018.	33049.		
CVS Caremark Corp	49869.	59469.		
Dollar Tree Store Inc	181016.	261005.		
Dupont EI DeNemours	20504.	21209.		
Ebay Inc	86764.	130949.		
Estee Lauder Company	84283.	90742.		
Expedia Inc	5176.	10999.		
Franklin Resources Inc	155990.	173253.		
Hain Celestial Group Inc	24235.	41845.		
Hewlett Packard Company	11642.	6295.		
Hospira Inc	23499.	18914.		
Ingram Micro Inc	44801.	35844.		
Kellogg Company	113612.	106349.		
Keynote Systems Inc	25393.	19624.		
Manhattan Associates Inc	125715.	162191.		
National Oilwell Varco Inc	65522.	69797.		
Newell Rubbermaid Inc	32320.	33340.		
Oracle Corp	49181.	51810.		
Papa Johns Intl Inc	58668.	91109.		
Priceline.com Inc	77691.	116559.		
Sapient Corp	26483.	21462.		
Schein Henry Inc	91501.	108172.		
Sempra Energy	13816.	18089.		

SunTrust Banks Inc	10625.	10669.
Sysco Corp	31647.	31621.
Toll Brothers INC	28949.	43147.
Tyco Intl	30120.	37299.
UBS	38456.	28496.
Watson Pharm INC	73637.	100682.
Xilinx Inc	18115.	19089.
Bank of America Corp	1933.	2531.
Boston Scientific Corp	3651.	3609.
EQT Corp	4287.	4325.
Nokia Corp	1160.	585.
Nucor Corp	2800.	2714.
TripAdvisor Inc	5082.	7220.
Total to Form 990-PF, Part II, line 10b	2172461.	2639011.

Form 990-PF	Corporate Bonds	Statement	6
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Description	Book Value	Fair Market Value
Wells Fargo Co Series K	311000.	336000.
Bank of America Corp Series M	181000.	215828.
JP Morgan Chase	312000.	331068.
Total to Form 990-PF, Part II, line 10c	804000.	882896.

Form 990-PF	Other Investments	Statement	7
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Description	Valuation Method	Book Value	Fair Market Value
Vanguard Short Term Investment Grade Fund	COST	591488.	606994.
Vanguard Total Stock Market Index Fund	COST	87248.	120848.
Vanguard GNMA Fund	COST	837847.	856687.
Vanguard Equity Income Fund	COST	205550.	255147.
Entercom Communications Corp	COST	358000.	272000.
Total to Form 990-PF, Part II, line 13		2080133.	2111676.

Form 990-PF	List of Substantial Contributors	Statement	8
	Part VII-A, Line 10		

Name of Contributor	Address
Joseph M. Field	401 City Avenue, Suite 809 Bala Cynwyd, PA 19004

Form 990-PF	Part VIII - List of Officers, Directors Trustees and Foundation Managers	Statement	9
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Name and Address	Title and Avrg Hrs/Wk	Compen- sation	Employee Ben Plan	Expense Contrib	Account
Joseph M. Field 401 City Avenue, Suite 809 Bala Cynwyd, PA 19004	President/Treasurer/Direct 10.00	0.	0.	0.	0.
Marie H. Field 401 City Avenue, Suite 809 Bala Cynwyd, PA 19004	VP/Secretary/Director 5.00	0.	0.	0.	0.
David J. Field 401 City Avenue, Suite 809 Bala Cynwyd, PA 19004	VP/Director 2.00	0.	0.	0.	0.
Jaimie Field 1520 Monk Road Gladwyne, PA 19035	Director 2.00	0.	0.	0.	0.
Nancy E. Field 98 Valley Road, N.W. Atlanta, GA 30305	VP/Director 2.00	0.	0.	0.	0.
Edwin R. Boynton 30 Valley Stream Parkway Malvern, PA 19355	Asst Sectretary/Asst Treas 2.00	0.	0.	0.	0.
Totals included on 990-PF, Page 6, Part VIII		0.	0.	0.	0.

Form 990-PF

Part XV - Line 1a
List of Foundation Managers

Statement 10

Name of Manager

Joseph M. Field

Marie H. Field