efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491331000532

Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2011

For calendar year 2011, or tax year beginning 10-01-2011 , and ending 09-30-2012

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

Name of foundation
THE GOLDSMITH FAMILY FOUNDATION INC

A Employer identification number
52-1714353

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
1829 REISTERSTOWN ROAD NO 430

B Telephone number (see page 10 of the instructions)
(410) 484-9292

City or town, state, and ZIP code
BALTIMORE, MD 21208

C If exemption application is pending, check here ▶ ☐
D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐
E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)*▶$ 15,308,137

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

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

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	335,834	335,834	335,834	
	4	Dividends and interest from securities	58,284	58,284	58,284	
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	99,508			
	b	Gross sales price for all assets on line 6a 9,464,713				
	7	Capital gain net income (from Part IV, line 2)		99,508		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	493,626	493,626	394,118	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	40,000	10,000	0	30,000
	14	Other employee salaries and wages	64,147	0	0	64,147
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	23,466	18,000	0	5,466
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions)	5,499	0	0	5,499
	19	Depreciation (attach schedule) and depletion			2,100	
	20	Occupancy	17,467	0	0	17,467
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	159,461	129,044	0	30,417
	24	**Total operating and administrative expenses.** Add lines 13 through 23	310,040	157,044	2,100	152,996
	25	Contributions, gifts, grants paid	773,663			773,663
	26	**Total expenses and disbursements.** Add lines 24 and 25	1,083,703	157,044	2,100	926,659
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-590,077			
	b	**Net investment income** (if negative, enter -0-)		336,582		
	c	**Adjusted net income** (if negative, enter -0-)			392,018	

Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	419,273	43,510	43,510
	2	Savings and temporary cash investments	1,555,979	1,888,380	1,888,380
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	10,259,952	9,741,286	12,529,377
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	893,620	843,620	843,934
	14	Land, buildings, and equipment basis ▶ 28,784 Less accumulated depreciation (attach schedule) ▶ 28,784			
	15	Other assets (describe ▶)	2,936	2,936	2,936
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	13,131,760	12,519,732	15,308,137
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)	1,934	2,441	
	23	**Total liabilities** (add lines 17 through 22)	1,934	2,441	
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	13,895,901	13,895,901	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	-766,075	-1,378,610	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	13,129,826	12,517,291	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	13,131,760	12,519,732	

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	13,129,826
2	Enter amount from Part I, line 27a	2	-590,077
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	12,539,749
5	Decreases not included in line 2 (itemize) ▶	5	22,458
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	12,517,291

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	See Additional Data Table			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	See Additional Data Table			
b				
c				
d				
e				

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
a	See Additional Data Table			
b				
c				
d				
e				

2	Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	99,508
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8		3	-609,683

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	895,736	14,907,484	0 060086
2009	819,830	14,135,323	0 057999
2008	736,867	12,195,460	0 060421
2007	1,138,028	17,210,576	0 066124
2006	1,216,702	19,058,545	0 063840

2	**Total** of line 1, column (d).	2	0 308470
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years . . .	3	0 061694
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4	14,093,118
5	Multiply line 4 by line 3.	5	869,461
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	3,366
7	Add lines 5 and 6.	7	872,827
8	Enter qualifying distributions from Part XII, line 4.	8	926,659

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ____________ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b			1	3,366
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	3,366
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	3,366
6	Credits/Payments				
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	11,729		
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	11,729
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	12
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	8,351
11	Enter the amount of line 10 to be **Credited to 2012 estimated tax** ▶ 8,351	**Refunded** ▶		11	0

Part VII-A — Statements Regarding Activities

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

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

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

Website address ▶WWW GOLDSMITHFAMILYFOUNDATION ORG

14 The books are in care of ▶ALAN BERKOWITZ Telephone no ▶(410) 484-7700

Located at ▶1829 REISTERSTOWN RD 430 BALTIMORE MD ZIP+4 ▶21208

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

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

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

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

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see page 20 of the instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2011 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		No

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

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

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

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

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

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

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

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

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

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

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**

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

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

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
BETH GOLDSMITH 1829 REISTERTOWN ROAD SUITE 430 BALTIMORE, MD 21208	PRESIDENT 10 00	0	0	0
ALAN BERKOWITZ 1829 REISTERTOWN ROAD SUITE 430 BALTIMORE, MD 21208	SEC/TREASURER 5 00	20,000	0	0
RAYMOND ALTMAN 1829 REISTERTOWN ROAD SUITE 430 BALTIMORE, MD 21208	VICE PRESIDENT 5 00	20,000	0	0
WENDY SAMET 1829 REISTERTOWN ROAD SUITE 430 BALTIMORE, MD 21208	FOUNDATION MANAGER 30 00	59,218	0	0

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

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

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

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

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

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

Part IX-A **Summary of Direct Charitable Activities**

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	0
b	Average of monthly cash balances	1b	1,217,904
c	Fair market value of all other assets (see page 24 of the instructions)	1c	13,089,830
d	**Total** (add lines 1a, b, and c)	1d	14,307,734
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	14,307,734
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	214,616
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	14,093,118
6	**Minimum investment return.** Enter 5% of line 5	6	704,656

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

1	Minimum investment return from Part X, line 6	1	704,656
2a	Tax on investment income for 2011 from Part VI, line 5 — 2a: 3,366		
b	Income tax for 2011 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	3,366
3	Distributable amount before adjustments Subtract line 2c from line 1	3	701,290
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	701,290
6	Deduction from distributable amount (see page 25 of the instructions)	6	0
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	701,290

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	926,659
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	926,659
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	3,366
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	923,293

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

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

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				701,290
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only.			0	
b Total for prior years 20___, 20___, 20___		0		
3 Excess distributions carryover, if any, to 2011				
a From 2006. 289,661				
b From 2007. 289,395				
c From 2008. 136,064				
d From 2009. 120,623				
e From 2010. 169,826				
f **Total** of lines 3a through e.	1,005,569			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ $ 926,659				
a Applied to 2010, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .	0			
d Applied to 2011 distributable amount.				701,290
e Remaining amount distributed out of corpus	225,369			
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	1,230,938			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . .		0		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	0			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions)	289,661			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a	941,277			
10 Analysis of line 9				
a Excess from 2007. . . . 289,395				
b Excess from 2008. . . . 136,064				
c Excess from 2009. . . . 120,623				
d Excess from 2010. . . . 169,826				
e Excess from 2011. . . . 225,369				

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

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2011	**(b)** 2010	**(c)** 2009	**(d)** 2008	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon **a** "Assets" alternative test—enter **(1)** Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . .					
c "Support" alternative test—enter **(1)** Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . .					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

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

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

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

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

WENDY SAMET
1829 REISTERSTOWN RD 430
BALTIMORE, MD 21208
(410) 484-9292

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

LETTER INDICATING AMOUNT AND PURPOSE OF REQUEST

c Any submission deadlines

NONE

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

NONE

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				773,663
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments			14	335,834	
4 Dividends and interest from securities. . . .			14	58,284	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	99,508	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .		0		493,626	0

13 **Total.** Add line 12, columns (b), (d), and (e). 13 493,626

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

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

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

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash	1a(1)		No
(2) Other assets	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		No
(3) Rental of facilities, equipment, or other assets	1b(3)		No
(4) Reimbursement arrangements	1b(4)		No
(5) Loans or loan guarantees	1b(5)		No
(6) Performance of services or membership or fundraising solicitations	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		No

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

****** | 2012-11-26 | ******

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's Signature	Date	Check if self-employed ☐	PTIN
ALAN BERKOWITZ CPA			P00365894

Firm's name ▶ BERKOWITZ & SHRAMKO CPAS — Firm's EIN ▶ 52-0963432

Firm's address ▶ 1829 REISTERSTOWN ROAD 430 BALTIMORE, MD 21208 — Phone no (410) 484-7700

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

Additional Data

Software ID:
Software Version:
EIN: 52-1714353
Name: THE GOLDSMITH FAMILY FOUNDATION INC

Form 990PF - Special Condition Description:

Special Condition Description

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
BERNSTEIN	P		
BERNSTEIN	P		
GARDNER LEWIS	P		
GARDNER LEWIS	P		
GARDNER LEWIS	P		
GARDNER LEWIS	P		
GARDNER LEWIS	P		
GARDNER LEWIS	P		
HUFF	P		
HUFF	P		
PNC	P		
PNC	P		
LITIGATION AND OTHER CLAIMS	P		

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
231,367		232,764	-1,397
200,798		182,565	18,233
2,044,985		2,440,749	-395,764
2,805,167		2,175,966	629,201
78,937		130,475	-51,538
12,228		25,611	-13,383
603,865		756,559	-152,694
1,127,423		1,281,307	-153,884
233,610		226,089	7,521
694,762		650,559	44,203
861,376		654,307	207,069
542,095		608,254	-66,159
28,100			28,100

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-1,397
			18,233
			-395,764
			629,201
			-51,538
			-13,383
			-152,694
			-153,884
			7,521
			44,203
			207,069
			-66,159
			28,100

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
KIPP HARMONY ACADEMY4701 GREENSPRING AVENUE BALTIMORE,MD 21209	NONE		GENERAL	10,000
INCENTIVE MENTORING PROGRAM INCPO BOX 1584 BALTIMORE,MD 21203	NONE		GENERAL	15,000
BALTIMORE CHILD ABUSE CENTER INC34 MARKET PLACE BALTIMORE,MD 21202	NONE		GENERAL	10,000
SOUTHWEST BALTIMORE CHARTER SCHOOL1300 HERKIMER STREET BALTIMORE,MD 21223	NONE		GENERAL	7,500
PROJECT GARRISON3910 BARRINGTON ROAD BALTIMORE,MD 21207	NONE		GENERAL	20,000
THE COMMUNITY SCHOOL337 WEST 30TH STREET BALTIMORE,MD 21211	NONE		GENERAL	10,000
NETWORK FOR TEACHING ENTREPRENEURSHIP300 E LOMBARD STREET SUITE 1111 BALTIMORE,MD 21202	NONE		GENERAL	12,000
THE US HOLOCAUST MEMORIAL MUSEUM100 RAOUL WALLENBERG PLACE WASHINGTON,DC 20024	NONE		GENERAL	20,000
BALTIMORE SYMPHONY ORCHESTRA1212 CATHEDRAL STREET BALTIMORE,MD 21201	NONE		GENERAL	25,000
CHAI5721 PARK HEIGHTS AVENUE BALTIMORE,MD 21215	NONE		GENERAL	3,750
THE RODWELL DART MEMORIAL FOUNDATIONPOBOX 3631 ASPEN,CO 81612	NONE		GENERAL	1,000
OBSESSIVE-COMPULSIVE FOUNDATIONPO BOX 9573 NEW HAVEN,CT 06535	NONE		GENERAL	1,000
NEW LEADERS1500 UNION AVENUE BALTIMORE,MD 21210	NONE		GENERAL	15,000
GREATER HOMEWOOD COMM CORP INC3503 NORTH CHARELS STREET BALTIMORE,MD 21218	NONE		GENERAL	15,000
YOUNG AUDIENCES OF MARYLAND 927 NORTH CALVERT BALTIMORE,MD 21202	NONE		GENERAL	5,000
EVERYMAN THEATRE1727 N CHARLES STREET BALTIMORE,MD 21201	NONE		GENERAL	10,000
MIDDLE GRADES PARTNERSHIP 3105 N CHARLES STREET BALTIMORE,MD 21218	NONE		GENERAL	30,000
COLLEGE BOUND FOUNDATION 300 WATER STREET BALTIMORE,MD 21202	NONE		GENERAL	20,000
HAMPDEN FAMILY CENTER1104 WEST 36TH STREET BALTIMORE,MD 21211	NONE		GENERAL	5,000
BALTIMORE SCHOOL FOR THE ARTS712 CATHEDRAL STREET BALTIMORE,MD 21201	NONE		GENERAL	20,000
JH UNIVERSITY CENTER FOR TALENTED YOUTH5801 SMITH AVENUE BALTIMORE,MD 21209	NONE		GENERAL	100,000
CITY NEIGHBORS FOUNDATION 4301 RASPE AVENUE BALTIMORE,MD 21206	NONE		GENERAL	20,000
ASPEN YOUTH CENTERPO BOX 8266 ASPEN,CO 81612	NONE		GENERAL	100
NATIONAL AQUARIUM IN BALTIMORE501 E PRATT STREET BALTIMORE,MD 21202	NONE		GENERAL	5,000
SLINGSHOT FUND575 MADISON AVENUE SUITE 703 NEW YORK,NY 10022	NONE		GENERAL	7,500
ST VINCENT DE PAUL SOCIETY OF BALTIMORE2305 N CHARLES STREET BALTIMORE,MD 21218	NONE		GENERAL	1,920
NATIONAL CENTER FOR FAMILY PHILANTHROPY1101 CONNECTICUT AVENUE NW WASHINGTON,DC 20036	NONE		GENERAL	500
CHILD FIRST AUTHORITY3904 HICKORY AVENUE SUITE 200 BALTIMORE,MD 21211	NONE		GENERAL	7,500
ASPEN BUDDY PROGRAM110 E HALLAM STREET ASPEN,CO 81611	NONE		GENERAL	15,000
ST PAUL'S SCHOOL11152 FALLS ROAD BROOKLANDVILLE,MD 21022	NONE		GENERAL	7,500

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
GOUCHER COLLEGE1021 DULANEY VALLEY ROAD BALTIMORE,MD 21204	NONE		GENERAL	25,000
BALTIMORE URBAN DEBATE LEAGUE1800 N CHARLES STREET BALTIMORE,MD 21201	NONE		GENERAL	15,000
GIRLS EMPOWERMENT MISSION 802 S CAROLINE STREET BALTIMORE,MD 21231	NONE		GENERAL	5,465
ASSOCIATION OF BALTIMORE AREA GRANTMAKERS2 EAST REED STREET BALTIMORE,MD 21202	NONE		GENERAL	5,000
THE WALTERS ART MUSEUM600 NORTH CHARLES STREET BALTIMORE,MD 21201	NONE		GENERAL	5,000
BALTIMORE MUSEUM OF ART10 ART MUSEUM DRIVE BALTIMORE,MD 21218	NONE		GENERAL	5,000
THE INGENUITY PROJECT1400 W COLD SPRING LANE BALTIMORE,MD 21209	NONE		GENERAL	5,000
ENOCH PRATT FREE LIBRARY400 CATHEDRAL STREET BALTIMORE,MD 21201	NONE		GENERAL	10,000
SOUTH BALTIMORE LEARNING CENTER28 EAST OSTEND STREET BALTIMORE,MD 21230	NONE		GENERAL	20,000
AFYA PUBLIC CHARTER MIDDLE 2800 BRENDAN AVENUE BALTIMORE,MD 21213	NONE		GENERAL	3,000
ALEXANDER HAMILTON ELEMENTARY SCHOOL800 POPLAR GROVE STREET BALTIMORE,MD 21216	NONE		GENERAL	3,000
BARCLAY ELEMENTARY SCHOOL 2900 BARCLAY STREET BALTIMORE,MD 21218	NONE		GENERAL	3,000
BAY-BROOK ELEMENTARY SCHOOL4301 TENTH STREET BALTIMORE,MD 21239	NONE		GENERAL	3,000
BREHMS LANE ELEMENTARY SCHOOL3536 BREHMS LANE BALTIMORE,MD 21213	NONE		GENERAL	2,999
CALVIN RODWELL ELEMENTARY SCHOOL3501 HILLSDALE ROAD BALTIMORE,MD 21207	NONE		GENERAL	3,000
CECIL ELEMENTARY SCHOOL 2000 CECIL AVENUE BALTIMORE,MD 21218	NONE		GENERAL	3,000
CROSS COUNTRY ELEMENTARY SCHOOL6100 CROSS COUNTRY BLVD BALTIMORE,MD 21215	NONE		GENERAL	3,000
FRANCIS SCOTT KEY ELEMENTARY SCHOOL1425 E FORT AVENUE BALTIMORE,MD 21230	NONE		GENERAL	3,000
GEORGE WASHINGTON ELEMENTARY SCHOOL800 SCOTT STREET BALTIMORE,MD 21230	NONE		GENERAL	3,000
GOVANS ELEMENTARY SCHOOL 5801 YORK ROAD BALTIMORE,MD 21212	NONE		GENERAL	3,000
GWYNNS FALLS ELEMENTARY SCHOOL2700 GWYNNS FALLS PARKWAY BALTIMORE,MD 21216	NONE		GENERAL	3,000
HAMSTEAD HILL ACADEMY ELEMMIDDLE SCHOOL500 SOUTH LINWOOD AVENUE BALTIMORE,MD 21224	NONE		GENERAL	3,000
HAZELWOOD ELEMENTARY SCHOOL4517 HAZELWOOD AVENUE BALTIMORE,MD 21206	NONE		GENERAL	2,268
HOLABIRD ACADEMY ELEMMIDDLE SCHOOLL1500 IMLA STREET BALTIMORE,MD 21224	NONE		GENERAL	3,000
KIPP HARMONY4701 GREENSPRING AVENUE BALTIMORE,MD 21209	NONE		GENERAL	3,000
KIPP UJIMA VILLAGE ACADEMY ELEMMIDDLE4701 GREENSPRING AVENUE BALTIMORE,MD 21209	NONE		GENERAL	2,911
LIBERTY ELEMENTARY SCHOOL 3901 MAINE AVENUE BALTIMORE,MD 21207	NONE		GENERAL	3,000
LOCKERMAN-BUNDY ELEMENTARY SCHOOL301 N PULASKI STREET BALTIMORE,MD 21223	NONE		GENERAL	3,000
LOIS T MURRAY ELEMENTARY SCHOOL1600 ARLINGTON AVENUE BALTIMORE,MD 21239	NONE		GENERAL	2,910
MARGARET BRENT ELEMMIDDLE SCHOOL100 E 26TH STREET BALTIMORE,MD 21218	NONE		GENERAL	2,972

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
MIDTOWN ACADEMY ELEMMIDDLE SCHOOL1398 MT ROYAL AVENUE BALTIMORE,MD 21217	NONE		GENERAL	3,000
MR WASHINGTON ELEMENTARY SCHOOL1801 SULGRAVE AVENUE BALTIMORE,MD 21209	NONE		GENERAL	3,000
NORTHWOOD ELEMENTARY SCHOOL5201 LOCH RAVEN BOULEVARD BALTIMORE,MD 21239	NONE		GENERAL	2,695
PATTERSON PARK CHARTERELEMMIDDLE SCHOOL27 N LAKEWOOD AVENUE BALTIMORE,MD 21224	NONE		GENERAL	3,000
SHARP-LEADENHALL ELEMENTARY SCHOOL150 W WEST STREET BALTIMORE,MD 21230	NONE		GENERAL	3,000
SOUTHWEST BALTIMORE CHARTER ELEM SCHOOL1300 HERKIMER STREET BALTIMORE,MD 21223	NONE		GENERAL	2,770
TENCH TILGHMAN ELEMMIDDLE 600 N PATTERSON PARK AVENUE BALTIMORE,MD 21205	NONE		GENERAL	3,000
THOMAS JEFFERSON ELEM MIDDLE SCHOOL605 DRYDEN DRIVE BALTIMORE,MD 21229	NONE		GENERAL	3,000
THOMAS JOHNSON ELEMMIDDLE SCHOOL100 HEATH STREET BALTIMORE,MD 21230	NONE		GENERAL	3,000
VIOLETVILLE ELEMENTARY MIDDLE SCHOOL1707 PINE HEIGHTS AVENUE BALTIMORE,MD 21229	NONE		GENERAL	3,000
WAVERLY ELEMMIDDLE3400 ELLERSLIE AVENUE BALTIMORE,MD 21218	NONE		GENERAL	3,000
WESTPORT ACADEMY ELEMMIDDLE SCHOOL2401 NEVADA STREET BALTIMORE,MD 21230	NONE		GENERAL	3,000
WESTSIDE ELEMENTARY SCHOOL 2235 N FULTON AVENUE BALTIMORE,MD 21217	NONE		GENERAL	3,000
WINDSOR HILLS ELEMENTARYMIDDLE SCHOOL 4001 ALTO ROAD BALTIMORE,MD 21206	NONE		GENERAL	3,000
YORKWOOD ELEMENTARY SCHOOL 5931 YORKWOOD ROAD BALTIMORE,MD 21239	NONE		GENERAL	3,000
BALTIMORE MONTESSORI CHARTER SCHOOL204 OAKDALE ROAD BALTIMORE,MD 21210	NONE		GENERAL	10,000
WOLFE STREET ACADEMY245 SOUTH WOLFE STREET BALTIMORE,MD 21231	NONE		GENERAL	3,000
THE MARYLAND ZOO IN BALTIMORE1876 MANSION HOUSE DRIVE BALTIMORE,MD 21217	NONE		GENERAL	7,500
CALLAWAY ELEMENTARY3701 FERNHILL AVENUE BALTIMORE,MD 21215	NONE		GENERAL	3,000
ASPEN YOUTH CENTERPO BOX 8266 ASPEN,CO 81612	NONE		GENERAL	100
BANNER NEIGHBORHOODS COMMUNITY CORP27 SOUTH PATTERSON PARK AVE BALTIMORE,MD 21231	NONE		GENERAL	2,500
GROVE PARK ELEMENTARY SCHOOL5545 KENNISON AVENUE BALTIMORE,MD 21215	NONE		GENERAL	2,803
CREATIVE ALLIANCE AT THE PATTERSON3134 EASTERN AVENUE BALTIMORE,MD 21224	NONE		GENERAL	7,500
HIGHER ACHIEVEMENT BALTIMORE1414 KEY HIGHWAY SUITE 300 BALTIMORE,MD 21230	NONE		GENERAL	10,000
INCENTIVE MENTORING PROGRAM INCPO BOX 1584 BALTIMORE,MD 21203	NONE		GENERAL	20,000
GREEN STREET ACADEMY FOUNDATION INC201 NORTH BEND ROAD BALTIMORE,MD 21229	NONE		GENERAL	5,000
PORT DISCOVERY CHILDREN'S MUSEUM IN BALTO35 MARKET PLACE BALTIMORE,MD 21202	NONE		GENERAL	5,000
URBAN TEACHER CENTER1414 KEY HIGHWAY SUITE 300 BALTIMORE,MD 21230	NONE		GENERAL	10,000
MIDDLE GRADES PARTNERSHIP 3105 N CHARLES STREET BALTIMORE,MD 21218	NONE		GENERAL	5,000
CENTER STAGE700 NORTH CALVERT STREET BALTIMORE,MD 21202	NONE		GENERAL	10,000

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
TEACH FOR AMERICA711 WEST 40TH STREET BALTIMORE,MD 21211	NONE		GENERAL	50,000
Total . . . . ▶ **3a**				773,663

TY 2011 Accounting Fees Schedule

Name: THE GOLDSMITH FAMILY FOUNDATION INC

EIN: 52-1714353

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	23,466	18,000	0	5,466

TY 2011 Investments Corporate Stock Schedule

Name: THE GOLDSMITH FAMILY FOUNDATION INC

EIN: 52-1714353

Name of Stock	End of Year Book Value	End of Year Fair Market Value
VARIOUS CORPORATE STOCKS	9,741,286	12,529,377

TY 2011 Investments - Other Schedule

Name: THE GOLDSMITH FAMILY FOUNDATION INC

EIN: 52-1714353

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
INVESTMENTS	AT COST	693,620	693,620
CERTIFICATE OF DEPOSITS	AT COST	150,000	150,314

efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93491331000532

TY 2011 Other Assets Schedule

Name: THE GOLDSMITH FAMILY FOUNDATION INC

EIN: 52-1714353

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
DIVIDENDS RECEIVABLE	2,936	2,936	2,936

TY 2011 Other Decreases Schedule

Name: THE GOLDSMITH FAMILY FOUNDATION INC

EIN: 52-1714353

Description	Amount
FEDERAL TAX PAYMENTS	22,458

TY 2011 Other Expenses Schedule

Name: THE GOLDSMITH FAMILY FOUNDATION INC

EIN: 52-1714353

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MARGIN INTEREST	30,234	30,234	0	0
INVESTMENT FEES	98,810	98,810	0	0
OFFICE	3,428	0	0	3,428
TELEPHONE	1,678	0	0	1,678
COMPUTER EXPENSE	5,483	0	0	5,483
SEMINARS & EDUCATION	154	0	0	154
INSURANCE	10,888	0	0	10,888
DUES & SUBSCRIPTIONS	8,250	0	0	8,250
MISCELLANEOUS	240	0	0	240
POSTAGE AND DELIVERY	279	0	0	279
BANK CHARGES	17	0	0	17

TY 2011 Other Liabilities Schedule

Name: THE GOLDSMITH FAMILY FOUNDATION INC

EIN: 52-1714353

Description	Beginning of Year - Book Value	End of Year - Book Value
PAYROLL LIABILITIES	1,934	2,441

TY 2011 Taxes Schedule

Name: THE GOLDSMITH FAMILY FOUNDATION INC

EIN: 52-1714353

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX WITHHELD	325	0	0	325
PAYROLL TAX EXPENSE	5,174	0	0	5,174