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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012 or tax year beginning 2/1/2012, and ending 1/31/2013

Name of foundation BIE FAMILY FOUNDATION		A Employer identification number 13-7290614
Number and street (or P O box number if mail is not delivered to street address) BNY Mellon, N A - P O Box 185	Room/suite	B Telephone number (see instructions) (212) 922-6636
City or town, state, and ZIP code Pittsburgh PA 15230-0185		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 1,929,946	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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 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 <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	40,834	40,693		
	5 a Gross rents				
	b Net rental income or (loss)				
	6 a Net gain or (loss) from sale of assets not on line 10	38,793			
	b Gross sales price for all assets on line 6a 356,201				
	7 Capital gain net income (from Part IV, line 2)		38,793		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a 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	79,627	79,486	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	18,590	11,154		7,436
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	2,660	837		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	382	132		250
	24 Total operating and administrative expenses. Add lines 13 through 23	21,632	12,123	0	7,686
	25 Contributions, gifts, grants paid	75,000			75,000
26 Total expenses and disbursements. Add lines 24 and 25	96,632	12,123	0	82,686	
27 Subtract line 26 from line 12	-17,005				
a Excess of revenue over expenses and disbursements		67,363			
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

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Part II Balance Sheets		Beginning of year	End of year	
			(a) Book Value	(b) Book Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	72,126	130,950	130,950
	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 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			
	10 a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	1,080,283	1,484,931	1,798,996
	c Investments—corporate bonds (attach schedule)	475,140		
Liabilities	11 Investments—land, buildings, and equipment basis			
	Less accumulated depreciation (attach schedule)			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)			
	14 Land, buildings, and equipment basis			
	Less accumulated depreciation (attach schedule)			
	15 Other assets (describe)			
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	1,627,549	1,615,881	1,929,946
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe)			
	23 Total liabilities (add lines 17 through 22)	0	0	
	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	1,627,549	1,615,881	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	1,627,549	1,615,881	
	31 Total liabilities and net assets/fund balances (see instructions)	1,627,549	1,615,881	

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	1,627,549
2	Enter amount from Part I, line 27a	2	-17,005
3	Other increases not included in line 2 (itemize) <u>See Attached Statement</u>	3	6,583
4	Add lines 1, 2, and 3	4	1,617,127
5	Decreases not included in line 2 (itemize) <u>LOSS ON PY SALES SETTELED IN CY</u>	5	1,246
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,615,881

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 Attached Statement				
b See Attached Statement				
c See Attached Statement				
d See Attached Statement				
e See Attached Statement				

(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			0
b			0
c			0
d			0
e			0

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	
a			0
b			0
c			0
d			0
e			0

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	38,793
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 instructions) If (loss), enter -0- in Part I, line 8 }	3	0

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.

(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))
2011	81,896	1,884,588	0.043456
2010	88,445	1,809,956	0.048866
2009	82,249	1,651,439	0.049804
2008	109,354	1,862,297	0.058720
2007	109,220	2,138,186	0.051081

2 Total of line 1, column (d)	2	0.251927
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	0.050385
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	1,861,177
5 Multiply line 4 by line 3	5	93,775
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	674
7 Add lines 5 and 6	7	94,449
8 Enter qualifying distributions from Part XII, line 4 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.	8	82,686

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)	1	1,347
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		
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	1,347
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	1,347
6 Credits/Payments		
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	1,388
b Exempt foreign organizations—tax withheld at source	6b	
c Tax paid with application for extension of time to file (Form 8868)	6c	
d Backup withholding erroneously withheld	6d	
7 Total credits and payments. Add lines 6a through 6d	7	1,388
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	41
11 Enter the amount of line 10 to be Credited to 2013 estimated tax 41 Refunded	11	0

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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 the 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 \$ _____ (2) On foundation managers \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____		
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
4 a 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?	N/A	
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	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) NY		
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 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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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 ► N/A	13	X	
14	The books are in care of ► BNY MELLON, N.A. Located at ► P.O. BOX 185, PITTSBURGH, PA Telephone no ► (212) 922-6636 ZIP+4 ► 15230-0185			
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 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes	No
				X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.**

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012? ► <input type="checkbox"/>	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 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? If "Yes," list the years ► 20____, 20____, 20____, 20____ <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
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)	2b	N/A
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2012 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 2012)	3b	N/A
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 2012?	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)? (see 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 instructions)? ☐ Yes ☒ No
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) N/A

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? ☐ Yes ☒ 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? ☐ Yes ☒ No

5b

N/A

6b

X

7b

N/A

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 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
BNY Mellon, N A P O Box 185 Pittsburgh, PA 15230-0185	TRUSTEE FEES SEE ATTACHED	28,453	NONE	NONE
BNY Mellon, N A P O Box 185 Pittsburgh, PA 15230-0185	FEE REIMBURSEMENT	-9,863	NONE	NONE

2 Compensation of five highest-paid employees (other than those included on line 1—see 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			NONE	

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 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		▶ NONE

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 NONE	
.....	
2	
.....	
3	
.....	
4	
.....	

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

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

Amount

1 NONE	
.....	
2	
.....	
All other program-related investments. See instructions.	
3 NONE	
.....	
Total. Add lines 1 through 3	▶ NONE

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	1,784,532
b	Average of monthly cash balances	1b	104,988
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	1,889,520
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	1,889,520
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	28,343
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,861,177
6	Minimum investment return. Enter 5% of line 5	6	93,059

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	93,059
2a	Tax on investment income for 2012 from Part VI, line 5	2a	1,347
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	1,347
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	91,712
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	91,712
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	91,712

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	82,686
b	Program-related investments—total from Part IX-B	1b	NONE
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	82,686
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 instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	82,686

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 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				91,712
2 Undistributed income, if any, as of the end of 2012.				
a Enter amount for 2011 only			68,003	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2012.				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ <u>82,686</u>				
a Applied to 2011, but not more than line 2a			68,003	
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2012 distributable amount				14,683
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income. Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				77,029
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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 Attached Statement				
Total			3a	75,000
b Approved for future payment NONE				
Total			3b	NONE

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See 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					
4 Dividends and interest from securities			14	40,834	
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	38,793	
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		79,627	0
13 Total. Add line 12, columns (b), (d), and (e)				13	79,627

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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

- | | | |
|--|--------------|-----------|
| 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? | Yes | No |
| a Transfers from the reporting foundation to a noncharitable exempt organization of | | |
| (1) Cash | 1a(1) | X |
| (2) Other assets | 1a(2) | X |
| b Other transactions | | |
| (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| (4) Reimbursement arrangements | 1b(4) | X |
| (5) Loans or loan guarantees | 1b(5) | X |
| (6) Performance of services or membership or fundraising solicitations | 1b(6) | X |
| c Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received | | |

[illegible]

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

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

**Sign
Here**

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

Signature of officer or trustee

5/16/2013

VICE PRESIDENT

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date

PTIN

Shawn P Hanlon

[Handwritten signature] CPA

5/16/2013

Check ☒ if
self-employed

P00965923

Firm's name ► PRICEWATERHOUSECOOPERS LLP

Firm's EIN ▶ 13-4008324

Firm's address ► 600 GRANT STREET, PITTSBURGH, PA 15219

Phone no	(412) 355-6000
----------	----------------

BIE FAMILY FOUNDATION

13-7290614 Page 1 of 1

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

MEMORIAL SLOAN-KETTERING CANCER CENTER

Street

1275 YORK AVENUE

City

NEW YORK

State

NY

Zip Code

10065

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

OPERATIONAL PURPOSES

Amount

75,000

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Totals													
Capital Gains/Losses													
Other sales													
Amount													
Long Term CG Distributions													
Short Term CG Distributions													
0													
Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Net Gain or Loss
1	X	CARDINAL HEALTH INC			7/2/2007		1/2/2013	1,244	1,519				-275
2	X	CARDINAL HEALTH INC			9/18/2009		1/2/2013	3,110	2,089				1,021
3	X	CARDINAL HEALTH INC			1/14/2010		1/2/2013	2,488	1,930				558
4	X	GILEAD SCIENCES INC			10/20/2011		1/18/2013	2,332	1,221				1,111
5	X	GUGGENHEIM MANAGED FUND			8/31/2011		1/2/2013	15,244	18,000				-2,756
6	X	US BANCORP			12/19/2008		1/17/2013	4,275	3,330				945
7	X	US BANCORP			5/21/2009		1/17/2013	1,644	906				738
8	X	US BANCORP			9/30/2009		1/17/2013	4,933	3,285				1,648
9	X	UNION PAC CORP			3/23/2009		1/28/2013	3,853	1,197				2,656
10	X	WALGREEN CO			1/11/2011		1/2/2013	6,434	7,048				-614
11	X	WALGREEN CO			3/23/2011		1/2/2013	3,028	3,151				-123
12	X	ISHARES S&P GSCI			2/1/2012		1/31/2013		22				-22
13	X	SEE ATTACHED			VARIOUS		VARIOUS	293,528	273,710				19,818

Part I, Line 18 (990-PF) - Taxes

		2,660	837	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	837	837		
2	PY EXCISE TAX	88			
3	ESTIMATED EXCISE PAYMENTS	1,735			

Part I, Line 23 (990-PF) - Other Expenses

		382	132	0	250
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	OTHER PARTNERSHIP EXPENSES	132	132		
2	STATE AG FEES	250			250

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

		1,080,283		1,484,931		0		1,798,996	
Description		Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year			
1	OTHER INVESTMENTS			1,484,931		1,798,996			

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	COST BASIS ADJUSTMENT	1	675
2	ISHARES COST BASIS ADJUSTMENT	2	5,766
3	ISHARES INCOME BASIS ADJUSTMENT	3	142
4	Total	4	6,583

Line 5 - Decreases not included in Part III, Line 2

1	LOSS ON PY SALES SETTELED IN CY	1	1,246
2	Total	2	1,246

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Long Term CG Distributions		14,088	0	342,113	0	0	0	317,408	24,705	0	0	0	0	24,705	0	24,705
Short Term CG Distributions		Amount														
	Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/89	Adjusted Basis as of 12/31/89	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses		
1	CARDINAL HEALTH INC	14149Y08		7/2/2007	1/2/2013	1,244			1,519	-275		0	0	-275		
2	CARDINAL HEALTH INC	14149Y08		9/18/2009	1/2/2013	3,110			2,089	1,021		0	0	1,021		
3	CARDINAL HEALTH INC	14149Y08		1/14/2010	1/2/2013	2,488			1,930	558		0	0	558		
4	GILEAD SCIENCES INC	375558103		10/20/2011	1/18/2013	2,332			1,221	1,111		0	0	1,111		
5	GUGGENHEIM MANAGED FUTURE-Y	78356A160		6/31/2011	1/2/2013	15,244			18,000	-2,756		0	0	-2,756		
6	US BANCORP	902873304		12/19/2008	1/17/2013	4,275			3,330	945		0	0	945		
7	US BANCORP	902873304		5/21/2009	1/17/2013	1,644			906	738		0	0	738		
8	US BANCORP	902873304		9/30/2009	1/17/2013	4,933			3,285	1,648		0	0	1,648		
9	UNION PAC CORP	907818108		3/23/2009	1/28/2013	3,853			1,197	2,656		0	0	2,656		
10	WALGREEN CO	931422109		1/11/2011	1/2/2013	6,434			7,048	-614		0	0	-614		
11	WALGREEN CO	931422109		3/23/2011	1/2/2013	3,028			3,151	123		0	0	123		
12	ISHARES S&P GSCI	516573569		2/1/2012	1/31/2013				22	-22		0	0	-22		
13	SEE ATTACHED	VARIOUS		VARIOUS	VARIOUS	293,528			273,710	19,818		0	0	19,818		

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

		Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
										18,590	0	0
1	BNY Mellon, N A		P O Box 185	Pittsburgh	PA	15230-0185		TRUSTEE FEES	SEE ATTAC	28,453	NONE	NONE
2	BNY Mellon, N A		P O Box 185	Pittsburgh	PA	15230-0185		FEE REIMBURSEMENT		-9,863	NONE	NONE

Part VI, Line 6a (990-PF) - Estimated Tax Payments

	Date	Amount
1 Credit from prior year return		0
2 First quarter estimated tax payment		347
3 Second quarter estimated tax payment		347
4 Third quarter estimated tax payment		347
5 Fourth quarter estimated tax payment		347
6 Other payments		
7 Total		1,388

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1	Distributable amounts for 2011 that remained undistributed at the beginning of the 2012 tax year	1	68,003
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	68,003

description	cusip	units	acquisition_date	sale_date	gross_proceeds	tax_cost	net_gain_or_loss
TERADATA CORP DEL	88076W103	20	8/19/2011	2/10/2012	1242 03	884 88	357 15
CAMERON INTL CORP	13342B105	80	5/9/2011	2/10/2012	4497 88	3964 95	532.93
AON CORPORATION COM	037389103	170	1/1/2012	4/2/2012	8338 08	8135 59	202 49
NXP SEMICONDUCTORS N V	N6596X109	130	5/3/2011	3/6/2012	2912 52	4212 2	-1299.68
TEXAS INSTRUMENTS INC	882508104	30	1/18/2012	3/9/2012	967 18	992 62	-25 44
TEXAS INSTRUMENTS INC	882508104	40	1/19/2012	3/9/2012	1289 58	1353 87	-64 29
TEXAS INSTRUMENTS INC	882508104	50	11/4/2011	3/9/2012	1611 97	1595 4	16 57
ROVI CORP	779376102	10	7/19/2011	4/13/2012	293 72	569 53	-275 81
JOHNSON & JOHNSON COM	478160104	160	9/30/2011	4/19/2012	10066 52	10233 52	-167
STATE ST CORP COM	857477103	50	8/12/2011	4/27/2012	2314 2	1882 35	431 85
TEXAS INSTRUMENTS INC	882508104	70	11/4/2011	5/17/2012	2064 19	2233 56	-169 37
INTERNATIONAL BUSINESS MACHINES CORP	459200101	14	3/15/2012	6/1/2012	2659 71	2884 09	-224 38
VERIZON COMMUNICATIONS INC	92343V104	50	9/27/2011	6/19/2012	2184 54	1856 19	328 35
BAIDU COM INC	056752108	15	3/1/2012	6/27/2012	1671 95	2080 25	-408 3
BAIDU COM INC	056752108	10	6/27/2011	6/27/2012	1114 63	1324 64	-210 01
BAIDU COM INC	056752108	17	1/9/2012	7/11/2012	1844 78	2050 9	-206 12
BRISTOL MYERS SQUIBB CO COM	110122108	200	4/19/2012	8/10/2012	6337 7	6785 54	-447.84
BRISTOL MYERS SQUIBB CO COM	110122108	1	4/19/2012	8/10/2012	31 69	33 93	-2 24
BRISTOL MYERS SQUIBB CO COM	110122108	89	4/19/2012	8/13/2012	2806 4	3019 56	-213.16
SCHLUMBERGER LIMITED COM	806857108	30	3/9/2012	9/21/2012	2237 82	2297 96	-60 14
HALLIBURTON COMPANY COM	406216101	60	3/9/2012	9/21/2012	2163 9	2111 26	52 64
MERCK & CO INC	58933Y105	50	6/4/2012	9/25/2012	2260	1868 55	391.45
MERCK & CO INC	58933Y105	70	12/15/2011	9/25/2012	3164 01	2527 13	636 88
MERCK & CO INC	58933Y105	170	12/15/2011	9/26/2012	7695 34	6137 3	1558 04
TEXAS INSTRUMENTS INC	882508104	110	1/10/2012	9/27/2012	3046 86	3341 58	-294.72
TEXAS INSTRUMENTS INC	882508104	90	11/4/2011	9/27/2012	2492 89	2871 72	-378 83
TEXAS INSTRUMENTS INC	882508104	60	1/12/2012	9/27/2012	1661 93	1876 39	-214 46
NOBLE CORPORATION BAAR	H5833N103	190	2/10/2012	9/27/2012	6749 41	7366 59	-617 18
ACCENTURE PLC IRELAND SHS CL A	G1151C101	10	10/27/2011	9/28/2012	699 66	607 78	91 88
ACCENTURE PLC IRELAND SHS CL A	G1151C101	30	7/2/2012	9/28/2012	2098 97	1811 67	287 3
COMCAST CORP NEW CL A	20030N101	30	7/11/2012	10/9/2012	1065 9	948 16	117.74
COMCAST CORP NEW CL A	20030N101	20	7/11/2012	11/19/2012	715 62	632 1	83.52
COMCAST CORP NEW CL A	20030N101	40	6/19/2012	11/19/2012	1431 24	1261 69	169 55
PLAINS EXPL & PRODTN CO COM	726505100	90	9/21/2012	12/6/2012	3914 97	3572 01	342 96
VALERO ENERGY CORP NEW	91913Y100	70	11/9/2012	12/14/2012	2331 36	2077 14	254 22
CAMERON INTL CORP	13342B105	50	1/25/2011	2/10/2012	2811 18	2514 01	297 17
TERADATA CORP DEL	88076W103	20	7/15/2010	2/10/2012	1242 03	636 29	605 74
TERADATA CORP DEL	88076W103	10	7/16/2010	2/10/2012	621 01	315 75	305 26
DEERE & COMPANY	244199105	110	2/24/2010	2/16/2012	9112 92	6143 23	2969 69
APPLE COMPUTER INC COM	037833100	3	3/1/2006	3/1/2012	1631 2	208 23	1422.97
APPLE COMPUTER INC COM	037833100	7	4/6/2006	3/1/2012	3806 13	484 2	3321 93
EXXON MOBIL CORP	30231G102	90	2/5/2001	3/9/2012	7589 13	2357 53	5231 6
APPLE COMPUTER INC COM	037833100	6	4/6/2006	3/15/2012	3523 6	415 02	3108 58
AIR PRODUCTS AND CHEMICALS INC COMMON	009158106	30	3/24/2009	4/3/2012	2747 82	1681 86	1065 96
ROVI CORP	779376102	75	10/19/2010	4/13/2012	2202 87	3680 32	-1477 45

ROVI CORP	779376102	95	10/19/2010	4/16/2012	2745 95	4661 73	-1915.78
STATE ST CORP COM	857477103	20	5/13/2009	4/27/2012	925 68	745 6	180.08
AT&T INC	00206R102	60	8/11/2010	5/1/2012	1993 85	1597 83	396 02
AT&T INC	00206R102	30	8/6/2010	5/1/2012	996 93	794 56	202 37
COCA-COLA CO USD	191216100	30	3/1/2011	6/1/2012	2192 62	1956 37	236 25
COCA-COLA CO USD	191216100	40	10/26/2010	6/1/2012	2923 49	2453 17	470 32
AGILENT TECHNOLOGIES INC	00846U101	170	12/8/2010	6/4/2012	6398 59	6399 03	-0.44
VERIZON COMMUNICATIONS INC	92343V104	20	8/6/2010	6/19/2012	873 81	588 09	285 72
BAIDU COM INC	056752108	24	6/27/2011	7/2/2012	2681 61	3179 13	-497 52
JOHNSON CONTROLS INC	478366107	100	4/9/2007	7/11/2012	2683.87	3243 7	-559 83
YUM BRANDS INC	988498101	30	3/9/2009	7/11/2012	1860 43	711 9	1148 53
BAIDU COM INC	056752108	7	6/27/2011	7/11/2012	759.61	927 25	-167 64
J P MORGAN CHASE & CO	46625H100	50	1/14/2010	7/19/2012	1749 27	2235 99	-486 72
J P MORGAN CHASE & CO	46625H100	80	7/7/2006	7/19/2012	2798 84	3410.63	-611 79
CITIGROUP INC	172967424	91	8/5/2010	7/19/2012	2417 26	3749 2	-1331 94
CITIGROUP INC	172967424	104	1/14/2010	7/19/2012	2762 58	3702 4	-939 82
CITIGROUP INC	172967424	66	11/18/2009	7/19/2012	1753 18	2838	-1084 82
BB&T CORP COM	054937107	130	4/26/2011	7/19/2012	4141 62	3382 26	759 36
BB&T CORP COM	054937107	100	6/20/2011	7/19/2012	3185 86	2624 6	561 26
VALERO ENERGY CORP NEW	91913Y100	90	10/16/2009	8/15/2012	2572 31	1786 12	786 19
VALERO ENERGY CORP NEW	91913Y100	20	12/21/2010	8/15/2012	571 63	445.37	126 26
VALERO ENERGY CORP NEW	91913Y100	70	10/16/2009	9/27/2012	2189 76	1389.21	800 55
KRAFT FOODS GROUP INC	50076Q106	83 33	11/5/2008	10/10/2012	3865 19	2590 77	1274 42
KRAFT FOODS GROUP INC	50076Q106	10	8/27/2010	10/10/2012	463 82	311 71	152 11
KRAFT FOODS GROUP INC	50076Q106	19 67	1/14/2010	10/10/2012	912 19	603 38	308 81
DREYFUS DIVERSIFIED INTL-I	261986632	3048 78	1/15/2010	10/25/2012	30000	30365 85	-365 85
KRAFT FOODS GROUP INC	50076Q106	0 33	1/14/2010	10/25/2012	15.08	10 23	4 85
EMC CORP(MASS) USD 0 01	268648102	50	4/19/2011	11/5/2012	1237 3	1326 47	-89 17
EMC CORP(MASS) USD 0 01	268648102	190	4/1/2011	11/5/2012	4701 73	5099 2	-397 47
NXP SEMICONDUCTORS N V	N6596X109	30	5/3/2011	11/5/2012	773 08	972.04	-198 96
NXP SEMICONDUCTORS N V	N6596X109	60	5/5/2011	11/5/2012	1546 16	1885 85	-339 69
EMC CORP(MASS) USD 0 01	268648102	70	4/19/2011	11/7/2012	1723.94	1857 05	-133 11
EMC CORP(MASS) USD 0 01	268648102	20	4/7/2011	11/7/2012	492 56	524 36	-31 8
QEP RESOURCES INC	74733V100	160	2/9/2010	11/9/2012	4555 92	4404 85	151 07
QEP RESOURCES INC	74733V100	30	7/2/2010	11/9/2012	854 23	888 9	-34 67
AT&T INC	00206R102	70	8/6/2010	11/16/2012	2314.26	1853 96	460 3
EATON CORPORATION COMMON	278058102	230	1/1/2001	12/5/2012	11880 65	6624 23	5256 42
PLAINS EXPL & PRODTN CO COM	726505100	20	5/29/2009	12/6/2012	869 99	553 38	316 61
PLAINS EXPL & PRODTN CO COM	726505100	160	5/29/2009	12/12/2012	7185 62	4427 03	2758 59
SEMPRA ENERGY	816851109	40	6/5/2008	12/12/2012	2862 5	2314.17	548 33
HIGHBRIDGE DYNAMIC COMM STRAT FUND-E	48121A670	607 19	4/11/2011	12/21/2012	8543 21	13000	-4456 79
ISHARES GSCI COMMODITY-INDEXED	46428R107	100	5/28/2009	9/12/2012	3469 28	3770	-300 72
ISHARES GSCI COMMODITY-INDEXED	46428R107	600	5/8/2009	9/12/2012	20815 7	21666	-850 3
TOTAL					293528.20	273710.61	19817.59

Attachment to Form 990-PF
Part VIII, Column (b)
Title and average hours per week devoted to position

As Trustee, BNY Mellon, N.A. provides administrative services such as acting as investment manager for the named organization. These services require numerous individual bank employees' involvement in the activities of the organization and thus cannot be quantified on an hourly basis. Therefore, the Trustee's fees are not based upon an hourly basis but are calculated based upon factors such as the market value of the account and in accordance with our agreement with the client.

BIE FAMILY FOUN	G0408V102	AON PLC	220.00	12,702.80	10,921.45
BIE FAMILY FOUN	G1151C101	ACCENTURE PLC-CL A	130.00	9,345.70	4,021.83
BIE FAMILY FOUN	G2554F113	COVIDIEN PLC	170.00	10,597.80	6,693.00
BIE FAMILY FOUN	G29183103	EATON CORP PLC	230.00	13,098.50	11,880.65
BIE FAMILY FOUN	G47791101	INGERSOLL-RAND PLC	220.00	11,305.80	8,961.81
BIE FAMILY FOUN	G491BT108	INVERSCO LTD	490.00	13,352.50	10,172.92
BIE FAMILY FOUN	N6596X109	NXP SEMICONDUCTORS N V	280.00	8,400.00	7,035.19
BIE FAMILY FOUN	00206R102	AT&T INC	130.00	4,522.70	3,443.08
BIE FAMILY FOUN	00507K103	ACTAVIS INC	110.00	9,502.90	5,212.16
BIE FAMILY FOUN	009158106	AIR PRODS & CHEMS INC	80.00	6,994.40	4,484.96
BIE FAMILY FOUN	023135106	AMAZON.COM INC	48.00	12,744.00	9,406.64
BIE FAMILY FOUN	037833100	APPLE INC	73.00	33,250.77	7,794.30
BIE FAMILY FOUN	054937107	B & T CORPORATION	260.00	7,872.80	6,625.50
BIE FAMILY FOUN	05569M509	BNY MELLON M/C MULTI-STRATEG	13,279.00	159,082.49	110,703.50

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TAX MARKET VALUE DETAIL REPORT FOR PFSS TO MOBIUS

ACCOUNT NO	ACCOUNT NAME	CUSIP ID	ASSET SHORT NAME	SHARES	MARKET VALUE	FEDERAL TAX COST
BIE FAMILY FOUN	05569M616		BNY MELLON MONEY MARKET FUND	25,572.09	25,572.09	25,572.09
BIE FAMILY FOUN	05569M616		BNY MELLON MONEY MARKET FUND	105,377.62	105,377.62	105,377.62
BIE FAMILY FOUN	05569M814		BNY MELLON INTERMEDIATE BD-M	5,729.56	75,229.19	75,000.00
BIE FAMILY FOUN	05569M830		BNY MELLON BOND FUND-M	25,255.15	340,439.44	324,877.78
BIE FAMILY FOUN	05569M855		BNY MELLON EMERGING MKTS-M	9,155.59	95,584.40	70,000.00
BIE FAMILY FOUN	111320107		BROADCOM CORP CL A	310.00	10,059.50	10,567.15
BIE FAMILY FOUN	143658300		CARNIVAL CORP	250.00	9,680.00	9,927.62
BIE FAMILY FOUN	149123101		CATERPILLAR INC	110.00	10,822.90	6,893.68
BIE FAMILY FOUN	150870103		CELANESE CORP -SER A	190.00	8,907.20	6,489.92
BIE FAMILY FOUN	15189T107		CENTERPOINT ENERGY INC	560.00	11,446.40	11,144.89
BIE FAMILY FOUN	166764100		CHEVRON CORPORATION	110.00	12,666.50	7,053.55
BIE FAMILY FOUN	191216100		COCA - COLA CO	280.00	10,427.20	8,255.96
BIE FAMILY FOUN	20030N101		COMCAST CORP CL A	390.00	14,851.20	11,863.86
BIE FAMILY FOUN	22160K105		COSTCO WHSL CORP NEW	100.00	10,234.00	5,916.76
BIE FAMILY FOUN	254687106		WALT DISNEY CO/THE	330.00	17,780.40	6,618.50
BIE FAMILY FOUN	260003108		DOVER CORP	160.00	11,068.80	9,928.32
BIE FAMILY FOUN	261967830		DREYFUS INFLTN ADJ SEC-INST	3,897.11	53,507.40	50,000.00
BIE FAMILY FOUN	261980759		DREYFUS HIGH YIELD-I	3,856.42	25,915.19	25,261.97
BIE FAMILY FOUN	261986632		DREYFUS DIVERSIFIED INTL-I	12,011.46	127,441.61	119,634.15
BIE FAMILY FOUN	26200C403		DREYFUS OPPORTUNISTIC S/C	1,032.74	30,052.73	28,000.00
BIE FAMILY FOUN	26201H500		DREYFUS EMERGING MARKETS - I	5,235.60	55,130.89	70,000.00
BIE FAMILY FOUN	268648102		E M C CORP MASS	200.00	4,922.00	4,952.07
BIE FAMILY FOUN	30219G108		EXPRESS SCRIPTS HOLDING CO	130.00	6,944.60	6,619.85
BIE FAMILY FOUN	30231G102		EXXON MOBIL CORP	140.00	12,595.80	3,667.27
BIE FAMILY FOUN	307000109		FAMILY DLR STORES INC	80.00	4,536.00	5,571.36
BIE FAMILY FOUN	35671D857		FREEMONT MCMORAN COPPER & GO	200.00	7,050.00	5,618.59
BIE FAMILY FOUN	369604103		GENERAL ELECTRIC COMPANY	550.00	12,254.00	13,062.48
BIE FAMILY FOUN	375558103		GILEAD SCIENCES INC	280.00	11,046.00	5,697.84
BIE FAMILY FOUN	406216101		HALLIBURTON CO	280.00	11,390.40	8,862.21
BIE FAMILY FOUN	437076102		HOMER DEPOT INC	240.00	16,060.80	5,567.35
BIE FAMILY FOUN	438516106		HONEYWELL INTL INC	175.00	11,942.00	6,609.05
BIE FAMILY FOUN	45865V100		INTERCONTINENTAL EXCHANGE INC	78.00	10,822.50	10,222.18
BIE FAMILY FOUN	459200101		INTERNATIONAL BUSINESS MACHI	104.00	21,119.28	14,683.72
BIE FAMILY FOUN	46625H100		JP MORGAN CHASE & CO	160.00	7,528.00	6,821.27
BIE FAMILY FOUN	478366107		JOHNSON CONTROLS INC	230.00	7,150.70	6,375.96
BIE FAMILY FOUN	517834107		LAS VEGAS SANDS CORP	190.00	10,497.50	8,373.82
BIE FAMILY FOUN	532457108		LILLY ELI & CO	210.00	11,274.90	9,162.17
BIE FAMILY FOUN	563849106		MARATHON OIL CORP	380.00	12,771.80	10,982.41
BIE FAMILY FOUN	582839106		MEAD JOHNSON NUTRITION	40.00	3,040.00	2,668.71
BIE FAMILY FOUN	59156R108		METLIFE INC	270.00	10,081.80	9,215.15
BIE FAMILY FOUN	609207105		MONDELEZ INTERNATIONAL-W/I	500.00	13,895.00	10,928.48
BIE FAMILY FOUN	63872T885		ASG GLOBAL ALTERNATIVES FUND	1,707.78	18,666.04	18,000.00
BIE FAMILY FOUN	674599105		OCCIDENTAL PETROLEUM CORP	120.00	10,592.40	9,184.22
BIE FAMILY FOUN	693475105		PNC FINANCIAL SERVICES GROUP	250.00	15,450.00	12,026.15

10,927.50 7,103.98
19,914.40 16,073.88
14,280.40 9,281.05
18,485.60 16,382.62

150.00
730.00
190.00
280.00

PEPSICO INC
PFIZER INC
PROCTER & GAMBLE CO
QUALCOMM INC

BIE FAMILY FOUN 713448108
BIE FAMILY FOUN 717081103
BIE FAMILY FOUN 742718109
BIE FAMILY FOUN 747525103

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ACCOUNT NO	ACCOUNT NAME	CUSIP ID	ASSET SHORT NAME	SHARES	MARKET VALUE	FEDERAL TAX COST
BIE FAMILY FOUN	79466L302		SALESFORCE.COM INC	72.00	12,393.36	7,331.78
BIE FAMILY FOUN	806857108		SCHLUMBERGER LTD	170.00	13,268.50	7,647.81
BIE FAMILY FOUN	816851109		SEMPRA ENERGY	120.00	9,006.00	6,942.49
BIE FAMILY FOUN	82481R106		SHIRE PLC	80.00	8,011.20	6,893.12
BIE FAMILY FOUN	845467109		SOUTHWESTERN ENERGY CO	340.00	11,662.00	11,853.16
BIE FAMILY FOUN	857477103		STATE STREET CORP	260.00	14,469.00	8,443.57
BIE FAMILY FOUN	86271F578		DREYFUS SELECT MGER S/C GR-I	1,812.77	36,382.35	30,000.00
BIE FAMILY FOUN	86271F677		DREYFUS SELECT MGER S/C VL-I	1,486.92	30,675.20	28,000.00
BIE FAMILY FOUN	88076W103		TERADATA CORPORATION	190.00	12,665.40	5,954.86
BIE FAMILY FOUN	881624209		TEVA PHARMACEUTICAL INDS ADR	320.00	12,156.80	12,902.29
BIE FAMILY FOUN	89417E109		THE TRAVELERS COMPANIES INC	130.00	10,199.80	8,273.66
BIE FAMILY FOUN	907818108		UNION PAC CORP	41.00	5,389.86	1,692.89
BIE FAMILY FOUN	913017109		UNITED TECHNOLOGIES CORP	140.00	12,259.80	6,088.60
BIE FAMILY FOUN	91913Y100		VALERO ENERGY CORP NEW	290.00	12,681.70	6,246.66
BIE FAMILY FOUN	92343V104		VERIZON COMMUNICATIONS INC	120.00	5,233.20	3,496.10
BIE FAMILY FOUN	949746101		WELLS FARGO & COMPANY	480.00	16,718.40	13,707.55
BIE FAMILY FOUN	984332106		YAHOO INC	480.00	9,422.40	8,339.86
BIE FAMILY FOUN	988498101		YUM! BRANDS INC	110.00	7,143.40	2,610.30

TOTAL FOR ACCT#

1,929,945.61 1,615,881.35