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Form 990-PF

Department of the Treasury
Internal Revenue ServiceReturn 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 JUL 1, 2012, and ending JUN 30, 2013

Name of foundation

THE BIRMINGHAM FOUNDATION

A Employer identification number

25-0965572

Number and street (or P O box number if mail is not delivered to street address)

BRASHEAR CENTER, 2005 SARAH STREET

Room/suite

2ND

B Telephone number

4124812777

City or town, state, and ZIP code

PITTSBURGH, PA 15203

C If exemption application is pending, check here ☐

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name changeD 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundationE If private foundation status was terminated under section 507(b)(1)(A), check here ☐

I Fair market value of all assets at end of year

(from Part II, col. (c), line 16)

\$ 22,181,519. (Part I, column (d) must be on cash basis)

J Accounting method:

☐ Cash☒ Accrual☐ Other (specify)F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐**Part I** Analysis of Revenue and Expenses
(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

Revenue	1 Contributions, gifts, grants, etc., received	11,581.		N/A	
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	44,996.	44,996.		
	4 Dividends and interest from securities	508,912.	508,912.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,790,246.			
	b Gross sales price for all assets on line 6a	2,335,062.			
	7 Capital gain net income (from Part IV, line 2)		562,483.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	27,849.	5,602.		STATEMENT 1
	12 Total. Add lines 1 through 11	2,383,584.	1,121,993.		
	13 Compensation of officers, directors, trustees, etc	87,000.	4,350.		82,650.
	14 Other employee salaries and wages	43,675.	2,184.		41,491.
	15 Pension plans, employee benefits	32,417.	1,621.		30,796.
	16a Legal fees STMT 2	9,277.	6,958.		2,319.
	b Accounting fees STMT 3	16,122.	13,704.		2,418.
	c Other professional fees STMT 4	132,410.	124,081.		8,329.
	17 Interest				
	18 Taxes STMT 5	20,690.	564.		10,714.
	19 Depreciation and depletion	686.	34.		
	20 Occupancy	26,676.	1,334.		25,342.
	21 Travel, conferences, and meetings	1,467.	73.		1,394.
	22 Printing and publications	3,044.	152.		2,892.
	23 Other expenses STMT 6	36,339.	3,586.		32,753.
	24 Total operating and administrative expenses. Add lines 13 through 23	409,803.	158,641.		241,098.
	25 Contributions, gifts, grants paid	1,158,850.			1,192,850.
	26 Total expenses and disbursements. Add lines 24 and 25	1,568,653.	158,641.		1,433,948.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	814,931.			
	b Net investment income (if negative, enter -0-)		963,352.		
				N/A	

223501
12-05-12

LHA For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2012)

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		872,273.	1,229,597.	1,229,597.
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges		138,134.	126,134.	126,134.
	10a	Investments - U.S. and state government obligations STMT 7		4,690,039.	4,250,590.	4,250,590.
	b	Investments - corporate stock STMT 8		9,695,799.	9,781,119.	9,781,119.
	c	Investments - corporate bonds STMT 9		277,098.	275,335.	275,335.
11	Investments - land, buildings, and equipment basis ▶	52,865.				
	Less accumulated depreciation ▶	50,235.	3,316.	2,630.	2,630.	
12	Investments - mortgage loans					
13	Investments - other STMT 10		4,784,551.	5,571,117.	5,571,117.	
14	Land, buildings, and equipment: basis ▶					
	Less accumulated depreciation ▶					
15	Other assets (describe ▶ STATEMENT 11)		940,444.	944,997.	944,997.	
16	Total assets (to be completed by all filers)		21,401,654.	22,181,519.	22,181,519.	
Liabilities	17	Accounts payable and accrued expenses		1,066.		
	18	Grants payable		50,000.	16,000.	
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)		51,066.	16,000.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>					
	and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted		21,350,588.	22,165,519.	
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/>					
	and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg., and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances		21,350,588.	22,165,519.		
31	Total liabilities and net assets/fund balances		21,401,654.	22,181,519.		

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	21,350,588.
2	Enter amount from Part I, line 27a	2	814,931.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	22,165,519.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	22,165,519.

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 STATEMENT 18	P	VARIOUS	VARIOUS
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 2,335,062.		1,772,579.	562,483.
b			
c			
d			
e			

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			562,483.
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	562,483.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 }	3	N/A

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

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

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

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

☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year; see 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))
2011	1,536,989.	20,541,878.	.074822
2010	1,737,771.	20,551,918.	.084555
2009	1,229,206.	19,128,305.	.064261
2008	1,119,919.	17,604,849.	.063614
2007	928,878.	23,029,341.	.040335

2 Total of line 1, column (d)	2	.327587
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	.065517
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	21,170,075.
5 Multiply line 4 by line 3	5	1,387,000.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	9,634.
7 Add lines 5 and 6	7	1,396,634.
8 Enter qualifying distributions from Part XII, line 4	8	1,433,948.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	9,634.
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	9,634.
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	9,634.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	15,416.	
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	15,416.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	5,782.	
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax <input checked="" type="checkbox"/> Refunded <input type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

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

Form 990-PF (2012)

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 ► WWW.BIRMINGHAMFOUNDATION.ORG	13	X	
14	The books are in care of ► MARK BIBRO Telephone no. ► 412-481-2777 Located at ► BRASHEAR CENTER 2005 SARAH STREET, PITTSBURGH, PA ZIP+4 ► 15203			
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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	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 ► _____, _____, _____	<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.)	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. ► _____, _____, _____	2b	
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)	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

Form 990-PF (2012)

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

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

N/A

Organizations relying on a current notice regarding disaster assistance check here

☒

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

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

☐ Yes ☒ No

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

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

6b

X

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

☐ Yes ☒ No

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

N/A

7b

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 12		87,000.	8,983.	0.

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

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

Total number of other employees paid over \$50,000

0

Form 990-PF (2012)

Part VIII**Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services

0

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

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

Expenses

1 NOT APPLICABLE

0.

2

3

4

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

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

Amount

1 N/A

2

All other program-related investments. See instructions.

3

Total. Add lines 1 through 3

0.

Form 990-PF (2012)

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	21,370,670.
b	Average of monthly cash balances	1b	121,792.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	21,492,462.
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	21,492,462.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	322,387.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	21,170,075.
6	Minimum investment return. Enter 5% of line 5	6	1,058,504.

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

1	Minimum investment return from Part X, line 6	1	1,058,504.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	9,634.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	9,634.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,048,870.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,048,870.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,048,870.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	1,433,948.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,433,948.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	9,634.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,424,314.

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				1,048,870.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010	397,932.			
e From 2011	520,769.			
f Total of lines 3a through e	918,701.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$ 1,433,948.				
a Applied to 2011, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				1,048,870.
e Remaining amount distributed out of corpus	385,078.			
5 Excess distributions carryover applied to 2012 (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	1,303,779.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	1,303,779.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010	397,932.			
d Excess from 2011	520,769.			
e Excess from 2012	385,078.			

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
	(a) Business code	(b) Amount	(c) Exclu- sion 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	44,996.	
4 Dividends and interest from securities			14	508,912.	
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	900003	38,377.	18	1,779,718.	
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)		38,377.		2,333,626.	0.
13 Total. Add line 12, columns (b), (d), and (e)					2,372,003.

(See worksheet in line 13 instructions 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 foundation's exempt purposes (other than by providing funds for such purposes).

NOT APPLICABLE

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

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

OMB No 1545-0047

2012

Name of the organization

Employer identification number

THE BIRMINGHAM FOUNDATION

25-0965572

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions**General Rule**

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

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

Name of organization THE BIRMINGHAM FOUNDATION	Employer identification number 25-0965572
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Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	THE THOMAS BROWN ALTON FOUNDATION BRASHEAR CENTER, 2005 SARAH STREET PITTSBURGH, PA 15203	\$ 9,556.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

FORM 990-PF	OTHER INCOME	STATEMENT	1
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
PARTNERSHIP INCOME	27,849.	5,602.	
TOTAL TO FORM 990-PF, PART I, LINE 11	27,849.	5,602.	

FORM 990-PF	LEGAL FEES			STATEMENT	2
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
LEGAL FEES	9,277.	6,958.		2,319.	
TO FM 990-PF, PG 1, LN 16A	9,277.	6,958.		2,319.	

FORM 990-PF	ACCOUNTING FEES			STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTING FEES	16,122.	13,704.		2,418.	
TO FORM 990-PF, PG 1, LN 16B	16,122.	13,704.		2,418.	

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT/ADVISORY FEES	122,008.	122,008.		0.	
INVESTMENT CONSULTATION	2,000.	2,000.		0.	
OTHER PROFESSIONAL FEES	6,943.	0.		6,943.	
PAYROLL FEES	1,459.	73.		1,386.	
TO FORM 990-PF, PG 1, LN 16C	132,410.	124,081.		8,329.	

FORM 990-PF	TAXES		STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	11,278.	564.		10,714.
FEDERAL EXCISE AND INCOME TAXES	9,412.	0.		0.
TO FORM 990-PF, PG 1, LN 18	20,690.	564.		10,714.

FORM 990-PF	OTHER EXPENSES		STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EDUCATION / DUES & SUBSCRIPTIONS	4,676.	468.		4,208.
OFFICE SUPPLIES	6,630.	331.		6,299.
TELECOMMUNICATIONS	3,713.	186.		3,527.
OFFICE EQUIPMENT MAINTENANCE	2,155.	108.		2,047.
MISCELLANEOUS	6,734.	337.		6,397.
INSURANCE	3,410.	1,705.		1,705.
COMMUNITY INITIATIVES (STATEMENT 16)	7,029.	351.		6,678.
POSTAGE AND DELIVERY	611.	31.		580.
MAINTENANCE AND SUPPORT	1,381.	69.		1,312.
TO FORM 990-PF, PG 1, LN 23	36,339.	3,586.		32,753.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 7

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
UST INFL IDX AT 3.875% 4/15/29	X		2,034,415.	2,034,415.
UST INFL IDX AT 2.125% 1/15/29	X		612,070.	612,070.
UST AT .625% 7/15/2021	X		1,063,903.	1,063,903.
UST AT .125% 4/15/2016	X		540,202.	540,202.
TOTAL U.S. GOVERNMENT OBLIGATIONS			4,250,590.	4,250,590.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			4,250,590.	4,250,590.

FORM 990-PF CORPORATE STOCK STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
5000 SHS BE AEROSPACE	315,400.	315,400.
3000 SHS FEDERATED INVS PA B	82,230.	82,230.
5000 SHS HEWLETT-PACKARD CO	124,000.	124,000.
5000 SHS HONEYWELL INTL	396,700.	396,700.
25000 SHS KEYCORP INC	276,000.	276,000.
2000 SHS PRECISION CASTPARTS	452,020.	452,020.
10000 SHS GENERAL ELECTRIC COMPANY	231,900.	231,900.
10000 SHS INTEL CORP	242,300.	242,300.
10000 SHS PFIZER INC	280,100.	280,100.
5000 SHS WAL-MART STORES INC	372,450.	372,450.
5000 SHS WASTE MANAGEMENT	201,650.	201,650.
1900 SHS AMGEN INC.	187,454.	187,454.
1330 SHS HERSHEY COMPANY	118,742.	118,742.
16000 SHS DELL	213,200.	213,200.
13000 SHS ALCOA	101,660.	101,660.
1790 SHS GLAXOSMITHKLINE PLC ADRF	89,446.	89,446.
5000 SHS USX-MARATHON GROUP	172,900.	172,900.
25000 SHS WESTERN ASSET CLAYMORE TIP 2 FUND	296,250.	296,250.
2950 SHS THE SOUTHERN COMPANY	130,184.	130,184.
2633 SHS DUKE ENERGY CORP NEW	177,728.	177,728.
12000 SHS MICROSOFT CORP	414,540.	414,540.
4000 SHS TRANSOCEAN	191,800.	191,800.
2790 SHS PROCTOR & GAMBLE	214,802.	214,802.
5000 SHS FREEPORT MCMORAN COPPER	138,050.	138,050.
16230 SHS GOLD FIELDS LTD NEW ADRF	85,208.	85,208.
3000 SHS PP&L RESOURCES INC	90,780.	90,780.
7500 SHS EBAY INC	387,900.	387,900.
40000 SHS MEVC DRAPER FISHER	503,600.	503,600.

THE BIRMINGHAM FOUNDATION

25-0965572

5000 SHS BP PLC ADR	208,700.	208,700.
2540 SHS PHILIP MORRIS INTL INC	220,015.	220,015.
2500 SHS GAZPROM NEFT ADR	44,800.	44,800.
4460 SHS CAMPBELL SOUP COMPANY	199,763.	199,763.
1370 SHS TARGET CORPORATION	94,338.	94,338.
3180 SHS MICROSOFT CORP 2	109,853.	109,853.
4180 SHS CVS CORPORATION	239,012.	239,012.
2500 SHS MARATHON PETE CORP	177,650.	177,650.
5000 SHS PNC CORP	364,600.	364,600.
1900 SHS PEPSICO INCORPORATED	155,401.	155,401.
2930 SHS MOLSON COORS BREWING COMPANY	140,230.	140,230.
1700 SHS KELLOGG COMPANY	109,191.	109,191.
2960 SHS HASBRO INC	132,697.	132,697.
55000 SHS HECLA MINING COMPANY	163,900.	163,900.
6140 SHS ANNALY MTG MANAGEMENT	77,180.	77,180.
3850 SHS AT&T CORP	136,290.	136,290.
1960 SHS NORTHROP GRUMMAN CORP	162,288.	162,288.
307 SHS IBM STOCK	68,227.	68,227.
1063 SHS KRAFT FOODS GROUP	59,390.	59,390.
1230 SHS ENERGY CORP NEW	85,706.	85,706.
4760 SHS MONDELEZ INTL INC CI A	135,803.	135,803.
2520 SHS EXPRESS SCRIPTS HLDG CO	155,585.	155,585.
615 SHS BROWN GROUP INC	43,524.	43,524.
2715 SHS SIBANYE GOLD LTD ADR	7,982.	7,982.
TOTAL TO FORM 990-PF, PART II, LINE 10B	9,781,119.	9,781,119.

FORM 990-PF	CORPORATE BONDS	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
KEYBANK AT 5.45% 3/3/16	275,335.	275,335.
TOTAL TO FORM 990-PF, PART II, LINE 10C	275,335.	275,335.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	10
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
VANGUARD INDEX TRUST GROWTH	FMV	550,363.	550,363.
VANGUARD INDEX TRUST VALUE	FMV	528,416.	528,416.
H&Q HEALTHCARE FUND	FMV	229,800.	229,800.
VANGUARD EXT MKT INDEX FD	FMV	3,729,058.	3,729,058.
DIVIDEND CAP REALTY INCOME	FMV	38,700.	38,700.
LIBERTY ALL STAR EQUITY FUND	FMV	260,000.	260,000.
NUVEEN FLTG RATE INCM FD	FMV	189,000.	189,000.

WISDOMTREE CHINA FUND ETF	FMV	45,780.	45,780.
TOTAL TO FORM 990-PF, PART II, LINE 13		5,571,117.	5,571,117.

FORM 990-PF	OTHER ASSETS	STATEMENT	11
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
ACCRUED INVESTMENT INCOME	37,027.	38,992.	38,992.
REFUNDABLE FEDERAL EXCISE TAX	3,417.	6,005.	6,005.
REAL ESTATE LIMITED PARTNERSHIP	450,000.	450,000.	450,000.
PROGRAM RELATED INVESTMENT	450,000.	450,000.	450,000.
TO FORM 990-PF, PART II, LINE 15	940,444.	944,997.	944,997.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	12
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
MIHAI MARCU BRASHEAR CENTER, 2ND FLOOR 2005 SARAH STREET PITTSBURGH, PA 15203	VICE CHAIR 2.00	0.	0.	0.
TERRY WIRGINIS BRASHEAR CENTER, 2ND FLOOR 2005 SARAH STREET PITTSBURGH, PA 15203	CHAIRMAN 3.00	0.	0.	0.
MARK S. BIBRO BRASHEAR CENTER, 2ND FLOOR 2005 SARAH STREET PITTSBURGH, PA 15203	EXEC DIR 40.00	87,000.	8,983.	0.
DON GORDON BRASHEAR CENTER, 2ND FLOOR 2005 SARAH STREET PITTSBURGH, PA 15203	TREASURER 2.00	0.	0.	0.
HUGO CHURCHILL BRASHEAR CENTER, 2ND FLOOR 2005 SARAH STREET PITTSBURGH, PA 15203	DIRECTOR 2.00	0.	0.	0.

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

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

87,000.

8,983.

0.

**BIRMINGHAM FOUNDATION
GRANT AWARDS 2012-2013**

Organization Name	Project Title	Grant Amount	Project Description
<u>Improving Youth Outcomes</u>			
Amachi Pittsburgh	Amachi Pittsburgh Programs	\$30,000	1) one-on-one mentoring for target population of children and youth ages 4-18 to help break the generational cycle of incarceration, 2) family reunification support to strengthen family ties that help reduce recidivism when parents are re-entering society; and 3) advocacy to empower community partners and constituents to champion this cause
Big Brothers Big Sisters	Improving Youth Outcomes through Targeted Mentoring	\$20,000	Target evidence-based mentoring programs at "children most in need" across the 15203, 15210 and 15211 zip codes to maximize program outcomes and impact BBBSPGH will recruit "higher-risk youth" through strategic partnerships w/ community organizations and government agencies
Carnegie Library of Pittsburgh	Hilltop LYNCs	\$20,000	Hilltop LYNCs (the Library in Your Neighborhood, Community and School) has implemented an early learning outreach initiative that is focused on linking reading, literacy and learning with social and emotional learning and teaching parents how to support their child's early learning experiences
CASA of Allegheny County	Advocacy for Abused and Neglected Children	\$20,000	CASA's court order and the state law provides unlimited access to any information or records concerning the children on a case CASA advocates review all medical and educational records, meet with teachers, doctors and mental health professionals and to serve as a true advocate for all medical, educational and mental health issues of children
Divine Intervention Ministries	Outreach and Referral	\$5,000	Divine Intervention Ministries is dedicated to providing currently and formerly incarcerated adults and at-risk youth with coordinated resources that will connect them to supportive services and job training opportunities focusing on restoring and realizing their maximum potential spiritually, physically and economically
Girl Scouts Western PA	Healthy Living	\$10,000	Girl Scouts Healthy Living programs encourage a healthy lifestyle through positive relationships with food, consistent exercise and positive attitudes The programs are designed to encourage girls in exploring and mastering the fundamentals of sports and nutrition while being introduced to Girl Scouting traditions
Jewish Family & Children's Service	Refugee Youth Employment Program	\$20,000	Combined with Junior Achievement's proven workforce readiness curriculum with Jewish Family & Children's Service's experience successfully working with refugees, helping them to adjust to life in America The goal of the program is to help refugee youth successfully complete high school and matriculate into post-secondary education and/or employment
Junior Achievement	South Pittsburgh Impact Initiative	\$25,000	Junior Achievement volunteers will inspire kids to dream big and make the connection between what they are learning in the classroom and how it will lead to success in their future, both personally and professionally Hands-on interactive programming for thousands of young people in South Pittsburgh while focusing effort to reach an increased number of students in grades 5th-9th with the goal of addressing the high school dropout epidemic plaguing many of our schools
Lighthouse Cathedral	Lighthouse Youth Enrichment Program	\$90,000	Provide a year-round after-school and summer program for at-risk students ages 4-14 in South Pittsburgh, will provide after-school tutoring and assistance, violence prevention program, drug and alcohol education, health and nutrition education, and cultural and community development programs
Reading is Fundamental Pittsburgh	Community Literacy Projects In South Pittsburgh	\$45,000	Work to increase the reading opportunities available to economically disadvantaged children and families, in an effort to reduce the literacy gap, through Books for Keeps, Read to Your Family, Everybody Wins! and Storymobile programs
South Pittsburgh Coalition for Peace (SPCP)	Training/Education Project	\$40,000	The Coalition will continue its work in south Pittsburgh to empower and unify its residents through community education strategies to deal with challenges faced by youth in urban communities, often leading to violence
Strong Women, Strong Girls	Strong Women, Strong Girls Mentoring	\$30,000	Strong Women, Strong Girls (SWSG) is a unique after school mentoring program that engages at-risk girls in grades 3-5 throughout Pittsburgh, including program locations in the South Side and Hilltop neighborhoods Strong Women, Strong Girls' program uses an innovative group-mentoring model that engages small groups of 10-12 girls with a team of 2-3 college women that serve as volunteer mentors
The Student Conservation Association (SCA)	Hilltop Conservation Crews	\$30,000	To place 10-12 15-19 year olds, under the supervision of two Crew Leaders, in South Side Park and neighboring green spaces SCA will recruit both male and female participants for the crew Members of the South Side crew will be paid for their work and for their time in training
The Fred Rogers Company	Everyday Interactions that Matter Improving Early Care and Education in Hilltop Communities	\$10,000	Help early childhood education professionals support children's learning and development during even the most routine interactions, such as hand washing, mealtime and diaper changing
The Isaiah Project (TIP)	TIP Youth Development	\$105,000	1) Helping young people learn how to be great craftsmen by having them work in the construction trades As they become more experienced in the different aspects of the trades, provide an opportunity for them to help other community members 2) Provide a healthy environment to learn, work, play and develop a sense of responsibility, love and respect for themselves, as well as one another
Tickets for Kids Foundation	Ticket Distribution South Pittsburgh	\$5,000	The Ticket Distribution Program obtains tickets to arts, cultural, educational and sporting events through a network of providing partners that includes individuals, sports teams, theaters, museums, zoos, aquariums, amusement parks, colleges, universities, local and national producing agencies and others Tickets for Kids then distributes these tickets through social service agencies to children and families throughout the year

University of Pittsburgh Office of Child Development	Ready Freddy Pathways to Kindergarten Success	\$20,000	The Ready Freddy model includes a community-school team that plans and implements outreach, enrollment, and transition activities for parents and enrolled kindergarten students, along with a first day of school kick-off event Ready Freddy works with Pittsburgh Arlington PreK-8
Venture Outdoors	Tyke Hikes	\$15,000	Parents and caregivers with children ages 0-8 are welcome to join these short, easy and stroller friendly hikes Children learn about and become comfortable with outdoor recreation and about local parks and the plants and animals they see
Voices Against Violence/Youthplaces	In-School Retention /Drop-out Prevention	\$95,000	The program is designed to increase the high school graduation and employment rates of low-income community youth attending Brashear & Carrick high schools Services offered daily classroom assistance and instruction, job readiness training, resume writing, and interviewing techniques to over 180 students Also, address attendance issues, provide classroom monitoring, conflict resolution, crisis intervention, home visits to bridge gap between school and home, and mediation to all 2,400 Brashear/Carrick students
Voices Against Violence/Youthplaces	Summer Camp	\$100,000	Ma'at Summer Camp Experience provides a free, safe and structured program at McKinley Recreation Center serving 200 youth, ages 6-17 from South Pittsburgh neighborhoods The camp will operate from 9 am - 3 pm, Monday through Friday from June-August
Wireless Neighborhoods	Pittsburgh CONNECTS Hilltop	\$50,000	The Hilltop Computer Center, located at 500 Brownsville Road, will provide high speed internet, public WiFi, 40 laptop computers, a café lounge and 3 comfortable meeting spaces The Center will be open 7 days a week for residents to drop in and use the computer or attend classes In addition, staff of the Hilltop Computer Center routinely travel with laptops to teach at Brashear Jobs Center, the Food Bank, senior centers and the library
YouthWorks	HIRE, AUNO, and HIRE Me	\$40,000	YouthWorks will employ and subsidize transportation for 5 South Pittsburgh youth through the summer employment program, HIRE, as well as offset expenses association with serving 25 South Pittsburgh youth through two of YouthWorks' school year programs AUNO and HIRE Me
<u>Improving Health Care Outcomes:</u>			
Brashear Association	Holiday Assistance Program	\$20,000	Provide food assistance and toys to low income individuals and families who reside in Allentown, Arlington, Arlington Heights, Beltzhoover, Bon Air, Carrick, Knoxville, Mt Oliver, and South Side Flats and Slopes Food assistance in the form of gift cards distributed at Thanksgiving and Christmas and toys are provided to children, 12 and younger, at Christmas
Consumer Health Coalition (CHC)	Connecting South Pittsburgh Coverage	\$20,000	CHC aims to assist at least 150 consumers with health insurance applications by partnering with other health and human services organizations in South Pittsburgh CHC will launch a strategic and aggressive health outreach and insurance enrollment campaign in South Side and Mt Oliver to improve overall health and wellness of residents
Greater Pittsburgh Community Food Bank	Pantry Credit and Produce to the People	\$50,000	Funding will support grocery & fresh produce lines of credit for food assistance agencies in south neighborhoods of Pittsburgh, as well as to purchase and distribute additional fresh produce into the community through our Produce to People program
St Paul of the Cross Retreat Center	Main Meeting Area Renovation	\$20,000	Renovation of main meeting room available to retreatants and local groups in South Pittsburgh
<u>Strategy for Neighborhood Development:</u>			
Brashear Association	Comprehensive Community Services	\$100,000	Provide comprehensive community services to low income residents of the South Pittsburgh communities of Allentown, Arlington, Arlington Heights, Beltzhoover, Carrick, Knoxville, Mt Oliver, South Side Flats and Slopes The services will include Family Assistance Services, Children's Education Programs, and Community-Building Activities
Design Center	South Pittsburgh Grants through Neighborhood Renaissance Fund	\$50,000	Help underserved South Pittsburgh neighborhoods address blighted and underutilized properties, evaluate development opportunities and think critically about the future through the lens of civic design and community planning
Neighborworks	Hilltop Leadership Cohort Program	\$20,000	Provide four scholarships to the Neighborworks Training Institute for emerging individuals with untapped leadership potential residing in South Pittsburgh Hilltop communities.
Zion Christian Center	Bridge of Hope	\$10,000	The Bridge of Hope project is designed to help Bhutanese refugee families bridge the colossal gap between living in refugee camps in Nepal and becoming self-supportive in the United States
Multi-Year Grants			
<u>Improving Youth Outcomes:</u>			
The Pittsburgh Promise	Pittsburgh Promise Scholarships	\$50,000/3rd year	The Pittsburgh Promise provides scholarships to help students graduating from the Pittsburgh Public Schools to pursue further education after high school, and to enhance the growth, stability, and economic development of the Pittsburgh region
Discretionary Grants			
<u>Improving Health Care Outcomes:</u>			
Hilltop Alliance	Fresh Fridays in the Hilltop	\$1,000	Increase availability of and access to fresh produce in the Hilltop Program to run October-December 2012 and plans to serve 200 families
Pittsburgh Mercy Health System	Operation Safety Net	\$2,500	Provide rental, food, legal and other assistance for at least two homeless individuals

Strategy for Neighborhood Development			
The Pittsburgh Foundation	Mt Auburn Study Implementation	\$5,000	Implement the findings of the Mt Auburn study, which involves facilitating critical conversations, convening key stakeholder groups, communicating findings and new directions, and additional research
2013 Micro Grant Program Awards			
The Isaiah Project (TIP)	TIP Basketball Tournament	\$1,000	The Isaiah Project Executive Director has been collaborating with the owner of the new Pittsburgh Bullets Basketball Team. We would like to facilitate an evening of fun for our South Pittsburgh youths by having a Basketball game, this will prayerfully be a fundraiser. We will be selling food and refreshments. A pre-game show, MC, referees and trophies is what the money will be used for.
Reading is Fundamental	iPads for Storymobile	\$1,000	RIF Pittsburgh plans to purchase 2 iPads to assist with programming on our Storymobiles.
Thelma Lovette YMCA	Hilltop Mural Project	\$1,000	The Hilltop Computer Center is looking to complete a one-of-a-kind 16 x 32 ft. mural on our building. With the design that the youth create, they hope to create a beautiful piece of art that best represents the strengths and positive attributes of their community with a focus on the people that are a crucial part of the Hilltop.
Pittsburgh Action Against Rape (PAAR)	Elevator Call Box	\$850	PAAR currently has a twenty year old elevator, which while kept in good working order lacks a standard piece of equipment - the telephone call box used for emergencies - we believe it is important for the safety of our clients and staff that we install a telephone call box.
Hilltop Economic Development Corp (HEDC)	HEDC Website Implementation	\$500	To fund a full year of service for updates and regular maintenance of the newly designed website by SLG Web Design.
CASA of Allegheny County	SmartPhones for CASA Case Managers	\$1,000	The Case Manager position takes them out of the office throughout much of the workday, it is important to utilize the latest technological advances to better facilitate the communication between Case Manager and their CASA volunteers. To do so, CASA will provide smart phones to each of our four Case Managers and the Program Director.
Hilltop Alliance / Mt. Oliver City Block Watch	Smile for the Camera City Block Watch	\$1,000	The Block Watch is making every effort possible to deter and/or stop wrongdoing in the neighborhood, and hopes to achieve this goal with the purchase and placement of cameras. This will be in conjunction with guidance from the City of Pittsburgh Police officers.
South Side Slopes Neighborhood Assoc	Managing Trash Campaign	\$1,000	Program to manage/decrease trash and litter, plan focuses on 4 areas: Communication, Publicity, Continuation of scheduled cleanups and getting buy-in from stakeholders.
The Forbes Funds	2013 Nonprofit Summit	\$1,000	Provide scholarships for attendees from South Pittsburgh.
South Side Presbyterian Church	Gym Floor Refinish	\$1,000	Help with the cost of refinishing our Community Center Gym Floor, used by many local groups.
Silver Eye Center for Photography	Telling Our Story Through Visual Media	\$1,000	To engage the services of a professional photographer to storyboard and craft high quality images that will be integrated on landing pages throughout the new website.
Sto-Rox Neighborhood Health Council	Saving Trees on Hilltop - Scanning Medical Records	\$1,000	Our recent transition from paper medical records to an EMR (electronic medical record) provides both clinicians and patients not only with a system that improves quality and convenience of patient care, but also facilitates vastly improved communication with other doctors, hospitals, and pharmacies. Need additional equipment to improve scanning on a timely basis.
Hilltop Alliance	Fresh Fridays on the Hilltop	\$1,000	The Hilltop Alliance, in partnership with other Hilltop organizations, is requesting a \$1,000 grant to support "Fresh Fridays in the Hilltop" to increase the availability of access to fresh produce in the Hilltop.
Brashear Association	Arlington Heights Computer Lab	\$1,000	In cooperation with the Minority Emergency Preparedness Task Force (MEPTF), The Brashear Association will oversee the purchase and installation of four (4) computers and one (1) printer for use primarily by members of the Citizens Emergency Response Team (CERT). Under CERT supervision, the computer lab may be used by other members of the Arlington Heights community.
Carnegie Library of Pittsburgh	Allentown Pop Up Library Food Literacy Program	\$1,000	Carnegie Library of Pittsburgh requests \$1,000 from the Birmingham Foundation to fund a spring and summer 2013 Food Literacy program at our Allentown Pop Up Library. Since opening the Pop Up in October, staff has become aware that there is a shortage of locally accessible fresh food, and an unfulfilled community interest in health education.
Children's Sickle Cell Foundation, Inc	Living Well with Sickle Cell WALK and Fund Day at Kennywood Park	\$1,000	Each year we bring over 200 families together from Western Pennsylvania for a fun-filled day at Kennywood Park to raise awareness of sickle cell disease and sickle cell trait.
Program for Healthcare to Underserved Populations	Birmingham Health Links	\$1,000	The goal of this project is to formally integrate social services as a provision of regular care for patients of the Birmingham Free Clinic. Endorsing an ecological model of health and health care, this project recognizes that an individual's health is interwoven with factors that are often not touched on by the physician in the exam room.
Youthplaces	Mt. Washington Technology Implementation	\$1,000	To support implementation of a technology plan at Ream Rec Center in the form of computers, printers, and other applicable resources. Currently, youth at this site do not have access to computers or printers, which, if available, would support academic activities and online job/college search and application opportunities.
Brashear Association	Arlington Heights CERT	\$1,000	For the purchase of three computers and a printer for use of the Arlington Hts Community Emergency Response Team and other residents.
Brashear Association	Minority Emergency Preparedness Task Force	\$1,000	To cover operating expenses for Minority Emergency Preparedness Task Force, which advocates for the disaster preparedness needs of those in low income housing communities, based on data from hurricane Katrina. MEPTF has been in existence since 2008 and is comprised of approx. 25 first responder agencies in Allegheny County.
TOTAL GRANTS		\$1,192,850	

Applying for a Grant

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

Limitations

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

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

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

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

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

For more information, contact:

Mark Bibro, Executive Director
The Birmingham Foundation
Brashear Center
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Fax: (412) 481-2727
Website: birminghamfoundation.org
Email: info@birmfoundpgh.org

Birmingham Foundation

Grant Guidelines

Grant Criteria

Vision

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

Geographic Focus

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

Priorities

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

Cross-cutting areas: health disparities and vulnerable populations

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

Grant Considerations

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

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

The Birmingham Foundation

Form 990-PF

Tax year beginning July 1, 2012 and ending June 30, 2013

Other Expenses

Community Initiatives

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

Houses an online edition of the **Birmingham Directory**, a resource guide to health and human services providers in South Pittsburgh on the Foundation's website www.birminghamfoundation.org.

Creation and publication of the **2013 Summer Fun in the South Guide** for local children, youth and teens to increase awareness and access to positive summer activities. The Foundation publishes the guide as an insert in the local newspaper, and distributes an additional 6,000 copies to local schools and nonprofit organizations.

As part of its **15th Anniversary** celebration activities, the Foundation donated 500 reusable cloth shopping bags to food pantries in the South Pittsburgh area and donated 200 BPA-free water bottles to kids attending summer camp programs in the Hilltop. It also released an online **15th Anniversary Report**, highlighting the work of 10 Foundation grantees in South Pittsburgh, including testimonials from program participants.

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

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



BIRMINGHAM FOUNDATION

Mark S. Bibro,
Executive Director

Chris Mason,
Administrative Assistant

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Terrence L. Wirginis,
Chairman

Mihai Marcu,
Vice Chair

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Chairman Emeritus

Jane H. Roesch,
Director Emeritus

Roberta F. Smith,
Director Emeritus

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

Brashear Center

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info@bfpgh.org

www.birminghamfoundation.org

BIRMINGHAM FOUNDATION Brief Overview

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

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

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

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

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

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

(revised 6/14/12)

The Birmingham Foundation
Form 990 PF
For the year ended June 30, 2013

EIN : 25-0965572

Description of Stock	Shares/\$ Disposed During Yr	Disposal Cost	Proceeds	Realized Gain/(Loss) on Disposals
MUTUAL FUNDS				
VANGUARD EXTENDED MARKET	(83,201)	(201,095)	277,096	76,002
VANGUARD GROWTH INDEX	(14,397)	(18,462)	33,587	15,125
SUBTOTAL	(97,598)	(219,556)	310,683	91,126
COMMON STOCKS				
AMGEN INCORPORATED	(170)	(11,183)	18,077	6,895
ANNALY MTG MANAGEMENT	(1,650)	(26,406)	23,449	(2,957)
AT&T CORP.	(560)	(16,003)	21,064	5,061
BANK OF AMERICA	(10,000)	(256,536)	250,990	(5,546)
BE AEROSPACE INC	(2,000)	(11,997)	124,588	112,591
BROWN GROUP INC	(1,170)	(77,594)	86,233	8,639
C V S CORPORATION	(340)	(11,219)	19,993	8,774
CAMPBELL SOUP COMPANY	(520)	(17,357)	24,134	6,777
CISCO SYSTEMS INC	(7,060)	(116,248)	134,910	18,661
DUKE ENERGY CORP NEW	(5,717)	(6,224)	11,178	4,954
FEDERATED INVESTORS CLASS B	(2,000)	(43,210)	43,870	661
FREEPORT MCMORAN COPPER	(4,000)	(130,037)	152,672	22,635
GLAXOSMITHKLINE PLC ADRF	(280)	(14,669)	14,394	(275)
GOLD FIELDS LTD NEW ADRF	(1,250)	(9,415)	8,992	(422)
HASBRO INC	(260)	(10,212)	12,176	1,964
HERSHEY COMPANY	(220)	(7,605)	19,640	12,035
HEWLETT-PACKARD COMPANY 2	(4,060)	(84,843)	73,745	(11,098)
KRAFT FOODS GROUP	(180)	(5,717)	9,086	3,369
MEDTRONIC INC	(2,070)	(66,460)	89,013	22,553
MEVC DRAPER FISHER	(4,371)	(39,912)	51,568	11,656
MICROSOFT CORP 2	(2,990)	(69,211)	81,351	12,139
MOLSON COORS BREWING CLB	(180)	(7,174)	9,088	1,914
MONDELEZ INTL Inc CI A	(2,330)	(45,634)	70,937	25,303
MOTORS LIQ CO GUC TRUST	(885)	-	14,505	14,505
NORTHROP GRUMMAN CORP	(140)	(8,418)	10,685	2,267
NOVARTIS AG ADR	(2,170)	(125,969)	163,175	37,206
P P & L RESOURCES INC	(1,240)	(34,814)	35,925	1,111
PHILIP MORRIS INTL INC	(200)	(8,819)	18,996	10,177
PRECISION CASTPARTS CORP	(500)	(4,963)	86,702	81,740
PROCTER & GAMBLE	(140)	(7,406)	10,892	3,486
SIBANYE GOLD LTD ADR	-	-	16,127	16,127
TARGET CORPORATION	(190)	(8,736)	13,172	4,436
THE SOUTHERN COMPANY	(1,920)	(68,425)	87,822	19,398
XEROX CORP	(15,740)	(131,551)	102,543	(29,008)
SUBTOTAL	(76,503)	(1,483,964)	1,911,692	427,728
US GOVERNMENT				
US TREASURY TIP 2.125% 2/15/2041	(70,000)	(69,059)	112,688	43,629
SUBTOTAL	(70,000)	(69,059)	112,688	43,629
TOTAL		(1,772,579)	2,335,062	562,483