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Return of Private Foundation

OMB No 1545-0052

Department of the Treasury
Internal Revenue Service

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

Do not enter Social Security numbers on this form as it may be made public.

Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning

, and ending

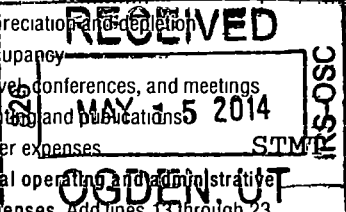
Name of foundation POSNER FOUNDATION OF PITTSBURGH		A Employer identification number 25-6055022
Number and street (or P.O. box number if mail is not delivered to street address) 500 GREENTREE COMMONS 381 MANSFIELD AVE	Room/suite	B Telephone number 412-928-7700
City or town, state or province, country, and ZIP or foreign postal code PITTSBURGH, PA 15220		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 change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 30,666,103. (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			N/A	
	2 Check ☒ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	229,646.	229,646.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	475,409.			
	b Gross sales price for all assets on line 6a	3,822,972.			
	7 Capital gain net income (from Part IV, line 2)		475,409.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11	705,055.	705,055.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 2	1,900.	950.		950.
	c Other professional fees STMT 3	135,336.	135,336.		0.
	17 Interest				
	18 Taxes STMT 4	25,015.	0.		15.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 5	42.	42.		0.
	24 Total operating and administrative expenses. Add lines 13 through 23	162,293.	136,328.		965.
	25 Contributions, gifts, grants paid	1,250,081.			1,250,081.
26 Total expenses and disbursements. Add lines 24 and 25	1,412,374.	136,328.		1,251,046.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	<707,319.>				
b Net investment income (if negative, enter -0-)		568,727.			
c Adjusted net income (if negative, enter -0-)			N/A		

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10-10-13

LHA For Paperwork Reduction Act Notice, see instructions.

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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		474,731.	2,693.	2,693.
	2	Savings and temporary cash investments		5,085,745.	3,770,740.	3,766,992.
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations STMT 7		297,258.	0.	0.
	b	Investments - corporate stock STMT 8		11,583,010.	13,540,903.	25,817,683.
	c	Investments - corporate bonds STMT 9		1,639,347.	1,058,436.	1,078,735.
	11	Investments - land, buildings, and equipment basis ▶				
	Less accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other					
14	Land, buildings, and equipment basis ▶					
	Less accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)		19,080,091.	18,372,772.	30,666,103.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)		0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ☐ and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ☒ and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds		0.	0.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds		19,080,091.	18,372,772.	
	30	Total net assets or fund balances		19,080,091.	18,372,772.	
	31	Total liabilities and net assets/fund balances		19,080,091.	18,372,772.	

STATEMENT 6

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	19,080,091.
2	Enter amount from Part I, line 27a	2	<707,319.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	18,372,772.
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	18,372,772.

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 PUBLICLY TRADED SECURITIES				
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 3,822,972.		3,347,563.	475,409.
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			475,409.
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	475,409.
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))
2012	693,888.	24,164,034.	.028716
2011	1,242,580.	24,028,190.	.051713
2010	771,151.	22,665,572.	.034023
2009	1,226,286.	20,163,408.	.060817
2008	1,338,971.	22,461,015.	.059613

2 Total of line 1, column (d)	2	.234882
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	.046976
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	26,674,516.
5 Multiply line 4 by line 3	5	1,253,062.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	5,687.
7 Add lines 5 and 6	7	1,258,749.
8 Enter qualifying distributions from Part XII, line 4	8	1,251,046.

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 ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	11,375.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		3	11,375.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	11,375.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		6a	37,317.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		6b	
6 Credits/Payments:		6c	
a 2013 estimated tax payments and 2012 overpayment credited to 2013		6d	
b Exempt foreign organizations - tax withheld at source		7	37,317.
c Tax paid with application for extension of time to file (Form 8868)		8	
d Backup withholding erroneously withheld		9	
7 Total credits and payments. Add lines 6a through 6d		10	25,942.
8 Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached		11	0.
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax ☐ 25,942. Refunded ☐			

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 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. ☐ \$ 0. (2) On foundation managers. ☐ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☐ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ PA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (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

N/A

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?	13	X	
Website address ► N/A				
14	The books are in care of ► THE POSNER FOUNDATION OF PITTSBURGH Telephone no. ► 412-928-7700			
	Located at ► 381 MANSFIELD AVE, SUITE 500, PITTSBURGH, PA ZIP+4 ► 15220			
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 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►			X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?		1c
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 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? If "Yes," list the years ►	☐ Yes ☒ 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	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 2013 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 2013)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a
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 2013?		4b

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

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

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

N/A

☐ Yes ☐ No

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

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

☐ Yes ☒ No

6b

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

X

If "Yes" to 6b, file Form 8870

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

☐ Yes ☒ No

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

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 10		0.	0.	0.

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

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

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

0

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

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

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

0

Part IX-A Summary of Direct Charitable Activities

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	
	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 NONE	
	0.
2	
All other program-related investments. See instructions.	
3 NONE	
	0.
	0.
Total. Add lines 1 through 3	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	22,369,241.
b	Average of monthly cash balances	1b	4,711,486.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	27,080,727.
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	27,080,727.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	406,211.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	26,674,516.
6	Minimum investment return. Enter 5% of line 5	6	1,333,726.

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	1,333,726.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	11,375.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	11,375.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,322,351.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,322,351.
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	1,322,351.

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	1,251,046.
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	1,251,046.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,251,046.

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 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				1,322,351.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008	136,900.			
b From 2009	221,384.			
c From 2010				
d From 2011	46,820.			
e From 2012				
f Total of lines 3a through e	405,104.			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ 1,251,046.				
a Applied to 2012, 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 2013 distributable amount				1,251,046.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	71,305.			71,305.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	333,799.			
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 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				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 2008 not applied on line 5 or line 7	65,595.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	268,204.			
10 Analysis of line 9:				
a Excess from 2009	221,384.			
b Excess from 2010				
c Excess from 2011	46,820.			
d Excess from 2012				
e Excess from 2013				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
AGENCY FOR JEWISH LEARNING PITTSBURGH, PA	N/A	PC	UNRESTRICTED/ GENERAL USE	180.
AMERICAN CIVIL LIBERTIES UNION FOUNDATION OF PA PHILADELPHIA, PA	N/A	PC	UNRESTRICTED/ GENERAL USE	10,000.
AMERICAN FRIENDS OF LEO BAECK COLLEGE WASHINGTON, DC	N/A	PC	UNRESTRICTED/ GENERAL USE	10,000.
AMERICAN FRIENDS OF THE UNION OF PROGRESSIVE JEWS NEW YORK, NY	N/A	PC	UNRESTRICTED/ GENERAL USE	10,573.
CARNEGIE LIBRARY OF PITTSBURGH PITTSBURGH, PA	N/A	PC	UNRESTRICTED/ GENERAL USE	500.
Total SEE CONTINUATION SHEET(S)			3a	1,250,081.
b Approved for future payment				
EAST END COOPERATIVE MINISTRY PITTSBURGH, PA	N/A	PC	UNRESTRICTED/ GENERAL USE	50,000.
GRAND RIVER ACADEMY AUSTINBURG, OH	N/A	PC	UNRESTRICTED/ GENERAL USE	25,000.
JEWISH FAMILY & CHILDREN SERVICES PITTSBURGH, PA	N/A	PC	UNRESTRICTED/ GENERAL USE	25,000.
Total SEE CONTINUATION SHEET(S)			3b	776,500.

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

- | | | Yes | No |
|----------|--|-------|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | 1a(1) | X |
| | (2) Other assets | 1a(2) | X |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| | (4) Reimbursement arrangements | 1b(4) | X |
| | (5) Loans or loan guarantees | 1b(5) | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[illegible]

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

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

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

Signature of officer or trustee: [Signature] Date: 5/7/14 Title: TRUSTEE

May the IRS discuss this return with the preparer shown below (see instr. 9)? ☒ Yes ☐ No

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
	Trish Dillinger	<i>Trisha L Dillinger</i>		05/06/14	P01242479
	Firm's name ▶ ERNST & YOUNG US LLP				Firm's EIN ▶ 34-6565596
	Firm's address ▶ 2100 ONE PPG PLACE PITTSBURGH, PA 15222				Phone no. 412-644-7800

Part XV Supplementary Information**3** Grants and Contributions Paid During the Year (Continuation)

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
CARNEGIE MELLON UNIVERSITY PITTSBURGH, PA	N/A	PC	UNRESTRICTED/ GENERAL USE	70,000.
CARNEGIE MUSEUMS OF PITTSBURGH PITTSBURGH, PA	N/A	PC	UNRESTRICTED/ GENERAL USE	258.
CATO INSTITUTE WASHINGTON, DC	N/A	PC	UNRESTRICTED/ GENERAL USE	500.
CENTER CUBAN STUDIES NEW YORK, NY	N/A	PC	UNRESTRICTED/ GENERAL USE	1,000.
COMMUNITY DAY SCHOOL PITTSBURGH, PA	N/A	PC	UNRESTRICTED/ GENERAL USE	180.
EAST END COOPERATIVE MINISTRY PITTSBURGH, PA	N/A	PC	UNRESTRICTED/ GENERAL USE	50,000.
GRAND RIVER ACADEMY AUSTINBURG, OH	N/A	PC	UNRESTRICTED/ GENERAL USE	27,000.
HEBREW UNION COLLEGE - JEWISH INSTITUTE OF RELIGION CINCINNATI, OH	N/A	PC	UNRESTRICTED/ GENERAL USE	2,000.
HILLEL JEWISH UNIV CENTER OF PGH PITTSBURGH, PA	N/A	PC	UNRESTRICTED/ GENERAL USE	180.
JEWISH FAMILY & CHILDREN SERVICES PITTSBURGH, PA	N/A	PC	UNRESTRICTED/ GENERAL USE	25,500.
Total from continuation sheets				1,218,828.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
JEWISH FEDERATION OF GREATER PITTSBURGH PITTSBURGH, PA	N/A	PC	UNRESTRICTED/ GENERAL USE	10,000.
JEWISH RESIDENTIAL SERVICES PITTSBURGH, PA	N/A	PC	UNRESTRICTED/ GENERAL USE	500.
KENYON COLLEGE GAMBIER, OH	N/A	PC	UNRESTRICTED/ GENERAL USE	2,000.
KEYSTONE SCHOOL SAN ANTONIO, TX	N/A	PC	UNRESTRICTED/ GENERAL USE	30,000.
NCSJ WASHINGTON, DC	N/A	PC	UNRESTRICTED/ GENERAL USE	1,000.
NORTH COUNTRY SCHOOL LAKE PLACID, NY	N/A	PC	UNRESTRICTED/ GENERAL USE	2,000.
OUTREACH TEEN & FAMILY SERVICES PITTSBURGH, PA	N/A	PC	UNRESTRICTED/ GENERAL USE	1,000.
PRINCETON UNIV - FRIENDS OF THE CENTER FOR JEWISH LIFE PRINCETON, NJ	N/A	PC	UNRESTRICTED/ GENERAL USE	5,000.
PRINCETON UNIVERSITY PRINCETON, NJ	N/A	PC	UNRESTRICTED/ GENERAL USE	52,000.
SHADY SIDE ACADEMY PITTSBURGH, PA	N/A	PC	UNRESTRICTED/ GENERAL USE	1,000.
Total from continuation sheets				

Part XV Supplementary Information**3** Grants and Contributions Paid During the Year (Continuation)

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
SIMMONS COLLEGE BOSTON, MA	N/A	PC	UNRESTRICTED/ GENERAL USE	2,000.
SQUIRREL HILL HEALTH CENTER PITTSBURGH, PA	N/A	PC	UNRESTRICTED/ GENERAL USE	1,000.
THE ARTHUR SZYK SOCIETY BURLINGAME, CA	N/A	PC	UNRESTRICTED/ GENERAL USE	250.
THE MYRON S. GOLDMAN UNION CAMP INSTITUTE ZIONVILLE, IN	N/A	PC	UNRESTRICTED/ GENERAL USE	3,600.
THE STEAMSHIP HISTORICAL SOCIETY OF AMERICA EAST PROVIDENCE, RI	N/A	PC	UNRESTRICTED/ GENERAL USE	50,000.
UNION FOR REFORM JUDAISM NEW YORK, NY	N/A	PC	UNRESTRICTED/ GENERAL USE	10,000.
UNIVERSITY OF PENNSYLVANIA - WHARTON SCHOOL OF BUSINESS PHILADELPHIA, PA	N/A	PC	UNRESTRICTED/ GENERAL USE	2,000.
UNIVERSITY OF PITTSBURGH PITTSBURGH, PA	N/A	PC	UNRESTRICTED/ GENERAL USE	2,000.
WINCHESTER THURSTON SCHOOL PITTSBURGH, PA	N/A	PC	UNRESTRICTED/ GENERAL USE	314,500.
WORLD UNION FOR PROGRESSIVE JUDAISM NEW YORK, NY	N/A	PC	UNRESTRICTED/ GENERAL USE	550,360.
Total from continuation sheets				

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
PROVIDENT - DIVIDENDS	185,298.	0.	185,298.	185,298.	
PROVIDENT - TAX EXEMPT INT	0.	0.	0.	0.	
PROVIDENT - US GOVT INT	5,438.	0.	5,438.	5,438.	
PROVIDENT INTEREST	38,910.	0.	38,910.	38,910.	
TO PART I, LINE 4	229,646.	0.	229,646.	229,646.	

FORM 990-PF ACCOUNTING FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	1,900.	950.		950.
TO FORM 990-PF, PG 1, LN 16B	1,900.	950.		950.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CUSTODIAL FEES	135,336.	135,336.		0.
TO FORM 990-PF, PG 1, LN 16C	135,336.	135,336.		0.

FORM 990-PF	TAXES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FEDERAL TAXES	25,000.	0.		0.	
PA REGISTRATION FEE	15.	0.		15.	
TO FORM 990-PF, PG 1, LN 18	25,015.	0.		15.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
MISCELLANEOUS EXPENSES	42.	42.		0.	
TO FORM 990-PF, PG 1, LN 23	42.	42.		0.	

FORM 990-PF	OTHER FUNDS		STATEMENT	6
DESCRIPTION	(A) BEGINNING OF YEAR	(B) END OF YEAR		
FUND BALANCE	19,080,091.	18,372,772.		
TOTAL TO FORM 990-PF, PART II, LINE 29	19,080,091.	18,372,772.		

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	7
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
SEE STATEMENT 13	X		0.	0.
TOTAL U.S. GOVERNMENT OBLIGATIONS				
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			0.	0.

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE STATEMENT 13	13,540,903.	25,817,683.
TOTAL TO FORM 990-PF, PART II, LINE 10B	13,540,903.	25,817,683.

FORM 990-PF	CORPORATE BONDS	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE STATEMENT 13	1,058,436.	1,078,735.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,058,436.	1,078,735.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS STATEMENT 10
 TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
HELEN M. POSNER 381 MANSFIELD AVENUE PITTSBURGH, PA 15220	TRUSTEE 1.00	0.	0.	0.
HENRY POSNER III 381 MANSFIELD AVENUE PITTSBURGH, PA 15220	TRUSTEE 1.00	0.	0.	0.
JAMES T. POSNER 381 MANSFIELD AVENUE PITTSBURGH, PA 15220	TRUSTEE 1.00	0.	0.	0.
PAUL M. POSNER 381 MANSFIELD AVENUE PITTSBURGH, PA 15220	TRUSTEE 1.00	0.	0.	0.
ANNE M MOLLOY 381 MANSFIELD AVENUE PITTSBURGH, PA 15220	TRUSTEE 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF PART XV - LINE 1A STATEMENT 11
 LIST OF FOUNDATION MANAGERS

NAME OF MANAGER

HELEN M. POSNER
 HENRY POSNER III
 JAMES T. POSNER
 PAUL M. POSNER
 ANNE M MOLLOY

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 12

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

HENRY POSNER III
381 MANSFIELD AVE, STE 500
PITTSBURGH, PA 15220

FORM AND CONTENT OF APPLICATIONS

APPLICANTS SHOULD SUBMIT A BRIEF STMT IN WRITING, DETAILING THE PURPOSE FOR WHICH FUNDS ARE TO BE UTILIZED & THE ACTIVITIES ENGAGED IN BY THE APPLICANT. APPLICANT'S DETERMINATION LTR & FINANCIAL DATA SHOULD ACCOMPANY THE REQUEST.

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

NONE

POSNER FOUNDATION OF PITTSBURGH
FORM 990-PF PART II BALANCE SHEETS - INVESTMENT DETAIL

25-6055022
STATEMENT 13

<u>Shares</u>	<u>Investment</u>	<u>Cost Basis</u>	<u>Unit Price</u>	<u>Market Value</u>
Money Market Funds - Temp Cash Inv				
3,766,992	Northern Institutional Treasury Portfolio	3,770,740		3,766,992
Line 2	Total Money Market Funds - Temp Cash Inv	3,770,740		3,766,992
Investments - Corporate Stock				
19,100	Accenture PLC	555,149	82 22	1,570,402
100	Allin Corp	-		-
20,080	Apache Corp	1,742,208	85.94	1,725,675
31,380	Cognizant Tech Solutions Cl A	1,140,065	100 98	3,168,752
20,035	Ebay Inc.	1,027,953	54.87	1,099,220
32,180	Express Scripts Holdings Co	492,059	70.24	2,260,323
15,800	Fastenal Company	391,430	47.51	750,658
32,940	Franklin Resources Inc	1,170,141	57.73	1,901,626
2,310	Google Inc Cl A	1,220,354	1,120.71	2,588,840
22,065	Helmerich & Payne	1,283,428	84.08	1,855,225
12,290	Jacobs Engineering Group Inc	318,098	62 99	774,147
12,450	PetSmart	772,762	72 75	905,738
21,045	PNC Fin'l Services	1,112,541	77 58	1,632,671
41,800	Southwest Airlines	716,084	18 84	787,512
27,020	TJX Companies Inc	404,546	63 73	1,721,985
9,400	United Health Group Inc	503,747	75 30	707,820
10,630	Visa Inc Class A	690,338	222 68	2,367,089
Line 10b	Total Investments - Corporate Stock	13,540,903		25,817,683
Investments - Corporate Bonds				
1,060,000	Goldman Sach Group Inc	1,058,436	101 77	1,078,735
Line 10c	Total Investments - Corporate Bonds	1,058,436		1,078,735
Total Investments		18,370,079		30,663,410