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EXTENDED TO MAY 16, 2016

Return of Private Foundation

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

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

OMB No. 1545-0052

2014

Open to Public Inspection

Form 990-PF

Department of the Treasury
Internal Revenue Service

For calendar year 2014 or tax year beginning

JUL 1, 2014

, and ending

JUN 30, 2015

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 or province, country, and ZIP or foreign postal 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)

\$ 21,822,717. (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	5,723.		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	48,318.	48,318.		
	4	Dividends and interest from securities	601,855.	601,855.		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	3,749,530.			
	b	Gross sales price for all assets on line 6a	10,667,471.			
	7	Capital gain net income (from Part IV, line 2)		3,749,530.		
	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	30,630.	3,406.		STATEMENT 1
	12	Total. Add lines 1 through 11	4,436,056.	4,403,109.		
	13	Compensation of officers, directors, trustees, etc.	87,000.	4,350.		82,650.
	14	Other employee salaries and wages	43,086.	2,154.		40,932.
	15	Pension plans, employee benefits	27,563.	1,378.		26,185.
	16a	Legal fees				
	b	Accounting fees	16,464.	13,994.		2,470.
	c	Other professional fees	127,299.	126,868.		431.
	17	Interest				
	18	Taxes	50,378.	387.		7,355.
	19	Depreciation and depletion	686.	34.		
	20	Occupancy	23,717.	1,186.		22,531.
	21	Travel, conferences, and meetings	6,927.	346.		6,581.
	22	Printing and publications	1,583.	79.		1,504.
	23	Other expenses	41,795.	4,094.		37,701.
	24	Total operating and administrative expenses. Add lines 13 through 23	426,498.	154,870.		228,340.
	25	Contributions, gifts, grants paid	1,683,926.			1,583,926.
	26	Total expenses and disbursements. Add lines 24 and 25	2,110,424.	154,870.		1,812,266.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	2,325,632.			
	b	Net investment income (if negative, enter -0-)		4,248,239.		
	c	Adjusted net income (if negative, enter -0-)			N/A	

423501
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LHA For Paperwork Reduction Act Notice, see instructions.

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Form 990-PF (2014)

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2014.05070 THE BIRMINGHAM FOUNDATION

05A0KH_1

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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			
	2 Savings and temporary cash investments	1,140,992.	1,262,932.	1,262,932.
	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	114,134.	102,134.	102,134.
	10a Investments - U.S. and state government obligations STMT 6	4,384,124.	1,615,475.	1,615,475.
	b Investments - corporate stock STMT 7	10,723,215.	8,986,561.	8,986,561.
	c Investments - corporate bonds STMT 8	268,813.	257,257.	257,257.
	11 Investments - land, buildings, and equipment basis ▶	52,865.		
Liabilities	Less accumulated depreciation ▶	51,607.	1,944.	1,258.
	12 Investments - mortgage loans			
	13 Investments - other STMT 9	6,119,091.	8,662,989.	8,662,989.
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶ STATEMENT 10)	938,244.	934,111.	934,111.
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	23,690,557.	21,822,717.	21,822,717.
	17 Accounts payable and accrued expenses			
	18 Grants payable		100,000.	
	19 Deferred revenue			
Net Assets or Fund Balances	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ STATEMENT 11)	0.	69,837.	
	23 Total liabilities (add lines 17 through 22)	0.	169,837.	
	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	23,690,557.	21,652,880.	
	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	23,690,557.	21,652,880.	
	31 Total liabilities and net assets/fund balances	23,690,557.	21,822,717.	

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	23,690,557.
2 Enter amount from Part I, line 27a	2	2,325,632.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	26,016,189.
5 Decreases not included in line 2 (itemize) ▶ UNREALIZED LOSS ON INVESTMENTS	5	4,363,309.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	21,652,880.

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 10,667,471.		6,917,941.	3,749,530.
b			
c			
d			
e			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			3,749,530.
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; padding-left: 5px;"> { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div> <div style="margin-left: 10px;">2</div> </div>	3,749,530.
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	<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; padding-left: 5px;"> { If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 </div> <div style="margin-left: 10px;">3</div> </div>	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))
2013	1,794,935.	22,393,756.	.080153
2012	1,424,314.	21,170,075.	.067280
2011	1,536,989.	20,541,878.	.074822
2010	1,737,771.	20,551,918.	.084555
2009	1,229,206.	19,128,305.	.064261

2 Total of line 1, column (d)	2	.371071
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	.074214
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	22,133,105.
5 Multiply line 4 by line 3	5	1,642,586.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	42,482.
7 Add lines 5 and 6	7	1,685,068.
8 Enter qualifying distributions from Part XII, line 4	8	1,812,266.

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	42,482.
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	42,482.
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	42,482.
6	Credits/Payments:		
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	3,355.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	40,000.
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	43,355.
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	849.
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	24.
11	Enter the amount of line 10 to be: Credited to 2015 estimated tax 24. Refunded	11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		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
1c 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?	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) ▶ 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 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>WWW.BIRMINGHAMFOUNDATION.ORG</u>	13	X	
14	The books are in care of ► <u>MARK BIBRO</u> Telephone no. ► <u>412-481-2777</u> Located at ► <u>BRASHEAR CENTER 2005 SARAH STREET, PITTSBURGH, PA</u> ZIP+4 ► <u>15203</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2014, 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 FinCEN Form 114, (formerly 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 2014?	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 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ►		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2014 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 2014) N/A	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b	X

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here ☒

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

N/A ☐ Yes ☐ No

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

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

☐ Yes ☒ No

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

6b

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 12		87,000.	5,220.	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 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.

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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	22,375,692.
b	Average of monthly cash balances	1b	94,465.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	22,470,157.
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	22,470,157.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	337,052.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	22,133,105.
6	Minimum investment return. Enter 5% of line 5	6	1,106,655.

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	1,106,655.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	42,482.
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	42,482.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,064,173.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,064,173.
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	1,064,173.

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	1,812,266.
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	1,812,266.
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	42,482.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,769,784.

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 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				1,064,173.
2 Undistributed income, if any, as of the end of 2014:				
a Enter amount for 2013 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2014:				
a From 2009				
b From 2010	397,932.			
c From 2011	520,769.			
d From 2012	385,078.			
e From 2013	730,101.			
f Total of lines 3a through e	2,033,880.			
4 Qualifying distributions for 2014 from Part XII, line 4: ▶ \$ 1,812,266.				
a Applied to 2013, 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 2014 distributable amount				1,064,173.
e Remaining amount distributed out of corpus	748,093.			
5 Excess distributions carryover applied to 2014 (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	2,781,973.			
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 2013. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	2,781,973.			
10 Analysis of line 9:				
a Excess from 2010	397,932.			
b Excess from 2011	520,769.			
c Excess from 2012	385,078.			
d Excess from 2013	730,101.			
e Excess from 2014	748,093.			

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

N/A

- | | |
|--|--|
| 1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling | <div style="border: 1px solid black; height: 20px; width: 100%;"></div> |
| b Check box to indicate whether the foundation is a private operating foundation described in section | <div style="display: flex; align-items: center; gap: 10px;"> <input type="checkbox"/> 4942(i)(3) or <input type="checkbox"/> 4942(i)(5) </div> |

		Prior 3 years				(e) Total
		(a) 2014	(b) 2013	(c) 2012	(d) 2011	
2	a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
	b 85% of line 2a					
	c Qualifying distributions from Part XII, line 4 for each year listed					
	d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities.						
Subtract line 2d from line 2c						
3	Complete 3a, b, or c for the alternative test relied upon:					
	a "Assets" alternative test - enter:					
	(1) Value of all assets					
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
	b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
	c "Support" alternative test - enter:					
	(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
	(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
	(3) Largest amount of support from an exempt organization					
	(4) Gross investment income					

Part XV **Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.)**

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

- a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

MARK BIBRO, BRASHEAR CENTER, 412-481-2777
2005 SARAH STREET, PITTSBURGH, PA 15203

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

SEE STATEMENT 14

- c Any submission deadlines:**

SEE STATEMENT 14

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

SEE STATEMENT 15

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE STATEMENT 13				1,583,926.
Total			3a	1,583,926.
b Approved for future payment				
THE PITTSBURGH PROMISE 1901 CENTRE AVENUE #204 PITTSBURGH, PA 15219		PC	POST SECONDARY EDUCATION FOR SOUTH SIDE YOUTH	100,000.
Total			3b	100,000.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(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	48,318.		
4 Dividends and interest from securities			14	601,855.		
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	11,604.	18	3,768,556.		
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)		11,604.		4,418,729.		0.
13 Total. Add line 12, columns (b), (d), and (e)					13	4,430,333.

(See worksheet in line 13 instructions to verify calculations.)

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

[illegible]

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

- | | | 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

Date _____

**EXECUTIVE
DIRECTOR**

Title

Title

May the IRS discuss this return with the preparer shown below (see instr. 1)?

☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date

Check ☐ self-employed

PTIN

MICHAEL M. COMSTOCK

MM Ctrk CPA

03/02/16

P00474378

Firm's name ► **SISTERSON & CO. LLP**

Firm's EIN ▶ 25-1467156

Firm's address ▶ 310 GRANT STREET SUITE 2100
PITTSBURGH, PA 15219

Phone no. 412-281-2025

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.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and
its instructions is at www.irs.gov/form990.

OMB No. 1545-0047

2014

Name of the organization

THE BIRMINGHAM FOUNDATION

Employer identification number

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, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

- ☐ For an organization described in section 501(c)(3) 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), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions 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 an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled 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 totaling \$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 its Form 990-PF, Part I, line 2, 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) (2014)

Name of organization	Employer identification number
THE BIRMINGHAM FOUNDATION	25-0965572

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	\$ 5,723.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Employer identification number

25-0965572

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

[illegible]

Name of organization	Employer identification number
THE BIRMINGHAM FOUNDATION	25-0965572

Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this info once) ▶ \$

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

FORM 990-PF	OTHER INCOME	STATEMENT	1
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
PARTNERSHIP INCOME	30,630.	3,406.	
TOTAL TO FORM 990-PF, PART I, LINE 11	30,630.	3,406.	

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	16,464.	13,994.		2,470.	
TO FORM 990-PF, PG 1, LN 16B	16,464.	13,994.		2,470.	

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	
INVESTMENT/ADVISORY FEES	124,251.	124,251.		0.	
INVESTMENT CONSULTATION	2,000.	2,000.		0.	
OTHER PROFESSIONAL FEES	706.	600.		106.	
PAYROLL FEES	342.	17.		325.	
TO FORM 990-PF, PG 1, LN 16C	127,299.	126,868.		431.	

FORM 990-PF	TAXES		STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	7,742.	387.		7,355.
FEDERAL EXCISE AND INCOME TAXES	42,636.	0.		0.
TO FORM 990-PF, PG 1, LN 18	50,378.	387.		7,355.

FORM 990-PF	OTHER EXPENSES		STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EDUCATION / DUES & SUBSCRIPTIONS	5,909.	591.		5,318.
OFFICE SUPPLIES	7,583.	379.		7,204.
TELECOMMUNICATIONS	4,465.	223.		4,242.
OFFICE EQUIPMENT MAINTENANCE	854.	43.		811.
MISCELLANEOUS	7,058.	353.		6,705.
INSURANCE	3,797.	1,899.		1,898.
COMMUNITY INITIATIVES (STATEMENT 16)	1,225.	61.		1,164.
POSTAGE AND DELIVERY	24.	1.		23.
SPECIAL EVENTS	1,386.	69.		1,317.
REPAIRS AND MAINTENANCE	9,494.	475.		9,019.
TO FORM 990-PF, PG 1, LN 23	41,795.	4,094.		37,701.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	6
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
UST INFL IDX AT 3.875% 4/15/29	X		1,016,386.	1,016,386.
UST INFL IDX AT 2.125% 1/15/19	X		599,089.	599,089.
TOTAL U.S. GOVERNMENT OBLIGATIONS			1,615,475.	1,615,475.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			1,615,475.	1,615,475.

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
2000 SHS BE AEROSPACE	104,713.	104,713.
3000 SHS FEDERATED INVS PA B	100,470.	100,470.
5000 SHS HEWLETT-PACKARD CO	150,050.	150,050.
1500 SHS HONEYWELL INTL	152,955.	152,955.
10000 SHS KEYCORP INC	150,200.	150,200.
1000 SHS PRECISION CASTPARTS	199,870.	199,870.
5000 SHS GENERAL ELECTRIC COMPANY	132,850.	132,850.
5000 SHS INTEL CORP	152,075.	152,075.
7000 SHS PFIZER INC	234,710.	234,710.
3000 SHS WAL-MART STORES INC	212,790.	212,790.
5000 SHS WASTE MANAGEMENT	231,750.	231,750.
1880 SHS HERSHEY COMPANY	167,000.	167,000.
5000 SHS ALCOA	55,750.	55,750.
5000 SHS USX-MARATHON GROUP	132,700.	132,700.
25000 SHS WESTERN ASSET CLAYMORE TIP 2 FUND	279,750.	279,750.
2090 SHS DUKE ENERGY CORP NEW	147,596.	147,596.
5000 SHS MICROSOFT CORP	220,750.	220,750.
4050 SHS TRANSOCEAN	65,286.	65,286.
2790 SHS PROCTOR & GAMBLE	218,290.	218,290.
5000 SHS FREEPORT MCMORAN COPPER	93,100.	93,100.
5000 SHS EBAY INC	301,200.	301,200.
15000 SHS MEVC DRAPER FISHER	153,000.	153,000.
3000 SHS BP PLC ADR	119,880.	119,880.
2500 SHS GAZPROM NEFT ADR	30,500.	30,500.
4460 SHS CAMPBELL SOUP COMPANY	212,519.	212,519.
2000 SHS MARATHON PETE CORP	104,620.	104,620.
2000 SHS PNC CORP	191,300.	191,300.
1900 SHS PEPSICO INCORPORATED	177,346.	177,346.
40000 SHS HECLA MINING COMPANY	105,200.	105,200.
3850 SHS AT&T CORP	136,752.	136,752.

1063 SHS KRAFT FOODS GROUP	90,504.	90,504.
1510 SHS ENERGY CORP NEW	106,455.	106,455.
2715 SHS SIBANYE GOLD LTD ADR	17,512.	17,512.
7500 SHS BANK OF AMERICAN 6.625% PREFERRED I	191,175.	191,175.
12000 SHS FNB CORP 7.25% PREFERRED	336,720.	336,720.
2700 SHS CONSOLIDATED EDISON INC	156,276.	156,276.
2270 SHS P G & E CORP	111,457.	111,457.
5085 SHS CONAGRA INCORPORATED	222,316.	222,316.
2350 SHS SENIOR HOUSING PPTYS TRUST	41,243.	41,243.
1870 SHS DIGITAL REALTY TRUST INC	124,692.	124,692.
5040 SHS ROGERS COMMUN INC CI B	179,071.	179,071.
6130 SHS SILVER WHEATON CORP	106,294.	106,294.
11520 SHS ORANGE ADR	176,947.	176,947.
1670 SHS TEVA PHARMA INDS LTD ADR	98,697.	98,697.
2615 SHS DOMINION RESOURCES VA	174,865.	174,865.
1000 SHS STATE STREET CORP	77,000.	77,000.
950 SHS J M SMUCKER CO	102,990.	102,990.
1720 SHS AMERICAN EXPRESS	133,678.	133,678.
3320 SHS COCA COLA ENTERPRISES	144,221.	144,221.
6360 SHS DISCOVERY HOLDING SER A	211,534.	211,534.
3970 SHS OMEGA HEALTHCARE INVTs	136,290.	136,290.
1270 SHS INGREDION INC	101,359.	101,359.
480 SHS PUBLIC STORAGE	88,498.	88,498.
1770 SHS ALLIANT ENERGY CORP	102,164.	102,164.
1000 SHS GSV CAPITAL CORP	10,310.	10,310.
1685 SHS DIAGEO PLC NEW ADR	195,527.	195,527.
2920 SHS SANOFI SA ADR	144,628.	144,628.
10000 SHS BANK OF AMERICA 6.5% PREFERRED Y	252,300.	252,300.
5000 SHS JP MORGAN CHASE 6.125% PREFERRED F	124,550.	124,550.
9400 SHS MVC 7.25% PREFERRED B 1/15/2023	234,248.	234,248.
357 SHS IBM STOCK	58,068.	58,068.
TOTAL TO FORM 990-PF, PART II, LINE 10B	8,986,561.	8,986,561.

FORM 990-PF	CORPORATE BONDS	STATEMENT	8
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
KEYBANK AT 5.45% 3/3/16	257,257.	257,257.	
TOTAL TO FORM 990-PF, PART II, LINE 10C	257,257.	257,257.	

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
7500 SHS H&Q HEALTHCARE FUND	FMV	266,550.	266,550.
10000 SHS DIVIDEND CAP REALTY INCOME	FMV	44,500.	44,500.
15000 SHS LIBERTY ALL STAR EQUITY FUND	FMV	86,250.	86,250.
15000 SHS NUVEEN FLTG RATE INCM FD	FMV	161,100.	161,100.
1000 SHS WISDOMTREE CHINA FUND ETF	FMV	55,140.	55,140.
133308.85 SHS VANGUARD TOTAL INTL	FMV	2,155,604.	2,155,604.
48441.57 SHS VANGUARD TOTAL STOCK MKT	FMV	2,523,806.	2,523,806.
45508.08 SHS VANGUARD TOTAL STOCK MKT 2	FMV	2,370,971.	2,370,971.
93196.65 SHS VANGUARD TOTAL U.S. BOND MARKET AD	FMV	999,068.	999,068.
TOTAL TO FORM 990-PF, PART II, LINE 13		8,662,989.	8,662,989.

FORM 990-PF	OTHER ASSETS	STATEMENT	10
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
ACCRUED INVESTMENT INCOME	34,557.	34,111.	34,111.
REFUNDABLE FEDERAL EXCISE TAX	3,687.	0.	0.
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	938,244.	934,111.	934,111.

FORM 990-PF	OTHER LIABILITIES	STATEMENT	11
DESCRIPTION	BOY AMOUNT	EOY AMOUNT	
PAYROLL LIABILITIES	0.	30,888.	
FEDERAL EXCISE TAX PAYABLE	0.	38,949.	
TOTAL TO FORM 990-PF, PART II, LINE 22	0.	69,837.	

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS STATEMENT 12
 TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
WILLIAM T. SIMMONS, ESQ. BRASHEAR CENTER, 2ND FLOOR 2005 SARAH STREET PITTSBURGH, PA 15203	VICE CHAIR 3.00	0.	0.	0.
TERRENCE 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.	5,220.	0.
H. 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.
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.
TARA MATHEWS BRASHEAR CENTER, 2ND FLOOR 2005 SARAH STREET PITTSBURGH, PA 15203	DIRECTOR 2.00	0.	0.	0.
MICHELLE FIGLAR 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.	5,220.	0.
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**BIRMINGHAM
FOUNDATION**

Grants Paid

July 1, 2014 through June 30, 2015

A Giving Heart (PC)

Soup From the Heart

\$ 20,000

This project will serve children, men and women bi-monthly nutritious meals. The agency aims to be a bridge in the community to accommodate meals in a clean healthy environment. In addition, the project will provide education via workshops and lessons on healthy eating to aid in prevention of some common health disparities caused by unhealthy eating such as obesity, high blood pressure, diabetes, and high cholesterol

Allegheny County Department of Human Services (PC)

Family Support Center Transportation

\$25,000

This request from DHS is for \$25,000 to purchase a van for the Children's Hospital Hilltop Family Care Connection, one of the 26 family support centers in Allegheny County. It is a one-time only request for funds as DHS will provide the funds needed for the annual ongoing maintenance, human resources, and operational costs.

Beltzhoover Neighborhood Council (PC)

BTAC- Beltzhoover Technical and Arts Center

\$30,000

The goal of the program is to provide the residents of Beltzhoover (Single mothers, fathers, low income families, elderly, veterans and youth) with an advanced resource center that will allow them to utilize programs such as resume writing, interview skills, leadership and development techniques, life skills, public safety, cultural diversity, arts and crafts, and creative arts.

Big Brothers Big Sisters of Greater Pittsburgh (PC)

Mentor 2.0 Pittsburgh Program

\$ 20,000

Big Brothers Big Sisters of Greater Pittsburgh (BBBSPGH) will launch the "mentor2.0" program at Pittsburgh Brashear High School. This innovative program has demonstrated effectiveness helping economically-disadvantaged students graduate from high school and succeed in college and the workforce. Every student within a defined ninth grade cohort at Brashear will be paired in a one-to-one relationship with a pre-screened and trained, college-educated mentor. The students will work with their mentors, in-person and online, through high school graduation to develop strong interpersonal relationships, acquire college aspirations, navigate the college application process, and build skills that lead to success. A new cohort of ninth grade students will be enrolled each school year.

Brashear Association, Inc. (PC)

Holiday Assistance Program

\$ 20, 000

The Holiday Assistance Program provides extra resources to low income individuals and families at Thanksgiving and Christmas. At Thanksgiving, program participants receive food gift cards and, at Christmas, participants receive gift cards and toys for children, twelve and under. Residents of the following South Pittsburgh communities are served: Allentown, Arlington, Arlington Heights, Bon Air, Carrick, Knoxville, Mt. Oliver (city and borough), South Side flats, and South Side slopes.

Comprehensive Services

\$125,000

Through the Brashear Neighborhood Employment Center (NEC), unemployed/underemployed residents receive job search and placement help. Through self-sufficiency case management, case managers work with participants who have multiple and/or more complex barriers to self-sufficiency. Children's education programs focus on children in grades K through 5, primarily enrolled at Pittsburgh Grandview and Phillips. The agency offers school year and summer programs.

Carnegie Library of Pittsburgh (PC)

Library Services for Children, Teens & Families in South Pittsburgh \$ 40,000

Carnegie Library of Pittsburgh (CLP) plans to strengthen its services to children, teens and families in the South Pittsburgh community by offering a continuum of educational programs to the residents served by neighborhood libraries in Knoxville and Carrick. Our services are designed to: a) align the Library's current Pre-K outreach efforts to day-care centers and Head-Start classrooms more closely with the objectives and goals of CLP's Early Learning BLAST (Bringing Libraries and Schools Together) program; b) provide a robust homework assistance program ("Homework Help") several days per week during the academic year at CLP-Carrick and CLP-Knoxville for children and teens, which will include mentors and technology. "Homework Help" has begun at CLP-Knoxville and will be offered Monday, Tuesday, and Wednesday from 4:30-5:30. The Library Service Manager, Youth Service Librarian, and Teen Specialist will take turns overseeing the program set-up but each evening all three staff will be present to participate as needed. c) support teens with books, resources, and dedicated programming (i.e. workshops on employment opportunities after high school, life-skills, stress-management, and positive parenting); d) connect newly-arrived residents and families in the community with critical language resources (i.e., language workshops, translators) while they begin the process of learning English and assimilating into a new community.

Casa San Jose (PC)**Casa San Jose Pittsburgh****\$7,500**

Casa San Jose advocates for and empowers Pittsburgh-area, immigrant Latinos by promoting education, self-sufficiency and wellbeing. CSJ's models a strong culture of acceptance and integration in which immigrants and other newcomers are treated with dignity, respect and kindness, and can freely preserve and celebrate their unique cultures while adapting to their new lives in the greater Pittsburgh area. One of the ways CSJ achieves its objectives is through child and youth tutoring and mentoring, social service coordination (e.g., education, medical, behavioral, legal, immigrant, housing, employment), as well as English Language Learning tutoring for youth and adults. Some of the tutoring and mentoring that CSJ offers takes place at local libraries, but the vast majority of this service is provided in an in-home situation. CSJ opened its doors in August 2013, and in the short period of time since then has served over 1,000 clients, over 20% of them from the Mt. Oliver-Hilltop area, Mt. Washington and the Southside. Our clients include low-income, Latino immigrant families (whose members often have differing immigration statuses), single mothers with children, and unaccompanied minors.

Community Human Services (PC)**Hilltop Housing****\$ 25,000**

Community Human Services purchased two homes on Beltzhoover Avenue two years ago for the purposes of providing housing to individuals and families in need. A third home, which is blighted, has become available. Community Human Services intends to purchase and rehabilitate this home and return it to use as housing.

Community Works (PC)**Youth Green Corps****\$32,000**

This is a 2-year intensive program to develop a cadre of youth leaders to spearhead community-wide education, outreach, advocacy, around environmental issues in the Hilltop. The YGC will work with university and community partners, to explore and investigate STEAM topics related to environmental issues in and around McKinley Park. Working through the Brashear Association's Neighborhood Employment Center - Teen Employment initiative, we will recruit 15-20 high school-aged students. The Program Coordinator will work with participants, parents, and school personnel to assess the Corps members' strengths, challenges, and interests before developing an Individual Game Plan (IGP) for each member. The IGP will include goal setting for attendance, academic performance, skill and interest development, career exploration, and individual personal goals. The coordinator will make weekly school visits for each Corps member to coordinate and evaluate progress toward goals. Beginning in late April, the YGC will meet daily after school for 2 hours. They will work on a habitat restoration project in McKinley Park. Our university and community partners including Place Lab and Youth Press, will supplement the park work with Science, Technology, Engineering, Arts, Math (STEAM) projects that will draw on the individual talents and interests of the members to develop long-term projects and goals. When school resumes in the fall of 2015, each student will pitch their individual project proposal to one of their teachers as a supplemental assignment. The program coordinator will work with the student, the Corps, the university and community partners and the teachers to ensure that the project meets the highest standards of expectations. Throughout the 2015-2016 school year, the students will continue to meet to coordinate on the groups plans to develop a community outreach campaign around site-source stormwater management, recycling, and play/greenspaces.

Conservation Consultants (PC)**Slash My Bill! Workshop Series****\$2,000**

CCI proposes hosting three hour workshops to educate and empower residents about their own energy consumption, expenses, and choices. The workshops over three consecutive months to accommodate the largest number of people who may be working during daytime hours. The workshops are designed so residents can be self-reliant and make informed decisions about their energy use. We ask for funding to offer these workshops free, so we can reach low-income households.

Creative Access Self Success (PC)**Creative Access/Self Success (CASS)****\$25,000**

Creative Access/Self Success (CASS) is a program dedicated to helping "at risk" South Side youth who are 12-18 years of age access the creativity that lies dormant within them. CASS is designed to provide a healthy, safe and creative outlet for youth to explore their talents in the areas of writing, music, performance, video, film and the music business. When youth participate in CASS, they will learn strategies on how to access their creativity, manage their time productively and strive for perfection in honing their creative skills.

Entrepreneurship Youth (PC)**Youth Entrepreneurship in South Pittsburgh****\$ 57,000**

Establish and operate a network of Neighborhood Youth Entrepreneurship Centers (E Centers) to provide middle school and high school age youth open and easy access to year round programs, during non-school time. Each will be safe, accessible space equipped with technology and other equipment that support innovative thinking and entrepreneurial business creation.

Greater Pittsburgh Community Food Bank (PC)**Produce 2 People/Member Support****\$ 55,000**

Greater Pittsburgh Community Food Bank seeks support for our South Side Produce to People (P2P) distribution program as well as for Lines of Credit (LOC) for use by our South Pittsburgh member agencies.

Greater Pittsburgh Literacy Council (PC)**South Pittsburgh Adult Literacy Programs****\$ 30,000**

Students are tested to determine skill level and goals, and receive a personalized instruction plan. Some students choose classroom instruction at our Downtown Center and most receive 10-20 hours of instruction a week. Others meet one-on-one with a trained volunteer tutor in their neighborhood for at least four hours a week. Student goals included: earning a GED, improving English skills, helping their children with homework and finding employment. We are pleased to report that among students who wished to earn a GED 100% met their goal. Also, 96% of students with a goal to reduce dependence on welfare were successful.

Growth Through Energy (PC)**ReClaim South****\$ 25,000**

Community engagement, education and resident-driven action on vacant land are key components to strengthening community capacity in Pittsburgh's neighborhoods. The ReClaim South Ambassadors Model recruits and empowers 10 residents from South Pittsburgh's Hilltop communities to participate in a vacant land focused education and training program that anchors them to community institutions and agencies while developing a network of volunteers and shared resources. Our goal is to foster a motivated set of residents who become knowledgeable leaders on vacant land management and transition options.

Hilltop Alliance (PC)**2012-2014 Programs and Projects****\$ 25,000**

The Hilltop Alliance's purpose is to meet regularly to discuss, study and plan for overcoming community challenges of mutual interest and concern. Member organizations seek agreement on projects and programs for their collective benefit. The Hilltop Alliance also fundraises, coordinates, administers and implements programs and projects of Hilltop-wide or multi-neighborhood interest, with long-term benefits to all Hilltop neighborhoods. These programs include: The Hilltop Urban Farm, Phase 1 (St. Clair Village/Arlington Heights); Property Stabilization Program / Implementation of Allentown & Beltzhoover Housing Strategy (all Hilltop neighborhoods); Warrington Avenue Growth Forum / Implementing South Hills Junction TRID Study / Transit-Oriented Development Tax Credit Financing Study (Allentown, Beltzhoover, lower Mt. Washington); Capacity-sharing and resource-building for neighborhood-specific Hilltop Community-based organizations (all Hilltop Alliance member organizations); Fresh Fridays on the Hilltop (all Hilltop)

Jewish Family & Children's Services (PC)**Refugee Youth Program****\$ 25,000**

Jewish Family & Children's Service proposes a program for high school students in collaboration with the YMCA's Hilltop Computer Center, offering career/job readiness skills for refugee teenagers, along with English language support, connections to the Hilltop Center's technology classes and case management to address issues typical to teens. Participants will meet with staff, for life and career skills training and case management both during the school year and throughout the summer break. We will also link with corporate partners to provide youth with work experiences

Junior Achievement (PC)**South Pittsburgh Impact Initiative****\$ 25,000**

JA 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. We will continue to provide JA's hands-on, interactive programming for thousands of youth in South Pittsburgh while focusing efforts to reach an increased number of students in grades 5th-8th with the goal of addressing the high school dropout epidemic plaguing many of our schools. 50% White

Just Harvest (PC)

Money in Your Pocket - Tax Assistance Program

\$5,000

The project activities would primarily consist of the following elements: 1. Preparing fact sheets/FAQs/ correspondence to clients potentially facing an ACA penalty about the steps needed to be exempt from that penalty. 2. Training seasonal staff and a large number of tax preparation volunteers to provide tax services at our Southside site. 3. Providing tax preparation services at the Southside site for roughly 1,700 households from January to the April 15 filing deadline. Roughly 25% of these clients live in the 15203, 15210, and 15211 zip codes. 4. Data analysis and reporting on the impact of this service by documenting Earned Income Tax Credit, Child Tax Credit, and tax refund information on clients served.

Kingdom Life Fellowship Hall (PC)

Haven House After-School Program

\$50,000

Haven House is an after-school youth development program providing 50 at-risk youth ages 5 to 13 in Knoxville, Mt. Oliver, Beltzhoover Allentown, Arlington and surrounding neighborhoods with a safe environment that promotes acceptance, self-esteem, and love in which to grow and learn. Participants get academic support/homework help, mentoring, life-skills education and a healthy meal or snack. There's a strong focus on fostering children's social and emotional development, self-discipline, and positive sense of community as well as meeting their basic needs. Kingdom Life Fellowship Pittsburgh (KLFP) has been endowed with some beautiful assets--adults who are committed to mentoring children to become all they can be and an enormous facility with classroom space and a large dining/recreation area. We are using these assets to make our community a better place.

Lighthouse Cathedral (PC)

Lighthouse Youth Enrichment Program

\$100,000

LYEP is an After-School Program offered Monday through Friday to Children ages 4-14 years. Students are afforded: A safe learning environment; Technology Advancement; Healthy Meals ; Physical Education (SPARKS/HighMark); Transportation; Violence/No Bulling Prevention Programming; Homework Help/Tutoring; Life Skills

Mission Vision (PC)**Vision of Hope Project****\$ 12,500**

The Vision of Hope project of Mission Vision involves partnerships with area schools, crisis and homeless shelters, federally-qualified medical centers, soup kitchens and other community service organizations to supply free vision screenings and new, prescription eyewear to those who desperately need but cannot afford them. Vision of Hope also provides access to eye care for those who have transportation or disability limitations. Mission Vision achieves this by setting up free, mobile eye clinics where such citizens are already getting their primary needs met by various partner organizations. The mobile care unit is staffed by employed and volunteer licensed medical professionals, including state-licensed optometrists, certified opticians, and ophthalmic and optometric technicians. A diverse target constituency includes underinsured adults, school-aged children, the unemployed, and working poor citizens. In schools, children whose school-provided routine vision screenings indicate the need for further examinations are served by our clinics.

Mt. Oliver Hook & Ladder Company (PC)**Mt. Oliver Hook & Ladder Co. Quick Response Medical Service****\$6,000**

The Mt. Oliver Hook & Ladder Co (MOHL) is an all volunteer organization that provides fire and ems services to the residents and visitors of the borough of Mt. Oliver. In December of 2013 the MOHL was certified as a Quick Response Medical Service (QRS) by the PA Department of Health, and on April 14, 2014 we started responding along with Pgh. EMS on priority medical calls in the borough. We currently operate 2 QRS apparatus, our engine and also a Ford Expedition, we are currently in the process of also trying to get our command vehicle certified. We currently have 2 paramedics, 3 EMT's and 10 first responders. Currently when a priority medical call comes in for the borough we are dispatched along with Pgh. EMS. Due to the call volume in Pittsburgh, a Medic unit may not always be available to respond, or they may be coming from a great distance, or from a mutual aid EMS service. In these cases we will be the first EMS agency on scene and will start patient care and assessment prior to the arrival of a Pittsburgh ALS unit. In order for us to render the best care possible, we would like to be able to operate with the best equipment possible, but unfortunately this is currently not the case. Some of the medical equipment we are currently using is old and in need of replacement. We would like to purchase new Automatic External Defibrillators (AED's), and additional EMS equipment that will allow us to better serve our residents and visitors. The AED's that we are currently using are over 10 years old and do not have the ability to be upgraded any longer. In addition we have found that the pulse/oxygen meters that we currently use are not very reliable and have been giving us false readings. We would like to purchase 3 new AED's, and 3 new pulse/oxygen meters, to replace the ones that we are currently using, and to outfit our command unit to make it QRS certifiable.

Neighborhood Allies (PC)

Financial Opportunity Centers: Hilltop Partners Planning Grant \$25,000

Neighborhood Allies intends to launch three Financial Opportunity Centers (FOC) in/around Pittsburgh in 2015, and two additional FOCs in 2016 in the areas of greatest need. An FOC is not a standalone program or facility, but rather part of existing community-based organizations that have long histories of providing services in their neighborhoods. The key to the model is integrated service delivery, or "bundling," of employment services, financial coaching, and public benefits access. Participants work with coaches in an ongoing way, to reach personal goals for asset accumulation, employment skills, smart debt and appreciating assets, educational opportunities, retirement plans, and good relationships with financial institutions. Participant gains in wealth are tracked using a centralized evaluation tool called Efforts to Outcomes.

FOCs may be launched with a CDC with a wide range of programs or a social service agency with a financial counseling program. Each site tailors the model to the needs of the local population, making connections with local partners and sometimes pairing the core services with other services.

Neighborworks Western PA (PC)

Hilltop Leadership Development Cohort \$30,000

The overall goal of the program is to build capacity for community-driven change in the Hilltop neighborhoods through a new generation of leaders who will be empowered to impart such change. Building on a leadership development cohort model established in 2011 and piloted citywide, NeighborWorks Western Pennsylvania (NWWPA) utilized a grant provided by the Birmingham Foundation in Spring 2013 to develop a robust program curriculum with the assistance of experienced leadership development consultant, Seth Hufford of The People Group, LLC. Building on this curriculum and the lessons learned from the citywide cohort, in August 2014, NeighborWorks Western Pennsylvania launched a Hilltop Leadership Development Cohort, bringing together the following four (4) participants from several neighborhoods and organizations.

Pittsburgh Action Against Rape (PC)

Engaging Volunteers \$ 35,000

To develop and implement a volunteer program that enhances and expands the role of volunteers in responding to and connecting victims of sexual violence to services, and engage with the community in the prevention of sexual violence. We will recruit, train and maintain a larger pool of volunteers. We look to expand recruitment efforts into new populations as well as become more targeted by seeking individuals with the skill sets to assist PAAR in responding to victims through medical advocacy, court accompaniment, and in providing presentations on risk reduction in the community. The strategy includes a dedicated part-time staff person to insure a consistent recruiting process, and a more intensive training and engagement process for volunteers.

Pittsburgh Leadership Foundation (PC)

Urban Leaders Project

\$2,200

PLF's Urban Leaders Project (ULP) is a transformational, cohort-based program designed to strengthen faith-motivated nonprofit organizational leaders through a combination of small group cohort training, specialized assessments, superb materials, collaborative peer support, and individualized executive coaching. The Urban Leaders Project is a 5-month experience, with a year of follow-up coaching, for cohorts of 8-15 leaders. The program is based on biblical principles and is most effective for leaders who are personally motivated by their faith; but that is not a requirement. PLF runs one ULP cohort each year, in addition to two Leaders Collaborative (LC) cohorts annually. Although the ULP is a new project, it is based in the experience of running 14 LC cohorts over the past 8 years. PLF has brought together leaders from a wide range of professional sectors, including participants from both for-profit and nonprofit organizations. Over 140 local leaders have completed the Leaders Collaborative since 2007, many of whom have benefited from generous scholarships to enable their participation.

Pittsburgh Promise (PC)

The Pittsburgh Promise - Post Secondary Education for South Side Youth \$50,000

The Pittsburgh Promise is perhaps best known for providing college scholarships to urban youth and conducting a rather ambitious \$250 million fundraising campaign. While this is true, The Promise is far more than a scholarship program or a fundraising campaign. The Pittsburgh Promise seeks to:

- Fuel urban public school reform
- Energize regional economic development, and
- Transform the lives of students and families in Southwestern Pennsylvania.

The Pittsburgh Promise seeks to replace the culture of low expectations that often permeates urban public schools and neighborhoods with the belief that inside every child is a promise, and with the appropriate care, effort, and resources, that promise will undoubtedly be fulfilled. The key message that The Pittsburgh Promise delivers to urban youth is that the combination of hope and work, dream and effort, will be rewarded with a substantial investment -- a Promise scholarship -- in order for that child to turn her or his aspiration into reality. The Pittsburgh Promise is pleased to provide funding for South Side youth to attend college, learn a trade or receive the technical education needed to translate their gifts and passions into meaningful work.

Reading is FUNdamental (PC)

Community Literacy Projects in South Pittsburgh

\$ 25,000

RIF Pittsburgh works to increase the reading opportunities available to economically disadvantaged children and families, in an effort to reduce the literacy gap. Our Books for Keeps program engages children in 3-5 Reading Celebrations each year, where they participate in a fun, motivational activity and select a book to take home and keep. Our Read to Your Family program introduces good literacy practices into the home, and provides incentives and recognition for children and families to read together. The Everybody Wins! Program is a lunchtime literacy, mentoring program that pairs volunteers with students to share lunch, conversation and good books once a week. The Storymobile is a library-on-wheels taking books and literacy resources to childcare centers and public housing communities across Pittsburgh.

St. Paul A.M.E. (PC)

SPOC Tutoring and Enrichment

\$20,000

Provide educational assistance to the children of the Hilltop Communities by offering tutoring and enrichment programs. SPOC will seek tutors from students and Greek letter organizations at the various Universities in Pittsburgh. In addition to providing educational assistance, we will provide instruction in Culinary Arts and hold Zumba and eurythmics classes. The educational assistance will be held on Mondays, Tuesdays and Thursdays. Every Friday we will sponsor the enrichment classes. In addition, we will create opportunities for the children to improve their neighborhood. We will allow them to work in our community garden. We will collaborate with the University of Pittsburgh Summer Science Program and Carnegie Library Homework Help Program.

Saltworks (PC)

Bully Prevention in South Side Schools

\$ 10,000

Queen Bee, a bully prevention program, will include a presentation of an original, interactive dramatic presentation for students in grades 4-5. Elementary students will learn to do the right thing by telling an adult when they witness bullying. Although this play emphasizes verbal and emotional aggression among girls, physical violence is also addressed. Students will discover how subtle bully behavior can be and how harmful it can be to their classroom, home and other places. Students in sixth grade will see I am The Brother of Dragons, a powerful drama depicting the effects of drug and alcohol abuse on the entire family unit. Although alcoholism can be passed through generations, young people often experience this as a gateway to more addicting, harmful drugs. This timeless play presents truth and consequences of experimentation and denial that a problem exists. Each of our school assemblies includes a performance of a dramatic presentation followed by a question and answer session with the professional actors. Lesson plans that contain both pre- and post-show activities go into the school a few weeks ahead and each elementary student receives a magazine which provides further motivation to resist bullying and violent behavior. In many homes the magazine has been a catalyst for family discussions about respecting yourself and others.

Shadow Student Athlete Development Service, Inc. (PC)

Camp F.U.N. (Families Unite Neighborhoods)

\$60,000

The summer camp will provide an opportunity to Hilltop school students to experience different neighborhood students, enhance their academic skills, and make community friends without the danger of being in an unsafe environment. Camp F.U.N. will provide an opportunity to students to experience a different culture and life style, make friends with other students and broaden their perspective of the transit communities they now live in.

Bears Youth Football

\$ 20,000

Decrease unsupervised time from 4:00pm- 8:00pm during our summer time practices and 5:00pm-7:30pm when school start back; Increase avoidance of risk taking behaviors; Reduce overall youth interpersonal conflicts through direct intervention, mediation and team building exercises.

Shadow Student Athlete Development Service, Inc. (PC)

The A.I.M. Initiative

\$43,400

The AIM initiative is currently piloted at 5 Pittsburgh Public K-12 schools. At this phase of the initiative, AIM is addressing (a) the disproportionate and disparity rate of exclusionary discipline practices; (b) academics, elementary to middle, middle to high school transition, and post secondary outcomes; (c) challenges with the school climate; and (d) a collaborative model that supports the whole students through parental/caregiver, school and community engagement. These are all significant needs that impact the achievement of students through post secondary outcomes along with the current and future cultural wellness of their community and thus drive our goals for this grant.

South Side Athletic Association (PC)

Volunteer Clearance and Liability Insurance

\$1,000

To help ensure the level of volunteer participation by assisting with the cost of obtaining required clearances in accordance with State Law. To comply with Pennsylvania child protective services law and to meet all insurance requirements that the City of Pittsburgh has to use their facilities for Baseball and Softball games.

South Side Slopes Neighborhood Association (PC)

South Side Park Community Connections

\$15,000

This project is intended to work on connecting the South Side Slopes/Hilltop communities to South Side Park and promoting the park as a neighborhood amenity. Well maintained, programmed parks provide a great benefit to the community both in terms of health and wellness, and in terms of neighborhood development. This project will explore programming in the park and way to connect the park and the community with a focus on youth engagement in the Hilltop and South Side Slopes. The Student Conservation Association currently works with youth in the park on invasive species and environmental concerns. This project will work in conjunction with the SCA to continue their youth employment program, but also work with the Pittsburgh Parks Conservancy to reach out to the community and build awareness of the park. We will also work on the trail system so that more parts of the park are accessible to the neighborhoods and trail-heads are better marked.

Strong Women Strong Girls (PC)

Strong Women Strong Girls

\$40,000

SWSG reaches girls during critical preadolescence ages and through activities that psychology research has identified as being crucial to girls' self-esteem and leadership development. SWSG provides our girls with the opportunity to build healthy habits, concrete skills, and strong relationships that will support their empowerment and positive development now and throughout their lives; ultimately, filling a gap in current offerings for elementary school girls in the greater Pittsburgh region. SWSG's program uses an innovative group-mentoring model that engages small groups of 10-12 girls with a team of 2-3 college women who serve as volunteer mentors. The program, which girls attend for 1.5 hours each week, engages girls in the study of female role models, skill-building activities, and relationships with their mentors. Girls develop strong social-emotional skills, build leadership abilities, and form goals for the future. The college women volunteers serve as outstanding mentors for girls now and become lifelong advocates for social change.

Student Conservation Association (PC)**SCA South Side Community Crew****\$32,000**

The South Side Crew will be an employment program, including environmental education, field trips, and green jobs skills readiness training. The crews will work outdoors, maintaining and restoring public green spaces, trails, Gateway Gardens, and recreation areas in city parks in the Hilltop Neighborhood. SCA program partners will include the City of Pittsburgh, the Pittsburgh Parks Conservancy (to help identify project needs within specific parks), and Tree Pittsburgh (which will teach crew members about best practices for tending trees, using locations in the South Side). Crew members will have a weekend at the Allegheny National Forest for the crew members, supplementing a partial grant from the Garden Club of Allegheny County. Activities at the Forest offer new kinds of fun 'day and night hiking, camping, swimming, horseback riding, star watching, and a much deeper exploration and encounter with nature than most program participants have experienced.

University of Pittsburgh Office of Child Development (PC)**Ready Freddy: Pathways to Kindergarten Success****\$20,000**

Ready Freddy has been working with Pittsburgh Arlington PreK-8 School for three years to help South Pittsburgh children and families enroll and transition into kindergarten. Ready Freddy supports Arlington in implementing a community-school kindergarten team that plans and executes outreach, enrollment, and transition activities for parents and kindergarten students, along with a first day of kindergarten kick-off event. Additionally, during the 2014-2015 school year Arlington received support to improve kindergarten, first, and second grade attendance at the PreK-2 building. The collaboration with Arlington is part of a district-wide effort to deliver both on the ground capacity building support to 10 schools (with some direct implementation around attendance) and sustainable systems change across all schools in the district.

Venture Outdoors (PC)**Junior Jo Summer Camp Program****\$20,000**

This "Junior Jo Summer Camp Program" was to culminate in a three-hour outdoor festival. Venture Outdoors planned to provide transportation from the summer camp venues for youth and their families to the North Park Kayak Pittsburgh location where they would have a chance to try rock climbing, fishing, kayaking, geocaching, hiking, and biking in a festival-like atmosphere. The event would include healthy food and drinks. This event was intended to be the perfect way for the youth to share their summer experiences in a variety of outdoor recreational outings with family members. Research has found that when children and their parents or caregivers participate in outdoor recreation together, they are all more likely to continue pursuing a healthy, active lifestyle. All youth that participated in the Junior Jo Summer Camp activities were to be acknowledged, and those that participated in all the activities would receive special recognition.

YouthPlaces (PC)

Voices Against Violence – Education Engagement

\$63,150

Our Education Engagement Project encompasses 3 distinct but interrelated programs: our immensely successful in-school program at Brashear HS, our after-school program for elementary and middle school aged kids and, the CASS Arts (Creative Access = Student Success) program. Our In-School Program works to increase the High School graduation and employment rates of low income community youth attending Brashear High School. We offer daily classroom assistance and instruction, job readiness training, resume writing, and interviewing techniques. In 2012-2013 we serviced over 180 students As well as mentoring services which include: attendance issues, classroom monitoring, conflict resolution, crisis intervention, home visits to bridge the gap between school and home, mediation offered to all 2400 Brashear/Carrick students. Our After-School Program is designed to not only enrich and support the school curriculum, it also engages participants as community members and prepares them to become active community betterment agents. We designed a curriculum to engage our students in a long-term project to re-build McKinley Park. Through a series of age-appropriate activities, our students will collect community history, learn about woodland ecosystems, cartography, to take a census of flora and fauna in the park, and design a plan based on their findings to re-establish the park as a cornerstone institution. Our CASS program provides students with hands on training and experience with the creation, production, and publication of music, visual arts, and creative writing. Students learn to write, act, perform, produce, record and publish their own, music, skits, poetry, and short stories. Our students are guided by recording artists, writers and teachers to learn to express themselves in creative ways.

Voices Against Violence – Summer at Ma'at Camp

\$189,054

The Ma'at Summer Camp provides a free, safe, educational, structured experience at the McKinley Park Recreation Center for 250 to 350 youth, ages 5-17, from South Pittsburgh Hilltop Communities. The camp will operate from 9am-3pm, Monday through Friday. We will incorporate a new range of programming including environmental, social, physical (personal & neighborhood infrastructural), cultural, and economic rebuilding efforts. A typical week consists of daily meetings to discuss current goals, projects, and objectives. They also receive weekly etiquette lessons, participate in a community garden, explore green career paths, engage in personal development projects, and work on team community projects. City of Pittsburgh teachers and Carnegie Library staff are utilized in math, literacy and environmental science projects. Our community building partners include Pittsburgh Bureaus of Fire and Police, A Giving Heart, Stop Now And Plan, (SNAP) which teach youth important problem solving, conflict resolution, safety tips and non-violent techniques to be used in their everyday life.

YouthPlaces *continued***Voices Against Violence – Restoration Project****\$ 45,000**

The Restoration Project is our attempt to redirect wayward youth towards productive and healthy choices. Twice weekly, we meet with 10-30 youth and adolescents to provide a combination of mentoring, service learning opportunities, group discussions, civic education, and one-on-one counseling. Roughly three-quarters of the participants are ordered by the court to participate in community service hours. We are on pace for our participants to collectively log more than 48,000 community service hours in 2013. Still, our program goes beyond ordinary community service projects. In addition to neighborhood beautification and assisting the elderly with household chores, Our program provides educational opportunities and restorative justice principles for each participant to grow to become a better citizen. To revamp our program, we looked at successful programs in San Francisco and Milwaukee, we engaged the courts, mental health professionals, social workers, law enforcement agencies, parents, and community activists to develop a program that provides the participants with an experience that helps them to overcome obstacles and challenges and to re-commit themselves to be contributors to the community. The program offers exercises in anger management, conflict resolution, assertiveness training, goal setting, and job-readiness. Our licensed counselors meet with each participant to develop an individual "game plan."

Women Against Abusive Relationships (WAAR)**\$30,000**

South Pittsburgh residents will be educated about the dynamics of healthy and unhealthy relationships. Those who have been victimized will be given the tools needed to heal. Residents' overall well-being will be addressed. Issues such as anger management, mental health (depression, bipolar disorder, post-traumatic stress disorder (PTSD), stress management and anxiety/panic will be discussed. Healthy Teens Task Force will be developed by recruiting teens from partnering agencies. Teens will learn the dynamics of healthy and unhealthy relationships and will help us to develop educational programs to reach their peers. The MEN/S Group (Men Embracing Nonviolence & Safety) teaches men the nature of domestic violence; strategies for stopping abusive behavior; how to change attitudes and beliefs; and how to achieve equality in relationships. This is a partnership with the Women's Center & Shelter of Greater Pittsburgh. South Pittsburgh residents and organizations/agencies will come together for a yearly retreat to engage in dialogue that will promote the reduction of violence in all forms.

Miscellaneous Discretionary Grants less than \$1,000 each (PC)**Various Public Charities****\$ 11,122****Alton Fund Awards (PC)****\$ 10,000**

Total Grants Paid**\$1,583,926**

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
2005 Sarah Street, 2nd Floor
Pittsburgh, PA 15203
Phone: (412) 481-2777
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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.



BIRMINGHAM
FOUNDATION

info@bfpgh.org
www.birminghamfoundation.org

Staff

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Executive Director

Marion M. Schafer,
Executive Assistant

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Mihai Marcu
Director Emeritus

Jane H. Roesch,
Director Emeritus

Roberta F. Smith,
Director Emeritus

COMMUNITY INITIATIVE STATEMENT
JUNE 30, 2015

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

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

The Foundation also hosts meetings for local organizations dedicated to the improvement and safety of the communities which we serve: the **Minority Emergency Preparedness Task Force**, **South Pittsburgh Coalition on Peace** and **Women Against Abusive Relationships** to name a few.

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.

Brashear Center
2005 Sarah Street
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Phone: 412.481.2777
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BIRMINGHAM FOUNDATION

Mark S. Bibro,
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Roberta F. Smith,
Director Emeritus

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

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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, 2015

EIN : 25-0965572

Description of Stock	Shares/\$ Disposed During Yr	Disposal Cost	Proceeds	Realized Gain\Loss on Disposals
MUTUAL FUNDS				
VANGUARD EXTENDED MARKET	(36,105.22)	(1,172,496)	2,570,310	1,397,813
VANGUARD GROWTH INDEX	(9,377.77)	(206,963)	520,691	313,728
VANGUARD VALUE INDEX	(10,407.05)	(231,819)	343,745	111,926
SUBTOTAL	(55,890)	(1,611,278)	3,434,745	1,823,467
COMMON STOCKS				
ALCOA	(8,000)	(46,803)	104,310	57,507
AMBEV SA ADR	(25,330)	(185,635)	157,254	(28,382)
AMGEN INCORPORATED	(435)	(28,614)	69,004	40,389
ANADARKO PETROLEUM CORP	(1,185)	(98,582)	95,209	(3,374)
BE AEROSPACE INC	(1,000)	(913)	57,770	56,857
CAMECO CORP	(5,715)	(99,671)	82,769	(16,902)
CHESAPEAKE ENERGY CORP	(8,540)	(151,252)	131,920	(19,332)
CITIGROUP INC	(1,720)	(91,905)	88,820	(3,085)
COMPUTER ASSOCIATES	(3,610)	(103,220)	112,329	9,109
EXPRESS SCRIPTS HLDG CO	(1,510)	(82,089)	136,135	54,046
GENERAL ELECTRIC	(5,000)	(112,104)	136,589	24,484
GLAXOSMITHKLINE PLC ADR	(1,790)	(93,779)	80,383	(13,397)
GOLDCORP INC NEW	(4,310)	(92,287)	85,744	(6,543)
HASBRO INC	(1,800)	(69,445)	109,984	40,539
HECLA MINING COMPANY	(15,000)	(106,959)	46,805	(60,154)
H & Q HEALTHCARE FUND	(2,500)	(62,593)	90,314	27,722
HONEYWELL INTERNATIONAL	(2,500)	(68,750)	254,118	185,368
INTERNATIONAL BUSINESS MACHINES	(515)	(95,463)	83,761	(11,701)
KELLOGG COMPANY	(1,700)	(86,695)	105,133	18,437
KEYCORP INC NEW	(15,000)	(84,256)	227,186	142,931
KLX INC	(1,500)	(5,085)	66,140	61,055
LIBERTY ALL STAR EQUITY FUND	(15,000)	(44,853)	88,489	43,637
MARATHON PETE CORP	(500)	(18,611)	152,613	134,002
MEVC DRAPER FISHER	(25,000)	(225,084)	250,275	25,191
MOLSON COORS BREWING CLB	(1,750)	(69,724)	125,190	55,465
NOVO-NORDISK A-S ADR	(3,555)	(116,521)	181,196	64,675
ORACLE CORPORATION	(2,570)	(80,222)	112,347	32,125
PEOPLES UNITED FINANCIAL INC.	(9,020)	(137,946)	136,066	(1,881)
PHILIP MORRIS INTL INC	(2,540)	(123,672)	206,405	82,733
PNC CORP.	(3,000)	(142,924)	277,877	134,953
P P & L RESOURCES INC	(4,550)	(146,108)	146,980	872
PRECISION CASTPARTS CORP	(1,000)	(9,925)	227,423	217,498
SENIOR HOUSING PROPERTIES TRUST	(4,100)	(93,238)	89,953	(3,285)
TEVA PHARMA INDS LTD ADR	(2,090)	(80,828)	120,751	39,923
WAL-MART STORES INC	(2,000)	(104,701)	145,288	40,587
SUBTOTAL	(185,335)	(3,160,461)	4,582,529	1,422,068
US GOVERNMENT				
US Treasury TIP .125% 4/15/2016	(500,000)	(534,263)	544,654	10,392
US Treasury TIP .625% 7/15/2021	(1,000,000)	(1,055,827)	1,087,633	31,806
US Treasury TIP 3.875% 4/15/2029	(500,000)	(556,112)	1,017,909	461,797
SUBTOTAL	(2,000,000)	(2,146,201)	2,650,196	503,995
TOTAL		(6,917,941)	10,667,471	3,749,530