

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

**2011**

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

For calendar year 2011 or tax year beginning , 2011, and ending , 20

Name of foundation <b>ALLEGHENY FOUNDATION</b>		<b>A</b> Employer identification number 25-6012303
Number and street (or P O box number if mail is not delivered to street address) 301 GRANT STREET ONE OXFORD CENTRE		<b>B</b> Telephone number (see instructions) (412) 392-2900
Room/suite 3900		
City or town, state, and ZIP code PITTSBURGH, PA 15219-6401		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>
<b>G</b> Check all that apply	<input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change	<input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change
<b>H</b> Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation		<b>D</b> 1 Foreign organizations, check here <input type="checkbox"/>
<input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust		2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<input type="checkbox"/> Other taxable private foundation		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
<b>I</b> Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 52,011,982.	<b>J</b> Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual	<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
<input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)		

<b>Part I Analysis of Revenue and Expenses</b> (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	1,505,853.	1,588,884.		ATCH 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	1,354,392.			ATCH 15
b	Gross sales price for all assets on line 6a 2,784,012.				
7	Capital gain net income (from Part IV, line 2)		1,354,392.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)	-162,760.	-80,521.		ATCH 2
12	<b>Total</b> Add lines 1 through 11	2,697,485.	2,862,755.		
13	Compensation of officers, directors, trustees, etc.	105,001.	15,398.		89,603.
14	Other employee salaries and wages	122,881.	5,412.		117,469.
15	Pension plans, employee benefits	89,953.	8,215.		81,738.
16a	Legal fees (attach schedule) ATCH 3	875.			875.
b	Accounting fees (attach schedule) ATCH 4	48,945.	24,473.		24,472.
c	Other professional fees (attach schedule) *	52,990.	52,990.		
17	Interest				
18	Taxes (attach schedule) (see instructions)	24,000.			
19	Depreciation (attach schedule) and depletion	1,782.			
20	Occupancy	75,697.	6,913.		68,784.
21	Travel, conferences, and meetings	5,455.			5,455.
22	Printing and publications				
23	Other expenses (attach schedule) ATCH 7	23,327.	1,927.		19,754.
24	<b>Total operating and administrative expenses</b>	550,906.	115,328.		408,150.
	Add lines 13 through 23				
25	Contributions, gifts, grants paid	3,910,000.			4,310,000.
26	<b>Total expenses and disbursements</b> Add lines 24 and 25	4,460,906.	115,328.	0	4,718,150.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	-1,763,421.			
b	Net investment income (if negative, enter -0-)		2,747,427.		
c	Adjusted net income (if negative, enter -0-)				

SCARREVENUE MAY 31 2012

Operating and Administrative Expenses

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing . . . . .		5,753.	4,474.	
	2	Savings and temporary cash investments . . . . .		769,939.	250,526.	
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶				
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶				
	5	Grants receivable . . . . .				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .				
	7	Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use . . . . .				
	9	Prepaid expenses and deferred charges . . . . . <b>ATCH 8</b>		2,568.	1,474.	
	10 a	Investments - U S and state government obligations (attach schedule) . . . . .				
	b	Investments - corporate stock (attach schedule) <b>ATCH 9</b> . . . . .		22,250,099.	20,820,480.	49,622,777.
	c	Investments - corporate bonds (attach schedule) . . . . .				
	11	Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶				
	12	Investments - mortgage loans . . . . .				
	13	Investments - other (attach schedule) . . . . . <b>ATCH 10</b>		1,360,396.	1,148,260.	2,389,205.
	14	Land, buildings, and equipment basis ▶ <b>ATCH 10A</b> 200,335. Less accumulated depreciation ▶ <b>ATCH 10A</b> 192,904.		7,311.	7,431.	
15	Other assets (describe ▶ )					
16	<b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I) . . . . .		24,396,066.	22,232,645.	52,011,982.	
Liabilities	17	Accounts payable and accrued expenses . . . . .				
	18	Grants payable . . . . .		600,000.	200,000.	
	19	Deferred revenue . . . . .				
	20	Loans from officers, directors, trustees, and other disqualified persons . . . . .				
	21	Mortgages and other notes payable (attach schedule) . . . . .				
	22	Other liabilities (describe ▶ )				
23	<b>Total liabilities</b> (add lines 17 through 22) . . . . .		600,000.	200,000.		
Net Assets or Fund Balances	<b>Foundations that follow SFAS 117, check here</b> <input checked="" type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>					
	24	Unrestricted . . . . .		23,796,066.	22,032,642.	
	25	Temporarily restricted . . . . .				
	26	Permanently restricted . . . . .				
	<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.</b> <input type="checkbox"/>					
	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	<b>Total net assets or fund balances</b> (see instructions) . . . . .		23,796,066.	22,032,642.		
31	<b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .		24,396,066.	22,232,642.		

**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	23,796,066.
2	Enter amount from Part I, line 27a . . . . .	2	-1,763,421.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3 . . . . .	4	22,032,645.
5	Decreases not included in line 2 (itemize) ▶	5	
6	<b>Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 . . . . .</b>	6	22,032,645.

**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.)
<b>1a</b> ATTACHMENT 15						
<b>b</b>						
<b>c</b>						
<b>d</b>						
<b>e</b>						
(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)			
<b>a</b>						
<b>b</b>						
<b>c</b>						
<b>d</b>						
<b>e</b>						
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))			
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any				
<b>a</b>						
<b>b</b>						
<b>c</b>						
<b>d</b>						
<b>e</b>						
<b>2</b> Capital gain net income or (net capital loss) <span style="font-size: 2em;">}</span> <span style="font-size: 2em;">{</span> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7				<b>2</b>	1,354,392.	
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8				<b>3</b>	0	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?  Yes  No  
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

**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))
2010	5,681,621.	44,987,551.	0.126293
2009	3,627,509.	39,899,629.	0.090916
2008	6,260,083.	48,500,313.	0.129073
2007	3,490,317.	53,023,219.	0.065826
2006	3,201,056.	47,770,756.	0.067009
<b>2</b> Total of line 1, column (d)			<b>2</b> 0.479117
<b>3</b> 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			<b>3</b> 0.095823
<b>4</b> Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			<b>4</b> 50,218,609.
<b>5</b> Multiply line 4 by line 3			<b>5</b> 4,812,098.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)			<b>6</b> 27,474.
<b>7</b> Add lines 5 and 6			<b>7</b> 4,839,572.
<b>8</b> Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions			<b>8</b> 4,718,150.

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

Table with 11 rows for excise tax calculations. Includes categories like 'Exempt operating foundations', 'Domestic foundations', 'Tax under section 511', 'Credits/Payments', and 'Tax due'. Total tax due is 20,723.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about influencing legislation, political expenditures, and substantial contributors. Includes 'Yes' and 'No' columns.

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)
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)
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?
Website address N/A
14 The books are in care of ALLEGHENY FOUNDATION Telephone no 412-392-2900
Located at 301 GRANT STREET, SUITE 3900 PITTSBURGH, PA ZIP + 4 15219-6402
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
16 At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? Yes No

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.

1a During the year did the foundation (either directly or indirectly)
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? Yes No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). Yes No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Yes No
Organizations relying on a current notice regarding disaster assistance check here
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011? Yes No
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))
a At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? Yes No
If "Yes," list the years
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.) Yes No
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes No
b If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011) Yes No
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? Yes No
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011? Yes No

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

5a During the year did the foundation pay or incur any amount to... (1) Carry on propoganda... (2) Influence the outcome of any specific public election... (3) Provide a grant to an individual for travel... (4) Provide a grant to an organization other than a charitable... (5) Provide for any purpose other than religious... b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify... c If the answer is "Yes" to question 5a(4), does the foundation claim exemption... 6a Did the foundation, during the year, receive any funds... 6b Did the foundation, during the year, pay premiums... 7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? 7b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

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

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

Table with 5 columns: (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. Row 1: ATTACHMENT 11, 105,001, 19,600, 0.

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

Table with 5 columns: (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. Row 1: ATTACHMENT 12, 51,333, 11,594, 0.

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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
ATTACHMENT 13		76,779.
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	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NOT APPLICABLE	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3 . . . . . ▶	

**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	50,977,675.
b	Average of monthly cash balances	1b	5,684.
c	Fair market value of all other assets (see instructions)	1c	
d	<b>Total</b> (add lines 1a, b, and c)	1d	50,983,359.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	50,983,359.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	764,750.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	5	50,218,609.
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	2,510,930.

**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	2,510,930.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	54,949.
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	54,949.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	2,455,981.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	2,455,981.
6	Deduction from distributable amount (see instructions)	6	
7	<b>Distributable amount as adjusted</b> Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	2,455,981.

**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	4,718,150.
b	Program-related investments - total from Part IX-B	1b	
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	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	4,718,150.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	0
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	4,718,150.

**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 2010	(c) 2010	(d) 2011
<b>1</b> Distributable amount for 2011 from Part XI, line 7 . . . . .				2,455,981.
<b>2</b> Undistributed income, if any, as of the end of 2011				
<b>a</b> Enter amount for 2010 only . . . . .				
<b>b</b> Total for prior years 20 09, 20 08, 20 07 . . . . .				
<b>3</b> Excess distributions carryover, if any, to 2011				
<b>a</b> From 2006 . . . . .				
<b>b</b> From 2007 . . . . .				
<b>c</b> From 2008 . . . . .				
<b>d</b> From 2009 . . . . .				
<b>e</b> From 2010 . . . . .				
<b>f</b> Total of lines 3a through e . . . . .				
<b>4</b> Qualifying distributions for 2011 from Part XI, line 4 ▶ \$ 4,718,150.				
<b>a</b> Applied to 2010, but not more than line 2a . . . . .				
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions) . . . . .				
<b>c</b> Treated as distributions out of corpus (Election required - see instructions) . . . . .				
<b>d</b> Applied to 2011 distributable amount . . . . .				2,455,981.
<b>e</b> Remaining amount distributed out of corpus . . . . .	2,262,169.			
<b>5</b> Excess distributions carryover applied to 2011 . . . . . (If an amount appears in column (d), the same amount must be shown in column (a) )				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5 . . . . .	2,262,169.			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .				
<b>c</b> 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 . . . . .				
<b>d</b> Subtract line 6c from line 6b Taxable amount - see instructions . . . . .				
<b>e</b> Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount - see instructions . . . . .				
<b>f</b> Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012 . . . . .				
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . . . .				
<b>8</b> Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions) . . . . .				
<b>9</b> Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a . . . . .	2,262,169.			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2007 . . . . .				
<b>b</b> Excess from 2008 . . . . .				
<b>c</b> Excess from 2009 . . . . .				
<b>d</b> Excess from 2010 . . . . .				
<b>e</b> Excess from 2011 . . . . .	2,262,169.			

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

NOT APPLICABLE

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

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or 4942(j)(5)

Table with 5 main columns: Tax year (2011), Prior 3 years (2010, 2009, 2008), and (e) Total. Rows include 2a (Adjusted net income), 2b (85% of line 2a), 2c (Qualifying distributions), 2d (Amounts included in line 2c), 2e (Qualifying distributions made directly), 3 (Alternative tests: Assets, Endowment, Support).

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).)

NOT APPLICABLE

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

NOT APPLICABLE

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 of the person to whom applications should be addressed

ATTACHMENT 14

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

ATTACHMENT 14

c Any submission deadlines

ATTACHMENT 14

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

ATTACHMENT 14

**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 <i>Paid during the year</i> SEE ATTACHMENT 17 & 18				4,310,000.
<b>Total</b> . . . . . ▶ <b>3a</b>				4,310,000.
b <i>Approved for future payment</i> SEE ATTACHMENT 17 & 18				200,000.
<b>Total</b> . . . . . ▶ <b>3b</b>				200,000.



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

- 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?
a Transfers from the reporting foundation to a noncharitable exempt organization of:
(1) Cash
(2) Other assets
b Other transactions:
(1) Sales of assets to a noncharitable exempt organization
(2) Purchases of assets from a noncharitable exempt organization
(3) Rental of facilities, equipment, or other assets
(4) Reimbursement arrangements
(5) Loans or loan guarantees
(6) Performance of services or membership or fundraising solicitations
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees
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.

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Row 1 contains 'N/A' in columns (b) and (d).

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 [X] No

b If "Yes," complete the following schedule

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. All rows are currently blank.

Sign Here: Under penalties of perjury I declare that I have examined this return including accompanying schedules and statements and to the best of my knowledge and belief it is true correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge. Signature of officer or trustee: [Signature] Date: 5-08-11

Paid Preparer Use Only: Print/Type preparer's name: Frank J. Grandini; Preparer's signature: [Signature]; Firm's name: GRANT THORNTON LLP; Firm's address: 2001 MARKET STREET, SUITE PHILADELPHIA, PA

ATTACHMENT 1FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
DIVIDEND INCOME	1,502,901.	1,588,706.
INTEREST INCOME	2,952.	178.
TOTAL	<u>1,505,853.</u>	<u>1,588,884.</u>

FORM 990PF, PART I - OTHER INCOME

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FLOW THROUGH INCOME FROM PARTNERSHIP	-175,115.	-82,641.
RESTRICTED INCOME	10,235.	
OTHER INCOME	2,120.	2,120.
TOTALS	<u>-162,760.</u>	<u>-80,521.</u>

ATTACHMENT 3

FORM 990PF, PART I - LEGAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
LEGAL FEES	875.			875.
TOTALS	<u>875.</u>			<u>875.</u>



ATTACHMENT 4FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
AUDIT, COMPILATION AND TAX	48,945.	24,473.		24,472.
TOTALS	<u>48,945.</u>	<u>24,473.</u>		<u>24,472.</u>

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FISCAL AGENTS	52,990.	52,990.
TOTALS	<u>52,990.</u>	<u>52,990.</u>

ATTACHMENT 6

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
FEDERAL EXCISE TAX	24,000.
TOTALS	<u>24,000.</u>

ATTACHMENT 7FORM 990PF, PART I - OTHER EXPENSES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
INSURANCE	5,858.	535.	5,323.
OFFICE EXPENSES	10,583.	966.	9,617.
TELEPHONE	2,112.	193.	1,919.
DUES AND SUBSCRIPTIONS	358.		358.
COMPUTER MAINTENANCE	219.		219.
OFFICE TEMP	2,551.	233.	2,318.
MISCELLANEOUS	1,646.		
TOTALS	<u>23,327.</u>	<u>1,927.</u>	<u>19,754.</u>

ATTACHMENT 8FORM 990PF, PART II - PREPAID EXPENSES AND DEFERRED CHARGES

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>
PREPAID INSURANCE	2,568.	1,474.
TOTALS	<u>2,568.</u>	<u>1,474.</u>

ATTACHMENT 9FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
COMMON STOCK SEE ATTACHMENT 16	22,250,099.	20,820,480.	49,622,777.
TOTALS	<u>22,250,099.</u>	<u>20,820,480.</u>	<u>49,622,777.</u>

ATTACHMENT 10FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
MUTUAL FUNDS	211,314.	225,091.	235,637.
SCHWAB VALUE ADVANTAGE	507,675.		
INVESTMENT IN PARTNERSHIP SEE ATTACHMENT 16	641,407.	383,651.	1,614,050.
PRECIOUS METALS		539,518.	539,518.
TOTALS	<u>1,360,396.</u>	<u>1,148,260.</u>	<u>2,389,205.</u>

ALLEGHENY FOUNDATION  
FORM 990-PF  
EIN: 25-6012303  
YEAR ENDED: 12/31/2011

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PART I, LINE 19- DEPRECIATION  
PART II, LINE 14- LAND, BUILDINGS, AND EQUIPMENT  
PART II, LINE 14- ACCUMULATED DEPRECIATION

DESCRIPTION	AMOUNT
FURNITURE AND EQUIPMENT	133,857
LEASEHOLD IMPROVEMENTS	66,478
SUBTOTAL FIXED ASSETS	<u>200,335</u>
LESS: ACCUMULATED DEPRECIATION	<u>(192,904)</u>
NET FIXED ASSETS	<u><u>7,431</u></u>

DEPRECIATION AND AMORTIZATION EXPENSE FOR 12/31/11 WAS \$1,782



FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 11

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
RICHARD M. SCAIFE 301 GRANT STREET ONE OXFORD CENTRE 3900 PITTSBURGH, PA 15219-6401	CHAIRMAN & TRUSTEE 2.00	0	0	0
JOANNE B. BEYER 301 GRANT STREET ONE OXFORD CENTRE 3900 PITTSBURGH, PA 15219-6401	TRUSTEE 1.00	1,500.	0	0
RALPH H. GOETTLER 301 GRANT STREET ONE OXFORD CENTRE 3900 PITTSBURGH, PA 15219-6401	TRUSTEE 1.00	0	0	0
MATTHEW A. GROLL 301 GRANT STREET ONE OXFORD CENTRE 3900 PITTSBURGH, PA 15219-6401	EXECUTIVE DIRECTOR/ TRUSTEE 30.00	99,001.	19,600.	0
DORIS O'DONNELL 301 GRANT STREET ONE OXFORD CENTRE 3900 PITTSBURGH, PA 15219-6401	TRUSTEE 1.00	1,500.	0	0

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 11 (CONT'D)

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
JANE ROESCH 301 GRANT STREET ONE OXFORD CENTRE 3900 PITTSBURGH, PA 15219-6401	TRUSTEE 1.00	1,500.	0	0
ARTHUR P. ZIEGLER, JR. 301 GRANT STREET ONE OXFORD CENTRE 3900 PITTSBURGH, PA 15219-6401	TRUSTEE 1.00	1,500.	0	0
GEORGE A. WEYMOUTH 301 GRANT STREET ONE OXFORD CENTRE 3900 PITTSBURGH, PA 15219-6401	TRUSTEE 1.00	0	0	0
	GRAND TOTALS	<u>105,001.</u>	<u>19,600.</u>	<u>0</u>

990PF, PART VIII - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEESATTACHMENT 12

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT- AND OTHER ALLOWANCES</u>
LISA ORLANDO ONE OXFORD CENTRE 301 GRANT STREET SUITE 3900 PITTSBURGH, PA 15219-6401	ASSISTANT 40.00	51,333.	11,594.	0
	TOTAL COMPENSATION	<u>51,333.</u>	<u>11,594.</u>	<u>0</u>

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 13

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
OXFORD DEVELOPMENT COMPANY 301 GRANT STREET, PLAZA LEVEL PITTSBURGH, PA 15219	FACILITY RENTAL	76,779.
TOTAL COMPENSATION	.	<u>76,779.</u>

**ALLEGHENY FOUNDATION**  
**Form 990-PF**  
**EIN: 25-6012303**  
**YEAR ENDED: 12/31/2011**

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**Information Regarding Grant Program**

The Allegheny Foundation concentrates its giving in the Western Pennsylvania area and confines most of its grant awards to programs for historic preservation, civic development and education. The Foundation does not make grants to individuals. Proposals for the following are usually declined: event sponsorships, endowments, capital campaigns, renovations or government agencies.

Initial inquiries to the Foundation should be in letter form signed by the organization's President, or authorized representative, and have the approval of the Board of Directors. The letter should include a concise description of the specific program for which funds are requested. Additional information must include a budget for the program and for the organization, the latest audited financial statement and annual report. A copy of the organization's current ruling letter evidencing tax exemption under Section 501(c)(3) of the Internal Revenue Service Code is required. Additional information may be requested if needed for further evaluation.

The Foundation normally considers grants at an Annual Meeting held in November. However, requests may be submitted at any time and will be acted upon as expeditiously as possible.

Grant application letters should be addressed to

Mr. Matthew A. Groll  
Executive Director  
Allegheny Foundation  
One Oxford Centre  
301 Grant Street, Suite 3900  
Pittsburgh, Pennsylvania 15219-6401

## Allegheny Foundation

### Schedule of Gains (Losses) for Tax on Investment Income For the Year Ended December 31, 2011

(a)	(b)	(c)	(d)	(e)	(f)	(h)	(i)	(j)	(k)	(l)	(m)
<u>Kind of Property</u>	<u>Description</u>	<u>How Acquired P-Purchase D-Donated</u>	<u>Date Acquired</u>	<u>Date Sold/ Matured</u>	<u>Gross Sales Price Less Expense of Sale</u>	<u>Cost or Other Basis</u>	<u>Gain (loss) (f) less (h)</u>	<u>Fair Market Value as of December 31, 1969</u>	<u>Adjusted Cost Basis</u>	<u>Excess of (j) over (k)</u>	<u>Losses from column (j) and gains (excess (i) over (l))</u>
Security	GlaxoSmith Kline ADR	P	02/05/81	01/02/11	\$ 1,605,591	\$ 144,195	\$ 1,461,396	N/A	N/A	N/A	\$ 1,461,396
Security	Northrup Grumman Corp	P	03/06/07	01/06/11	233,553	252,052	(18,499)	N/A	N/A	N/A	(18,499)
Security	Johnson & Johnson	P	01/11/07	01/28/11	481,914	533,850	(51,936)	N/A	N/A	N/A	(51,936)
Security	Hospira	P	03/03/09	12/07/11	<u>462,954</u>	<u>499,523</u>	<u>(36,569)</u>	N/A	N/A	N/A	<u>(36,569)</u>
					<u>\$ 2,784,012</u>	<u>\$ 1,429,620</u>	<u>\$ 1,354,392</u>				<u>\$ 1,354,392</u>

See independent accountants' compilation report.

# ALLEGHENY FOUNDATION

## Schedule of Investments December 31, 2011

<u>Investments</u>	<u>Shares or Par Value</u>	<u>Cost</u>	<u>Market Value</u>
<b>Money markets:</b>			
Fifth Third Bank Money Market	13,767	\$ 13,767	\$ 13,767
Schwab U.S. Treasury Money Fund	236,759	<u>236,760</u>	<u>236,760</u>
 Total money markets		 <u>250,527</u>	 <u>250,527</u>
 <b>Common stocks:</b>			
Abbott Laboratories, Inc.	25,000	325,811	1,405,750
Allergan, Inc.	20,000	75,828	1,754,800
Altria Group, Inc.	100,000	311,834	2,965,000
American Electric Power Co., Inc.	36,800	1,442,113	1,520,208
Becton Dickinson & Co.	7,500	508,471	560,400
Berkshire Hathaway Class A	900	1,088,879	1,032,795
Bristol-Myers Squibb Co.	22,000	591,362	775,280
Brown Forman Corp.	27,500	731,278	2,214,025
Caterpillar, Inc.	5,000	342,674	453,000
Coca-Cola Co.	20,000	332,693	1,399,400
Dominion Resources, Inc.	6,800	97,627	360,944
Du Pont E.I. De Nemoure Co.	36,285	1,484,952	1,661,127
Duke Energy Corporation	68,000	470,730	1,496,000
Emerson Electric Company	6,000	256,021	279,540
Erie Indemnity Co.	10,000	529,706	781,600
Exxon Mobil Corp.	14,700	618,017	1,245,972
General Dynamics Corp.	3,400	257,426	225,794
General Mills, Inc.	40,000	49,791	1,616,400
Honeywell International	24,000	1,103,182	1,304,400
International Business Machines Corp.	16,000	436,903	2,942,080
Kimberly-Clark Corp.	14,500	1,001,167	1,066,620
Kraft Foods, Inc	108,716	592,636	4,061,630
McKesson Corporation	14,000	503,134	1,090,740
Medcohealth Solutions	13,000	511,218	726,700
Nextera Energy Inc.	25,000	431,440	1,522,000
Pfizer Incorporated	52,205	921,940	1,129,716
Philip Morris International Inc.	100,000	716,399	7,848,000
Procter & Gamble	16,000	1,019,174	1,067,360
Progress Energy, Inc.	20,000	375,707	1,120,400

**ALLEGHENY FOUNDATION**

Schedule of Investments  
December 31, 2011

<u>Investments</u>	<u>Shares or Par Value</u>	<u>Cost</u>	<u>Market Value</u>
Raytheon Company New	5,000	\$ 264,560	\$ 241,900
Teva Pharm Industries LTD	11,100	492,183	447,996
United Technologies Corp.	16,000	1,020,437	1,169,440
Verizon Communication	34,000	972,178	1,364,080
Wells Fargo & Co. New	28,000	<u>943,008</u>	<u>771,680</u>
 Total common stocks		 <u>20,820,479</u>	 <u>49,622,777</u>
 Mutual funds:			
Vanguard GNMA Fund Admiral Share	21,286	<u>225,091</u>	<u>235,637</u>
 Other assets:			
Kinder Morgan Energy LP	19,000	641,407	1,614,050
Precious metals	354	<u>539,518</u>	<u>539,518</u>
 Total other assets		 <u>1,180,925</u>	 <u>2,153,568</u>
 TOTAL INVESTMENTS		 <u>\$ 22,477,022</u>	 <u>\$ 52,262,509</u>



**ALLEGHENY FOUNDATION**

**Form 990-PF**

**EIN: 25-6012303**

**YEAR ENDED: 12/31/2011**

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**GRANTS PAID**

ALL OF THE GRANTEES SHOWN ON THE ATTACHED STATEMENT OF GRANTS ARE EXEMPT UNDER INTERNAL REVENUE CODE SECTION 501(C)(3) AND HAVE THE STATUS OF PUBLIC CHARITIES WITHIN THE MEANING OF INTERNAL REVENUE CODE SECTION 509(A)(1) OR (2)

**ALLEGHENY FOUNDATION**

Schedule of Grants  
As of and for the Year Ended December 31, 2011

	<u>Payable,</u> <u>12/31/10</u>	January 1 to December 31, 2011	<u>Payable,</u> <u>12/31/11</u>
		<u>Approved</u>	<u>Paid</u>
Allegheny Institute for Public Policy, Pittsburgh, Pennsylvania General operating support	\$ -	\$ 125,000	\$ 125,000
America's Survival, Inc., Owings, Maryland General operating support	-	250,000	250,000
American Chestnut Foundation, Asheville, North Carolina Project support	-	10,000	10,000
American Legislative Exchange Council, Washington, D.C. Project support	-	100,000	100,000
Auberle, McKeesport, Pennsylvania General operating support	-	25,000	25,000
Baltimore & Ohio Railroad Museum, Baltimore, Maryland Project support	-	50,000	50,000
Bill of Rights Institute, Arlington, Virginia Program support	-	25,000	25,000
Boy Scouts of America, Greater Pittsburgh Council, Pittsburgh, Pennsylvania Program support	-	50,000	50,000
Boy Scouts of America, Westmoreland-Fayette Council, Greensburg, Pennsylvania Program support	-	15,000	15,000
Boys & Girls Clubs of Western Pennsylvania, Pittsburgh, Pennsylvania Program support	-	40,000	40,000
Braddock Carnegie Library Association, Braddock, Pennsylvania Capital support	-	50,000	50,000

**ALLEGHENY FOUNDATION**

Schedule of Grants  
As of and for the Year Ended December 31, 2011

	<u>Payable,</u> <u>12/31/10</u>	January 1 to December 31, 2011	<u>Approved</u>	<u>Paid</u>	<u>Payable,</u> <u>12/31/11</u>
Brother's Brother Foundation, Pittsburgh, Pennsylvania General operating support	\$ -	\$	25,000	\$	25,000 \$ -
Brownsville Area Revitalization Corporation, Brownsville, Pennsylvania Capital support and project support	-		72,000		72,000 -
Career Connections Charter High School, Pittsburgh, Pennsylvania Program support	-		3,000		3,000 -
Center for Equal Opportunity, Falls Church, Virginia General operating support	-		25,000		25,000 -
Center for Strategic and International Studies, Washington, D.C. Project support	100,000		100,000		200,000 -
Cincinnati Museum Center, Cincinnati, Ohio Project support	-		10,000		10,000 -
City of McKeesport, McKeesport, Pennsylvania Project support	-		100,000		100,000 -
Cleveland Police Historical Society, Inc., Cleveland, Ohio Project support	-		25,000		25,000 -
Commonwealth Education Organization, Pittsburgh, Pennsylvania General operating support	-		25,000		25,000 -
Counterterrorism and Security Education and Research Foundation, Washington, D.C. General operating support	-		200,000		200,000 -
David Horowitz Freedom Center, Sherman Oaks, California Project support	-		150,000		150,000 -

## ALLEGHENY FOUNDATION

### Schedule of Grants As of and for the Year Ended December 31, 2011

	<u>Payable,</u> <u>12/31/10</u>	January 1 to December 31, 2011	<u>Approved</u>	<u>Paid</u>	<u>Payable,</u> <u>12/31/11</u>
Extra Mile Education Foundation, Inc., Pittsburgh, Pennsylvania					
General operating support	\$ -	\$ 50,000		\$ 50,000	\$ -
Program support	-	10,000		10,000	-
Family Guidance, Inc., Pittsburgh, Pennsylvania					
Program support	-	25,000		25,000	-
Fayette County Community Action Agency, Inc., Uniontown, Pennsylvania					
Program support	-	75,000		75,000	-
Foundation for Free Enterprise Education, Erie, Pennsylvania					
Program support	-	10,000		10,000	-
Foundation for the Defense of Democracies, Inc., Washington, D.C.					
General operating support	-	200,000		200,000	-
Frick Art and Historical Center, Inc., Pittsburgh, Pennsylvania					
General operating support	-	210,000		210,000	-
Friends of the Pittsburgh Urban Forest, Pittsburgh, Pennsylvania					
General operating support	-	25,000		25,000	-
Garden Club of McKeesport, McKeesport, Pennsylvania					
Capital improvements	-	15,000		15,000	-
Goodwill of Southwestern Pennsylvania, Pittsburgh, Pennsylvania					
General operating support	-	50,000		50,000	-
Greater Pittsburgh Community Food Bank, Duquesne, Pennsylvania					
General support	-	150,000		150,000	-
Grove City College, Grove City, Pennsylvania					
Program support	-	50,000		50,000	-

## ALLEGHENY FOUNDATION

### Schedule of Grants As of and for the Year Ended December 31, 2011

	<u>Payable,</u> <u>12/31/10</u>	<u>January 1 to December 31, 2011</u> <u>Approved</u>	<u>Paid</u>	<u>Payable,</u> <u>12/31/11</u>
Guiding Eyes for the Blind, Inc., New York, New York General operating support	\$ -	\$ 25,000	\$ 25,000	\$ -
Imani Christian Academy, Pittsburgh, Pennsylvania Operating support	-	250,000	250,000	-
Light of Life Ministries, Inc., Pittsburgh, Pennsylvania General operating support	-	25,000	25,000	-
Ligonier Valley Rail Road Association, Ligonier, Pennsylvania Project support	-	25,000	25,000	-
Lincoln Institute of Public Opinion Research, Inc., Harrisburg, Pennsylvania General support	-	50,000	50,000	-
Manchester Bidwell Corporation, Pittsburgh, Pennsylvania Capital improvements	75,000	-	75,000	-
Project support	-	100,000	100,000	-
McKeesport Symphony Society, Inc., McKeesport, Pennsylvania General operating support	25,000	25,000	50,000	-
Media Research Center, Alexandria, Virginia General operating support	-	50,000	50,000	-
Mon Yough Community Services, Inc., McKeesport, Pennsylvania Program support	200,000	-	100,000	100,000
National Aviary in Pittsburgh, Inc., Pittsburgh, Pennsylvania Program support	-	20,000	20,000	-

## ALLEGHENY FOUNDATION

### Schedule of Grants As of and for the Year Ended December 31, 2011

	<u>Payable,</u> <u>12/31/10</u>		<u>January 1 to December 31, 2011</u> <u>Approved</u>	<u>Paid</u>	<u>Payable,</u> <u>12/31/11</u>
Pennsylvania Right to Work Defense and Education Foundation, Inc., Harrisburg, Pennsylvania General operating support	\$ -	\$	25,000	\$ 25,000	\$ -
Pennsylvania Trolley Museum, Inc., Washington, Pennsylvania General operating support	-		125,000	125,000	-
Philanthropy Roundtable, Washington, D.C. General support	-		15,000	15,000	-
Pittsburgh History and Landmarks Foundation, Pittsburgh, Pennsylvania Project support	100,000		250,000	350,000	-
Pittsburgh Opera, Inc., Pittsburgh, Pennsylvania General operating support	-		25,000	25,000	-
The Pittsburgh Project, Pittsburgh, Pennsylvania General operating support	-		50,000	50,000	-
River City Brass Band, Pittsburgh, Pennsylvania General operating support	-		60,000	60,000	-
Rosedale Block Cluster, Inc., Pittsburgh, Pennsylvania Program support	-		25,000	25,000	-
The Salvation Army, Western Pennsylvania Division Carnegie, Pennsylvania General operating support	-		25,000	25,000	-
West Pittsburgh Partnership for Regional Development, Inc., Pittsburgh, Pennsylvania General operating support	-		10,000	10,000	-

# ALLEGHENY FOUNDATION

## Schedule of Grants As of and for the Year Ended December 31, 2011

	<u>Payable,</u> <u>12/31/10</u>	<u>January 1 to December 31, 2011</u>		<u>Payable,</u> <u>12/31/11</u>
		<u>Approved</u>	<u>Paid</u>	
Westmoreland County Food Bank, Delmont, Pennsylvania Operating support	\$ -	\$ 75,000	\$ 75,000	\$ -
Westmoreland Museum of Art, Greensburg, Pennsylvania General operating support	-	210,000	210,000	-
Young America's Foundation, Herndon, Virginia Project support	<u>100,000</u>	<u>100,000</u>	<u>100,000</u>	<u>100,000</u>
Total Grants	<u>\$ 600,000</u>	<u>\$ 3,910,000</u>	<u>\$ 4,310,000</u>	<u>\$ 200,000</u>