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

2010

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

For calendar year 2010, or tax year beginning

, and ending

G Check all that apply: Initial return Initial return of a former public charity Final return
 Amended return Address change Name change

Name of foundation

T/U/W JOHN MCKEE DTD 12/8/1899
ARCHBISHOP JUSTIN F. RIGALI, TRUSTEENumber and street (or P O box number if mail is not delivered to street address) Room/suite
C/O R. J. RESSLER, 30 VALLEY STREAM PAR

City or town, state, and ZIP code

MALVERN, PA 19355

H Check type of organization: Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundationI Fair market value of all assets at end of year J Accounting method: Cash Accrual
(from Part II, col (c), line 16) Other (specify)
► \$ 5,044,244. (Part I, column (d) must be on cash basis.)

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)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		145,054.	145,054.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		16,537.			
b Gross sales price for all assets on line 6a	278,500.				
7 Capital gain net income (from Part IV, line 2)			16,537.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		161,591.	161,591.	RECEIVED	0.
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages		20,000.	20,000.		0.
15 Pension plans, employee benefits					
16a Legal fees	STMT 2	7,921.	3,960.		3,961.
b Accounting fees	STMT 3	13,200.	4,200.		9,000.
c Other professional fees					
17 Interest					
18 Taxes					
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings		578.	578.		0.
22 Printing and publications					
23 Other expenses					
24 Total operating and administrative expenses. Add lines 13 through 23		41,699.	28,738.		12,961.
25 Contributions, gifts, grants paid		230,880.			230,880.
26 Total expenses and disbursements. Add lines 24 and 25		272,579.	28,738.		243,841.
27 Subtract line 26 from line 12:		-110,988.			
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)			132,853.		
c Adjusted net income (if negative, enter -0-)				N/A	

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
	1 Cash - non-interest-bearing		15,497.	20,602.	20,602.
	2 Savings and temporary cash investments		2,755.	3,572.	3,572.
	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 ►				
Assets	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments - U.S. and state government obligations				
	b Investments - corporate stock				
	c Investments - corporate bonds				
	11 Investments - land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
	12 Investments - mortgage loans				
	13 Investments - other	STMT 4	4,467,140.	4,350,230.	5,020,070.
	14 Land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
	15 Other assets (describe ►)				
	16 Total assets (to be completed by all filers)		4,485,392.	4,374,404.	5,044,244.
Liabilities	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable				
	22 Other liabilities (describe ►)				
	23 Total liabilities (add lines 17 through 22)		0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds		5,296,670.	5,296,670.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds		-811,278.	-922,266.	
	30 Total net assets or fund balances		4,485,392.	4,374,404.	
	31 Total liabilities and net assets/fund balances		4,485,392.	4,374,404.	

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 4,485,392.
2 Enter amount from Part I, line 27a	2 -110,988.
3 Other increases not included in line 2 (itemize) ►	3 0.
4 Add lines 1, 2, and 3	4 4,374,404.
5 Decreases not included in line 2 (itemize) ►	5 0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6 4,374,404.

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				
b	SEE ATTACHED STATEMENT			
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				
b				
c				
d				
e	278,500.		261,963.	16,537.
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				
b				
c				
d				
e				16,537.
2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	16,537.
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	{ If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 }	3	N/A

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

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

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

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

 Yes No

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

1 Enter the appropriate amount in each column for each year; see 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))
2009	261,115.	4,325,542.	.060366
2008	284,705.	5,293,237.	.053787
2007	293,196.	6,182,877.	.047421
2006	267,553.	5,867,962.	.045596
2005	275,523.	5,765,090.	.047792

2 Total of line 1, column (d)

2 **.254962**

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 **.050992**

4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5

4 **4,754,825.**

5 Multiply line 4 by line 3

5 **242,458.**

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 **1,329.**

7 Add lines 5 and 6

7 **243,787.**

8 Enter qualifying distributions from Part XII, line 4

8 **243,841.**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.	(attach copy of letter if necessary-see instructions)	1,329.
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		
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-)		
3	Add lines 1 and 2		0.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		1,329.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		0.
6	Credits/Payments:		1,329.
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	1,157.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	1,157.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9	172.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be: Credited to 2011 estimated tax ► Refunded ►	11	

Part VII-A Statements Regarding Activities

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?	Yes	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? <i>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.</i>	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. ► \$ <u>0.</u> (2) On foundation managers. ► \$ <u>0.</u>		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ <u>0.</u>		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	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? <i>If "Yes," attach a conformed copy of the changes</i>	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? <i>If "Yes," attach the statement required by General Instruction T</i>	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? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	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? <i>If "No," attach explanation</i>	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 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	X	
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	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 acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?

12 X

13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A

13 X

14 The books are in care of ► RUSSELL J. RESSLER, ESQUIRE Telephone no. ► (484) 323-1346
Located at ► 30 VALLEY STREAM PARKWAY, MALVERN, PA ZIP+4 ► 19355

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 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?

16 Yes X

See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►

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?
- (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
- (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
- (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
- (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)?
- (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 X No Yes X No Yes X No Yes X No Yes X No**N/A**1b

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 page 22 of the instructions)?

►

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 2010?

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)):

 Yes X No

a At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010?

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/A2b

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 X No

b If "Yes," did it have excess business holdings in 2010 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 2010.)

N/A3b

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 2010?

4b X

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))?

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

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

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

(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 Yes No Yes No Yes No Yes No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations

section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

►

5b

Organizations relying on a current notice regarding disaster assistance check here

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

N/A

 Yes No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on
a personal benefit contract? Yes No

6b

X

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

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

 Yes No

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 5		0.	0.	0.

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

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

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

►

0

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

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

Total number of others receiving over \$50,000 for professional services
► 0
Part IX-A **Summary of Direct Charitable Activities**

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

Expenses

1	N/A	
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		
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	4,790,352.
b	Average of monthly cash balances	1b	36,882.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	4,827,234.
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	4,827,234.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	72,409.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,754,825.
6	Minimum investment return. Enter 5% of line 5	6	237,741.

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	237,741.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	1,329.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,329.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	236,412.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	236,412.
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	236,412.

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	243,841.
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	243,841.
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	1,329.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	242,512.

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 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				236,412.
2 Undistributed income, if any, as of the end of 2010			60,337.	
a Enter amount for 2009 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009				
f Total of lines 3a through e		0.		
4 Qualifying distributions for 2010 from Part XII, line 4: ► \$ 243,841.			60,337.	
a Applied to 2009, but not more than line 2a				
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 2010 distributable amount				183,504.
e Remaining amount distributed out of corpus		0.		
5 Excess distributions carryover applied to 2010 (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		0.		
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr.				0.
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				52,908.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)		0.		
8 Excess distributions carryover from 2005 not applied on line 5 or line 7		0.		
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a		0.		
10 Analysis of line 9:				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010				

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 2010, enter the date of the ruling ►

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

	Prior 3 years				(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
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 the 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 of the person to whom applications should be addressed:

GEORGE S. FORDE, JR., EXECUTIVE SECRETARY, JOHN MCKEE SCHOLARSHIP COMMITTEE

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

SEE ATTACHED RIDER

c Any submission deadlines:

SEE ATTACHED RIDER

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

SEE ATTACHED RIDER

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
<i>a Paid during the year</i>				
SEE STATEMENT 6				
Total			► 3a	230,880.
<i>b Approved for future payment</i>				
NONE				
Total			► 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.		Unrelated business income		(e) Related or exempt function income	
		(a) Business code	(b) Amount		
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities				145,054.	
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				16,537.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)			0.	0.	161,591.
13 Total. Add line 12, columns (b), (d), and (e)				13	161,591.
(See worksheet in line 13 instructions to verify calculations.)					

Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).
4 , 8	THIS IS A GRANT MAKING FOUNDATION. THIS INCOME ENABLES THE FOUNDATION TO MAKE SCHOLARSHIP GRANTS FOR QUALIFYING INDIVIDUALS PURSUANT TO THE ESTABLISHED SCHOLARSHIP PROCEDURES OF THE FOUNDATION.

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.		

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.

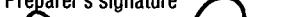
(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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 or fiduciary) is based on all information of which preparer has any knowledge.

**Sign
Here**

and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge

► Justin Care. Rigali | 05/13/2011 ► TRUSTEE
Signature of officer or trustee Date Title

Paid Preparer Use Only	Print/Type preparer's name Russell J. Ressler	Preparer's signature 	Date 05/13/2011	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name ► STRADLEY, RONON, STEVENS & YOUNG, LLP 30 VALLEY STREAM PARKWAY			Firm's EIN ►	
	Firm's address ► MALVERN, PA 19355			Phone no. (610) 640-5800	

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.)
a 2,183.406 SHARES BLACKROCK TOTAL RETURN PORTFOLIO		P		03/24/10
b 484.731 SHARES BLACKROCK INDEX EQUITY PORTFOLIO		P		06/02/10
c 6,881.822 SHARES BLACKROCK INDEX EQUITY PORTFOLIO		P		08/19/10
d 10,084.033 SHARES BLACKROCK TOTAL RETURN PORTFOLI		P		08/19/10
e 785.34 SHARES BLACKROCK TOTAL RETURN PORTFOLIO II		P		09/27/10
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				
(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 20,000.		21,285.		-1,285.
b 10,000.		8,869.		1,131.
c 145,000.		126,003.		18,997.
d 96,000.		98,162.		-2,162.
e 7,500.		7,644.		-144.
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				
b				
c				
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }		2	16,537.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 } 3			N/A	

FORM 990-PF

DIVIDENDS AND INTEREST FROM SECURITIES

STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
PNC BANK	145,054.	0.	145,054.
TOTAL TO FM 990-PF, PART I, LN 4	145,054.	0.	145,054.

FORM 990-PF

LEGAL FEES

STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
STRADLEY, RONON, STEVENS & YOUNG, LLP	7,921.	3,960.		3,961.
TO FM 990-PF, PG 1, LN 16A	7,921.	3,960.		3,961.

FORM 990-PF

ACCOUNTING FEES

STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ARCHDIOCESE OF PHILADELPHIA	13,200.	4,200.		9,000.
TO FORM 990-PF, PG 1, LN 16B	13,200.	4,200.		9,000.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 4

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
BLACKROCK FUNDS INDEX EQUITY PORTFOLIO FUND	COST	2,377,121.	3,130,447.
BLACKROCK TOTAL RETURN PORTFOLIO II	COST	1,973,109.	1,889,623.
TOTAL TO FORM 990-PF, PART II, LINE 13		4,350,230.	5,020,070.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 5

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
JUSTIN F. RIGALI, ARCHBISHOP, ARCHDIOCESE OF PHILADELPHIA, 222 NORTH 17TH ST. PHILADELPHIA, PA 19103	ARCHDIOCESE OF PHILA, TTEE 0.00	0.	0.	0.
RAGAN A. HENRY 505 WALDRON TERRACE MERION, PA 19066	COMMITTEE MEMBER 0.00	0.	0.	0.
CAPTAIN FRANK E. FALCONE, U.S.N.R. COMMITTEE MEMBER 28 BROADACRE DRIVE MOUNT LAUREL, NJ 08054	0.00	0.	0.	0.
FLOYD W. ALSTON 108 EAST SEDGWICK STREET PHILADELPHIA, PA 19119	COMMITTEE MEMBER 0.00	0.	0.	0.
THOMAS F. ROONEY, JR. MSGR. BONNER HIGH SCHOOL, 403 NORTH LANSDALE AVENUE DREXEL HILL, PA 19026	COMMITTEE MEMBER 0.00	0.	0.	0.
JOSEPH L. ZAZYCZNY 345 SENTRY LANE WAYNE, PA 19087	COMMITTEE MEMBER 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 6

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
ARIZONA STATE UNIVERSITY 641 E. VAN BUREN STREET PHOENIX, AZ 85004	N/A INDIVIDUAL STUDENT SCHOLARSHIP GRANT	501 (C)(3) ORGANIZATI	2,500.
ARCADIA UNIVERSITY 450 S. EASTON ROAD GLENDALE, PA 19038	N/A INDIVIDUAL STUDENT SCHOLARSHIP GRANT	501 (C)(3) ORGANIZATI	4,500.
BOSTON UNIVERSITY ONE SILBER WAY BOSTON, MA 02215	N/A INDIVIDUAL STUDENT SCHOLARSHIP GRANTS	501 (C)(3) ORGANIZATI	2,500.
BROWN UNIVERSITY PROVIDENCE, RI 02912	N/A INDIVIDUAL STUDENT SCHOLARSHIP GRANT	501 (C)(3) ORGANIZATI	5,500.
CATHOLIC UNIVERSITY OF AMERICA 620 MICHIGAN AVE, N.E. WASHINGTON, DC 20064	N/A INDIVIDUAL STUDENT SCHOLARSHIP GRANT	501 (C)(3) ORGANIZATI	5,500.
COMMUNITY COLLEGE OF PHILADELPHIA 1700 SPRING GARDEN STREET PHILADELPHIA, PA 19130	N/A INDIVIDUAL STUDENT SCHOLARSHIP GRANT	501 (C)(3) ORGANIZATI	4,250.
DESALES UNIVERSITY 2755 STATION AVENUE CENTER VALLEY, PA 18034	N/A INDIVIDUAL STUDENT SCHOLARSHIP GRANT	501 (C)(3) ORGANIZATI	
DICKINSON UNIVERSITY P.O. BOX 1773 CARLISLE, PA 17013	N/A INDIVIDUAL STUDENT SCHOLARSHIP GRANT	501 (C)(3) ORGANIZATI	10,000.

DREXEL UNIVERSITY 3141 CHESTNUT STREET PHILADELPHIA, PA 19104	N/A INDIVIDUAL STUDENT SCHOLARSHIP GRANTS	501 (C)(3) ORGANIZATI	21,667.
EASTERN UNIVERSITY 1300 EAGLE ROAD ST DAVIDS, PA 19087	N/A INDIVIDUAL STUDENT SCHOLARSHIP GRANT	501 (C)(3) ORGANIZATI	4,500.
FLORIDA INSTITUTE OF TECHNOLOGY 150 W. UNIVERSITY BLVD MELBOURNE, FL 32901	N/A INDIVIDUAL STUDENT SCHOLARSHIP GRANT	501 (C)(3) ORGANIZATI	4,500.
FRANKLIN AND MARSHALL COLLEGE P.O. BOX 3003 LANCASTER, PA 17604	N/A INDIVIDUAL STUDENT SCHOLARSHIP GRANT	501 (C)(3) ORGANIZATI	11,000.
GOUCHE COLLEGE 1021 DULANEY VALLEY ROAD BALTIMORE, MD 21204	N/A INDIVIDUAL STUDENT SCHOLARSHIP GRANT	501 (C)(3) ORGANIZATI	
GROVE CITY COLLEGE 100 CAMPUS DRIVE GROVE CITY, PA 16127	N/A INDIVIDUAL STUDENT SCHOLARSHIP GRANT	501 (C)(3) ORGANIZATI	3,500.
KUTZTOWN UNIVERSITY P.O. BOX 730 KUTZTOWN, PA 19530	N/A INDIVIDUAL STUDENT SCHOLARSHIP GRANT	501 (C)(3) ORGANIZATI	2,500.
HOLY FAMILY COLLEGE 9701 FRANKFORD AVENUE PHILADELPHIA, PA 19114	N/A INDIVIDUAL STUDENT SCHOLARSHIP GRANT	501 (C)(3) ORGANIZATI	10,963.
LASALLE UNIVERSITY 1900 W. OLNEY AVE. PHILADELPHIA, PA 19141	N/A INDIVIDUAL STUDENT SCHOLARSHIP GRANT	501 (C)(3) ORGANIZATI	11,500.
LOYOLA COLLEGE 4501 N. CHARLES STREET BALTIMORE, PA 21210	N/A INDIVIDUAL STUDENT SCHOLARSHIP GRANT	501 (C)(3) ORGANIZATI	2,500.

MILLERSVILLE UNIVERSITY 1 SOUTH GEORGE STREET MILLERSVILLE, PA 17551	N/A INDIVIDUAL STUDENT SCHOLARSHIP GRANT	501 (C)(3) ORGANIZATI	1,750.
ROCHESTER INSTITUTE OF TECHNOLOGY ONE LOMB MEMORIAL DRIVE ROCHESTER, NY 14623	N/A INDIVIDUAL STUDENT SCHOLARSHIP GRANT	501 (C)(3) ORGANIZATI	2,500.
PENNSYLVANIA STATE UNIVERSITY 201 SHIELDS BUILDING UNIVERSITY PARK, PA 16802	N/A INDIVIDUAL STUDENT SCHOLARSHIP GRANTS	501 (C)(3) ORGANIZATI	30,500.
SYRACUSE UNIVERSITY SYRACUSE, NY 13244	N/A INDIVIDUAL STUDENT SCHOLARSHIP GRANT	501 (C)(3) ORGANIZATI	4,500.
TEMPLE UNIVERSITY 1801 N. BROAD STREET PHILADELPHIA, PA 19122	N/A INDIVIDUAL STUDENT SCHOLARSHIP GRANTS	501 (C)(3) ORGANIZATI	15,750.
UNIVERSITY OF DELAWARE NEWARK, DE 19716	N/A INDIVIDUAL STUDENT SCHOLARSHIP GRANT	501 (C)(3) ORGANIZATI	4,500.
UNIVERSITY OF HARTFORD 200 BLOOMFIELD AVE #1 WEST HARTFORD, CT 06117	N/A INDIVIDUAL STUDENT SCHOLARSHIP GRANT	501 (C)(3) ORGANIZATI	4,500.
UNIVERSITY OF MARYLAND 1000 HILLTOP CIRCLE BALTIMORE, MD 21250	N/A INDIVIDUAL STUDENT SCHOLARSHIP GRANT	501 (C)(3) ORGANIZATI	5,500.
UNIVERSITY OF PENNSYLVANIA 3451 WALNUT STREET PHILADELPHIA, PA 19104	N/A INDIVIDUAL STUDENT SCHOLARSHIP GRANT	501 (C)(3) ORGANIZATI	13,000.
STOCKTON COLLEGE OF NJ P.O. BOX 195 POMONA, NJ 08240	N/A INDIVIDUAL STUDENT SCHOLARSHIP GRANT	501 (C)(3) ORGANIZATI	2,500.

UNIVERSITY OF THE ARTS 320 S. BROAD STREET PHILADELPHIA, PA 19102	N/A INDIVIDUAL STUDENT SCHOLARSHIP GRANT	501 (C)(3) ORGANIZATI	5,500.
UNIVERSITY OF THE SCIENCES 600 S. 43RD STREET PHILADELPHIA, PA 19104	N/A INDIVIDUAL STUDENT SCHOLARSHIP GRANT	501 (C)(3) ORGANIZATI	2,500.
URSINUS COLLEGE 601 MAIN STREET COLLEGEVILLE, PA 19426	N/A INDIVIDUAL STUDENT SCHOLARSHIP GRANT	501 (C)(3) ORGANIZATI	
VILLANOVA UNIVERSITY 800 LANCASTER AVENUE VILLANOVA, PA 19085	N/A INDIVIDUAL STUDENT SCHOLARSHIP GRANTS	501 (C)(3) ORGANIZATI	11,500.
WEST CHESTER UNIVERSITY WEST CHESTER, PA 19383	N/A INDIVIDUAL STUDENT SCHOLARSHIP GRANT	501 (C)(3) ORGANIZATI	5,500.
WIDNER UNIVERSITY ONE UNIVERSITY PLACE CHESTER, PA 19013	N/A INDIVIDUAL STUDENT SCHOLARSHIP GRANTS	501 (C)(3) ORGANIZATI	8,000.
WALNUT HILL COLLEGE 4207 WALNUT STREET PHILADELPHIA, PA 19104	N/A INDIVIDUAL STUDENT SCHOLARSHIP GRANT	501 (C)(3) ORGANIZATI	5,500.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			230,880.