Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2011

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

Name of foundation: KEEFE FAMILY FOUNDATION

A Employer identification number: 13-3520397

Number and street (or P O box number if mail is not delivered to street address): 21 AIKEN ROAD — Room/suite:

B Telephone number (see instructions):

City or town, state, and ZIP code: GREENWICH CT 06831

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ $ 6,493,194

J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) (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) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue 1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check ▶ ☐ if the foundation is **not** required to attach Sch. B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	228,857	228,857	228,857	
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	56,048			
b	Gross sales price for all assets on line 6a 668,045				
7	Capital gain net income (from Part IV, line 2)		56,048.00		
8	Net short-term capital gain			79,965	
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss) (attach schedule)	0.00			
11	Other income (attach schedule)				
12	**Total.** Add lines 1 through 11	284,905.00	284,905.00	308,822.00	
Operating and Administrative Expenses 13	Compensation of officers, directors, trustees, etc.				
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)	7,141	7,141	7,141	
b	Accounting fees (attach schedule)	3,650	3,650	3,650	
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions)	7,507	7,507	7,507	
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)	284	284	284	284
24	**Total operating and administrative expenses.** Add lines 13 through 23	18,582.00	18,582.00	18,582.00	284.00
25	Contributions, gifts, grants paid	359,000			359,000
26	**Total expenses and disbursements.** Add lines 24 and 25	377,582.00	18,582.00	18,582.00	359,284.00
27	Subtract line 26 from line 12:				
a	**Excess of revenue over expenses and disbursements**	(92,677.00)			
b	**Net investment income** (if negative, enter -0-)		266,323.00		
c	**Adjusted net income** (if negative, enter -0-)			290,240.00	

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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	103,771	83,946	83,946
2	Savings and temporary cash investments			
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			
10a	Investments—U S. and state government obligations (attach schedule)	96,680	96,680	111,063
b	Investments—corporate stock (attach schedule)	3,476,853		
c	Investments—corporate bonds (attach schedule)	1,503,198		
11	Investments—land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation (attach schedule) ▶			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)		4,954,468	6,101,842
14	Land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶ CDs)	245,000	195,000	196,343
16	**Total assets** (to be completed by all filers—see the instructions. Also, see page 1, item I)	5,425,502	5,330,094	6,493,194
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 (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities** (add lines 17 through 22)	0.00	0.00	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds			
28	Paid-in or capital surplus, or land, bldg., and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds			
30	**Total net assets or fund balances** (see instructions)	5,425,502	5,330,094	
31	**Total liabilities and net assets/fund balances** (see instructions)	5,425,502.00	5,330,094.00	

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	5,425,502
2	Enter amount from Part I, line 27a	2	(92,677.00)
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	5,332,825.00
5	Decreases not included in line 2 (itemize) ▶	5	2,731
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	5,330,094.00

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	SEE ATTACHMENT	P	VAR	VAR
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				56,048
b				
c				
d				
e				

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

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

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 } **2** 56,048

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) (see instructions). If (loss), enter -0- in Part I, line 8 . . . . . **3** 79,965

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	326,217	6,596,245	0.0495
2009	335,427	5,883,470	0.0570
2008	375,345	7,364,284	0.0510
2007	434,175	7,930,007	0.0548
2006	429,135	8,141,443	0.0527

2	**Total** of line 1, column (d)	2	0.2650
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	0.0530
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	6,799,207
5	Multiply line 4 by line 3	5	360,358
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2,663
7	Add lines 5 and 6	7	363,021.00
8	Enter qualifying distributions from Part XII, line 4	8	359,284

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b		1	5,326
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b).			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3	Add lines 1 and 2		3	5,326.00
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-		5	5,326.00
6	Credits/Payments:			
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a 5,200		
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	5,200.00
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ 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	126.00
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	0.00
11	Enter the amount of line 10 to be: **Credited to 2012 estimated tax** ▶ **Refunded** ▶		11	0.00

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	*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*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ ______ **(2)** On foundation managers. ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		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?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NEW YORK			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	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 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶

14 The books are in care of ▶ STEVEN M. LEICHT Telephone no. ▶ 212-921-5777
Located at ▶ 570 7TH AVE., SUITE 1804, NEW YORK, NY ZIP+4 ▶ 10018

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

			Yes	No
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?	16		X
	See 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? ☐ 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)?	1b		
	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?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 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 ▶ 20___, 20___, 20___, 20___			
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.)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20___, 20___, 20___, 20___			
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.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		X

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

			Yes	No
5a	During the year did the foundation pay or incur any amount to:			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No			
	(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No			
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No			
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	**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? ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No			
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	**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 (see instructions).

(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 ATTACHED STATEMENT				

2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). 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
Total number of other employees paid over $50,000 ▶				

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
NONE		
Total number of others receiving over $50,000 for professional services ▶		

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
2	
3	
4	

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 NONE	
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 ▶	0.00

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	6,729,282
b	Average of monthly cash balances	1b	153,162
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	6,882,444.00
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	
3	Subtract line 2 from line 1d	3	6,882,444.00
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see instructions)	4	103,237
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,779,207.00
6	**Minimum investment return.** Enter 5% of line 5	6	338,960

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	338,960
2a	Tax on investment income for 2011 from Part VI, line 5	2a	5,326		
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	5,326.00
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	333,634.00
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	333,634.00
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	333,634.00

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	359,284
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	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	359,284.00
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	2,663
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	356,621.00

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
1 Distributable amount for 2011 from Part XI, line 7					333,634.00
2 Undistributed income, if any, as of the end of 2011:					
a Enter amount for 2010 only					
b Total for prior years. 20___, 20___, 20___					
3 Excess distributions carryover, if any, to 2011:					
a From 2006	32,946				
b From 2007	49,055				
c From 2008	13,146				
d From 2009	45,967				
e From 2010	1,510				
f **Total** of lines 3a through e		142,624.00			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ $ 359,284					
a Applied to 2010, but not more than line 2a					
b Applied to undistributed income of prior years (Election required—see instructions)					
c Treated as distributions out of corpus (Election required—see instructions)					
d Applied to 2011 distributable amount					333,634
e Remaining amount distributed out of corpus		25,650			
5 Excess distributions carryover applied to 2011 *(If an amount appears in column (d), the same amount must be shown in column (a).)*					
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		168,274.00			
b Prior years' undistributed income. Subtract line 4b from line 2b			0.00		
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					
d Subtract line 6c from line 6b. Taxable amount—see instructions			0.00		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount—see instructions				0.00	
f *Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012*					0.00
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)					
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)		32,946			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a		135,328.00			
10 Analysis of line 9.					
a Excess from 2007	49,055				
b Excess from 2008	13,146				
c Excess from 2009	45,967				
d Excess from 2010	1,510				
e Excess from 2011	25,650				

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

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)

	Tax year	Prior 3 years			
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					0.00
b 85% of line 2a	0.00	0.00	0.00	0.00	0.00
c Qualifying distributions from Part XII, line 4 for each year listed					0.00
d Amounts included in line 2c not used directly for active conduct of exempt activities					0.00
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	0.00	0.00	0.00	0.00	0.00
3 Complete 3a, b, or c for the alternative test relied upon.					
a "Assets" alternative test—enter. (1) Value of all assets					0.00
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0.00
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0.00
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)					0.00
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0.00
(3) Largest amount of support from an exempt organization					0.00
(4) Gross investment income					0.00

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

1 Information Regarding Foundation Managers:

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

NONE

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

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:

SEE ATTACHED STATEMENT

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE ATTACHED STATEMENT			TO PERMIT VARIOUS DONEES TO CARRYOUT THEIR CHARITABLE PURPOSES	359,000
Total ▶ 3a				359,000.00
b *Approved for future payment*				
Total ▶ 3b				0.00

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income (See instructions.)
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					
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					
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)		0.00		0.00	0.00

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 0.00

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions.)
	NONE

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.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

Sign Here

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

Signature of officer or trustee | Date 5/8/2012 | Title President

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
STEVEN M LEICHT		5/4/12		P00848227
Firm's name ▶ LEICHT & REIN TAX ASSOCIATES, LTD.			Firm's EIN ▶ 22-2760934	
Firm's address ▶ 570 7TH AVE, STE. 1804 NY, NY 10018			Phone no 212-921-5777	

KEEFE FAMILY FOUNDATION
EIN: 13-3520397
2011

Part XV - Contributions Paid

Boston Latin School	$	58,000
Brunswick School		15,000
Franklin Park Conservatory		10,000
Friends of Green Chimneys		25,000
Hudson School		55,000
Lafayette College		20,000
Long Island Caddie Scholarship		8,000
Nationwide Childrens Hospital Foundation		25,000
Ronald McDonald House - Central Ohio		25,000
Ronald McDonald House - Rochester, Minnesota		50,000
The Maritime Aquarium		10,000
Wheaton College		33,000
Wildlife Conservation Society		25,000
	$	359,000

KEEFE FAMILY FOUNDATION
EIN: 13-3520397
2011

Part I - Line 16

(a) Gilbride, Tusa, Last & Spellance - Legal fees	$	7,141
(b) Leicht & Rein Tax Assoc., Ltd. - Accounting fees		3,650
	$	10,791

Part I - Line 18 Taxes

Federal excise tax	$	7,237
NYS filing fee		250
Foreign taxes		20
	$	7,507

Part I - Line 23 - Other Expenses

Investment fees	$	284
	$	284

KEEFE FAMILY FOUNDATION
EIN 13-3520397
2011

Part VIII - Line 1

Anita Keefe c/o Keefe Foundation	President/ Director	0	0	0
Harry Keefe III c/o Keefe Foundation	VP/ Director	0	0	0
Kathleen Raffel c/o Keefe Foundation	Sec/Treasury Director	0	0	0
Corey Raffel c/o Keefe Foundation	Director	0	0	0
Carol A. Keefe c/o Keefe Foundation	Director	0	0	0

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STATE OF NEW YORK, DEPARTMENT OF LAW
CHARITIES BUREAU
120 BROADWAY - 3RD FL , NEW YORK, N Y 10271

EIN 13-3520397

KEEFE FAMILY FOUNDATION
NAME OF ORGANIZATION

SECURITIES SCHEDULE

DECEMBER 31, 2011
CALENDAR OR OTHER FISCAL YEAR

DATE ACQUIRED	TYPE AND NAME OF SECURITY	INVENTORY BEGINNING OF PERIOD SHARES OR PRINCIPAL	COST OR ACQUISITON VALUE	PURCHASES OR OTHER ACQUISITIONS NUMBER SHARES	COST SHARES	GROSS COST	SALES OR OTHER DISPOSITIONS NO OF SHARES	PRICE SHARES	GROSS SELLING PRICE	DATE SOLD	AMOUNT GAIN OR LOSS	INVENTORY END OF PERIOD NO OF SHARES OR PRINCIPAL	COST OR ACQUISITION VALUE	MARKET VALUE
5/94-6/99	BANK OF NEW York MELLON	27,717	479,229									27,717	479,229	551,845
3/21/2002	BERKSHIRE HATHAWAY - CLASS B	4,700	226,916									4,700	226,916	358 610
9/27/2002	DOMINION RES INC	800	19 706									800	19,706	42,464
9/27/2002	DUKE ENERGY CORP	1,000	11,460									1,000	11,460	22,000
3/21/2002	EXXON MOBIL CORP	5,500	238,975									5,500	238,975	466,180
9/27/2002	NEXTRA ENERGY	800	20,706									800	20,706	48,704
8/25/2003	MEDCO HEALTH SOLUTIONS	820	0									820	-	45 838
3/21/2002	MERCK & CO INC	3,400	196,316									3,400	196,316	128 180
3/21/2002	PLUM CREEK TIMBER	5,000	148,450									5,000	148 450	182,800
6/00-1/01	STATE STREET CORP	4,000	211,840									4,000	211 840	161,240
6/2/2003	TECO ENERGY INC	1 500	20,129									1,500	20,129	28 710
8/26/2002	TRAVELERS COS INC	84	1,772									84	1,772	4 970
8/26/2002	TRAVELERS COS INC	172	3,928									172	3,928	10,177
9/27/2002	SPECTRA ENERGY	500	8,261									500	8,261	15 375
5/13/2002	BELLSOUTH CORP	100,000	99,761				100,000		100,000	10/17/2011	239			
5/13/2002	CREDIT SUISSE FB USA INC	100 000	97 924				100,000		100,000	11/15/2011	2,076			
8/22/2002	MBIA INC	50,000	50,000									50,000	50,000	36,473

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5/13/2002	SBC COMMUNICATIONS INC	100,000	100,690				100,000		100 000	3/15/2011	(690)			
5/13/2003	NM GENERAL MTRS ACCEPT	50,000	50,000									50,000	50,000	49,355
5/15/2003	NM GENERAL ELEC CAP CORP	50 000	50,000									50,000	50,000	50 017
5/13/2003	NM SLM CORP 4/2023	100,000	100,000									100,000	100,000	84 761
6/25/2003	FORD MOTOR CO SR NOTES - 7 50%	1,000	25 000									1,000	25 000	26,440
5/94-4/97	WELLS FARGO & CO	26 000	306,971									26,000	306,971	716 560
1/23/2004	NM SLM CORP 3/2019	50,000	50 000									50,000	50,000	43,892
3/30/2004	COHEN & STEERS SELECT INFRASTRUCTURE	3,000	43 951									3,000	43,951	47,400
11/1/2004	BANK OF AMERICA - SER #1	700	16 791				700		9 111	8/16/2011	(7,680)			
3/11/2005	U S TRSY NOTE 2/15/2015	100,000	96,680									100,000	96,680	111,063
2/10/2005	UNISOURCE ENERGY	1 000	31,218									1,000	31 218	36 920
3/21/2002	PROCTER & GAMBLE	5,975	210,381									5 975	210,381	398,592
3/7/2005	Bank of America PFD - SER #2	2 000	50 000				1,000		13,048	8/16/2011	(11,952)	1,000	25,000	13,730
9/7/2006	CITIGROUP CAP TRUST XV	1 000	25 000									1,000	25,000	21 790
7/26/2006	BAC CAP TR 6 875% 8/2/55	800	20,000									800	20,000	16,160
1/3/2006	BANK OF AMERICA 7 25%	3,333	81,372									3,333	81,372	18,532
12/18/2009	Luminex Corp	3,000	44,641									3,000	44,641	63,690
12/18/2009	Phillip Morris Corp	2 000	100,969									2,000	100,969	156 960

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NAME OF ORGANIZATION

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		INVENTORY BEGINNING OF PERIOD		PURCHASES OR OTHER ACQUISITIONS			SALES OR OTHER DISPOSITIONS					INVENTORY END OF PERIOD		
DATE ACQUIRED	TYPE AND NAME OF SECURITY	SHARES OR PRINCIPAL	COST OR ACQUISITON VALUE	NUMBER SHARES	COST SHARES	GROSS COST	NO OF SHARES	PRICE SHARES	GROSS SELLING PRICE	DATE SOLD	AMOUNT GAIN OR LOSS	NO OF SHARES OR PRINCIPAL	COST OR ACQUISITION VALUE	MARKET VALUE
12/18/2009	Phillip Morris Corp	500	25,316									500	25,316	39 240
6/15/2007	CENTERSTATE BKS FLA INC*	2 263	37,837									2,263	37,837	14,981
6/15/2007	TIB FINANCIAL CORP FLA*	19	26,729	182		-						201	26,729	1,809
7/16/2007	PPL CAPITAL FUNDING 6 85%	3,000	75,000									3,000	75,000	78,000
8/2/2007	FORD MOTOR CO 7 5%	100	1,864									100	1,864	2,644
5/12/2009	VEECO INSTRUMENTS INC	1,200	10,384									1,200	10 384	24,960
8/8/2007	FORD MOTOR CO 7 5%	900	16,493									900	16,493	23,796
8/8/2007	FIFTH THIRD CAP TRUST V	4 000	100,000									4 000	100 000	101,200
10/4/2007	ING GROUP NV 7 35%	1 000	25,000									1,000	25,000	18,430
9/21/2007	AEGON NV PFD 7 25%	2,000	50 000									2,000	50,000	44 200
10/10/2007	KIMCO REALTY CORP	2,000	50,000									2,000	50 000	51 500
11/15/2007	DEUTSCHE BANK CAP 7 350%	4,000	100,000									4,000	100,000	80,840
1/20/1998	Bank of America	1 000	26,919									1 000	26,919	5,566
11/19/2007	FORD MOTOR CO	4,000	32,763									4,000	32,763	43,040
11/20/2007	BANK OF AMERICA SER J - 7 25%	4 000	100,000				4 000		97,555	7/26/2011	(2,445)			
8/5/2009	JetBlue Airways	2 000	10,567									2 000	10 567	10 400
10/13/2009	Altria Group	2,000	35 825									2,000	35,825	59 300
2/20/2008	DB CONT 7 60% CAP TRUST III	2,000	50,000									2,000	50,000	43,260
2/20/2008	DB CONT 7 60% CAP TRUST III	2,000	50 000				2,000		46 535	8/16/2011	(3 465)			

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DATE ACQUIRED	TYPE AND NAME OF SECURITY	SHARES OR PRINCIPAL	COST OR ACQUISITON VALUE	NUMBER SHARES	COST SHARES	GROSS COST	NO OF SHARES	PRICE SHARES	GROSS SELLING PRICE	DATE SOLD	AMOUNT GAIN OR LOSS	NO OF SHARES OR PRINCIPAL	COST OR ACQUISITION VALUE	MARKET VALUE
4/11/2008	BARCLAYS BANK 8 125% PFD	1 000	25,000									1 000	25,000	22 280
2/13/2008	PNC CAPITAL TRUST 7 75% PFD	2,000	50 000									2,000	50,000	52,260
3/4/2008	SUNTRUST CAPITAL IX TRUST 7 875%	1 000	25 000									1,000	25,000	25,300
10/21/2008	DIGIMARC CORP	428	-									428	-	10 225
1/23/2009	GE Capital Financial 2 85%	95,000	95 000									95,000	95,000	95,068
4/15/2009	AMEX - CD - 3 10% 4/15/13	50,000	50 000									50 000	50,000	51,041
4/14/2009	CIT Bank - CD 2 85% 4/16/12	50 000	50 000									50 000	50 000	50,234
4/15/2009	AMEX - CD - 2 15% 4/15/11	50,000	50 000				50 000		50 000	4/15/2010	-			
5/12/2009	General Electric	2,000	28 891									2,000	28,891	35,820
5/22/2009	Bank of America	2 500	25,000									2,500	25,000	13 900
4/27/2010	Chubb Corp	500	26 321									500	26,321	34,610
4/27/2010	Nextera Energy (Formerly FPL)	500	25,563									500	25,563	30,440
4/27/2010	Waste Management	800	28 378									800	28,378	26 168
6/8/2010	Intel Corp	1,000	21,986									1,000	21 986	24,250
6/8/2010	Microsoft Corp	1,000	27 061									1,000	27,061	25,960
6/8/2010	PPL Corp	1,000	26 163									1,000	26,163	29 420
10/19/2010	Petrohawk Energy	1,000	18 048						37,854	7/25/2011	19,806			

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4/13/2010	Public Storage PFD	2,000	50,000									2,000	50,000	57,320
4/27/2010	Chubb Corp	1,500	78,695									1,500	78,695	103,830
4/27/2010	Nextera Energy (Formerly FPL)	800	40 995									800	40,995	48,704
4/27/2010	Ford Motor	1 000	14,368									1,000	14,368	10,760
4/27/2010	Waste Management	2,000	71,032									2,000	71,032	65 420
5/26/2010	Globecomm System	4,000	32,210									4 000	32,210	54,720
5/26/2010	PPL Corp	1,500	37,548									1 500	37,548	44,130
7/12/2010	Baxter Int'l	500	21,466									500	21,466	24,740
7/12/2010	Portland Gen Electric	1,000	18,858									1,000	18,858	25 290
7/12/2010	Spectra Energy	1,000	21,059									1 000	21 059	30,750
9/3/2010	Coca Cola	1 000	56,286									1,000	56,286	69 970
9/3/2010	JetBlue Airways	2,000	11 791									2,000	11,791	10,400
9/3/2010	National Grid PLC	2,000	85,484									2,000	85,484	96,960
9/3/2010	Service Corp	5,000	39,776									5,000	39,776	53,250
10/19/2010	Avon Products	1,500	52,235									1,500	52,235	26,205
10/19/2010	Petrohawk Energy	3 000	53,783						75,942 38,000	7/26/2011 8/16/2011	60,159			
4/13/2011	Vornado Realty Tr Ser J 6 875%	2,000	50,000									2 000	50 000	53,780
7/20/2011	Cisco Systems	800	12,946									800	12,946	14 464

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8/16/2011	Cisco Systems	1,500	24 265									1 500	24,265	27 120
7/20/2011	News Corp	1,000	16,722									1 000	16,722	18,180
7/26/2011	News Corp	2,500	43,185									2,500	43,185	45,450
3/17/2011	Pfizer Inc	1 500	29,831									1,500	29,831	32,460
3/22/2011	Pfizer Inc	2,000	39,786									2,000	39 786	43,280
8/22/2011	Veeco Instruments	700	24,305									700	24,305	14,560
3/17/2011	Vodafone	1,000	28,124									1,000	28,124	28 030
3/22/2011	Vodafone	1,500	42,206									1,500	42 206	42,045
3/22/2011	Eli Lilly	1,000	34 368									1 000	34 368	41 560
7/26/2011	Kimberly Clark	1 000	68,017									1,000	68 017	73,560
8/16/2011	Cablevision	1,500	26,749									1,500	26,749	21,330
8/6/2011	Intel	1,000	20,734									1,000	20,734	24,250
8/16/2011	Microsoft	1,000	25,176									1,000	25,176	25,960
9/15/2011	Digital Realty Trust	2,000	50,000									2,000	50,000	51,200
	TOTAL								$ 668,045		$ 56,048		$ 5,246,148	$ 6,409,248