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Form 990-PF

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 01-01-2011, and ending 12-31-2011

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 **A** Employer identification number
 ALFRED LEE AND PETER MAYER FOUNDATION 23-7063834

Number and street (or P O box number if mail is not delivered to street address) **B** Telephone number (see page 10 of the instructions)
 C/O LH FRISHKOFF 529 5TH AVE NO 901 (212) 808-0070

City or town, state, and ZIP code
 NEW YORK, NY 10017

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) **J** Accounting method **K** Cash **L** Accrual
 Other (specify) (Part I, column (d) must be on cash basis.)

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

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 page 11 of the 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)	35,000		
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.	21,527	21,527	
5a	Gross rents			
b	Net rental income or (loss)			
6a	Net gain or (loss) from sale of assets not on line 10	106,724		
b	Gross sales price for all assets on line 6a 1,548,540			
7	Capital gain net income (from Part IV, line 2) . . .		106,724	
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)	819	819	
11	Other income (attach schedule)			
12	Total. Add lines 1 through 11	164,070	129,070	

Revenue	13 Compensation of officers, directors, trustees, etc	1,000	500	500
Operating and Administrative Expenses	14 Other employee salaries and wages			
	15 Pension plans, employee benefits			
	16a Legal fees (attach schedule)			
	b Accounting fees (attach schedule)	2,018	1,009	1,009
	c Other professional fees (attach schedule)			
	17 Interest			
	18 Taxes (attach schedule) (see page 14 of the instructions)	170	170	0
	19 Depreciation (attach schedule) and depletion . . .			
	20 Occupancy			
	21 Travel, conferences, and meetings			
	22 Printing and publications			
	23 Other expenses (attach schedule)	12,516	10,688	1,828
	24 Total operating and administrative expenses.			
	Add lines 13 through 23	15,704	12,367	3,337
	25 Contributions, gifts, grants paid	46,030		46,030
	26 Total expenses and disbursements. Add lines 24 and 25	61,734	12,367	49,367
	27 Subtract line 26 from line 12			
	a Excess of revenue over expenses and disbursements	102,336		
	b Net investment income (if negative, enter -0-) . . .		116,703	
	c Adjusted net income (if negative, enter -0-) . . .			

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	39,917	946,413	946,413
2	Savings and temporary cash investments	2,232		
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 page 15 of the instructions)			
7	Other notes and loans receivable (attach schedule) ► 33,106	0	33,106	33,106
	Less allowance for doubtful accounts ►	0		
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments—U S and state government obligations (attach schedule)			
b	Investments—corporate stock (attach schedule)	10,198	50,076	91,172
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)	920,589	33,209	39,334
14	Land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
15	Other assets (describe ►)			
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	972,936	1,062,804	1,110,025
Liabilities				
17	Accounts payable and accrued expenses	39,415	26,947	
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)	39,415	26,947	
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	0	0	
28	Paid-in or capital surplus, or land, bldg, and equipment fund	0	0	
29	Retained earnings, accumulated income, endowment, or other funds	933,521	1,035,857	
30	Total net assets or fund balances (see page 17 of the instructions)	933,521	1,035,857	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	972,936	1,062,804	

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	933,521
2	Enter amount from Part I, line 27a	2	102,336
3	Other increases not included in line 2 (itemize) ►	3	0
4	Add lines 1, 2, and 3	4	1,035,857
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	1,035,857

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.)
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1a See Additional Data Table

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)
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a See Additional Data Table

b

c

d

e

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

(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
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a See Additional Data Table

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	106,724
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 pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8	3	

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 page 18 of 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	63,747	1,012,843	0 062939
2009	59,510	924,727	0 064354
2008	73,088	1,308,913	0 055839
2007	65,786	1,423,515	0 046214
2006	57,795	1,397,463	0 041357

2 Total of line 1, column (d).	2	0 270703
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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 054141
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4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4	1,100,895
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5 Multiply line 4 by line 3.	5	59,604
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6 Enter 1% of net investment income (1% of Part I, line 27b).	6	1,167
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7 Add lines 5 and 6.	7	60,771
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8 Enter qualifying distributions from Part XII, line 4.	8	49,367
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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 on page 18.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1		1	2,334
	Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input 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-)		2	0
3	Add lines 1 and 2.		3	2,334
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	2,334
6	Credits/Payments			
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	1,911	
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c	800	
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments Add lines 6a through 6d.		7	2,711
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	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	377
11	Enter the amount of line 10 to be Credited to 2012 estimated tax <input type="checkbox"/>	377	Refunded <input type="checkbox"/>	11 0

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 page 19 of the instructions for definition)?		Yes	No
	<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>			
1c	Did the foundation file Form 1120-POL for this year?		Yes	No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year			
	(1) On the foundation <input type="checkbox"/> \$ _____ 0 (2) On foundation managers <input type="checkbox"/> \$ _____ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?		Yes	No
	<i>If "Yes," attach a detailed description of the activities.</i>			
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>		Yes	No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?		Yes	No
b	If "Yes," has it filed a tax return on Form 990-T for this year?		Yes	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?		Yes	No
	<i>If "Yes," attach the statement required by General Instruction T.</i>			
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?			
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>		Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input type="checkbox"/> NY			
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>		Yes	
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 on page 27)? <i>If "Yes," complete Part XIV</i>		Yes	No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		Yes	No

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 page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ► N/A				
14	The books are in care of ► LH FRISHKOFF CO LLP Located at ► 529 FIFTH AVENUE NEW YORK NY	Telephone no ► (212) 808-0070 ZIP +4 ► 10017		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ►	15		
16	and enter the amount of tax-exempt interest received or accrued during the year ►	16	Yes	No
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?				
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 page 20 of the instructions)?	1b	Yes
c	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	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?	2a	
	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 page 20 of the 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?	3a	
	► 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	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?	4b	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 propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 page 22 of the instructions).	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	<input checked="" type="checkbox"/>	5b	
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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b	No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			
	<i>If "Yes" to 6b, file Form 8870.</i>			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		7b	
b	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 page 22 of the 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
PETER M MAYER LHFRISHKOFF CO 529 5TH AVE 9TH FL NEW YORK, NY 10017	TRUSTEE 2 00	0	0	0
LIESE M MAYER LHFRISHKOFF CO 529 5TH AVE 9TH FL NEW YORK, NY 10017	TRUSTEE 4 00	1,000	0	0

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the 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
NONE				
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 page 23 of the instructions). If none, enter "NONE"

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

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.

1	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments** (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and

1	
2	
All other program-related investments See page 24 of the instructions	
3	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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	774,882
b	Average of monthly cash balances.	1b	342,778
c	Fair market value of all other assets (see page 24 of the instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	1,117,660
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	1,117,660
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	16,765
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,100,895
6	Minimum investment return. Enter 5% of line 5.	6	55,045

Part XI Distributable Amount (see page 25 of the 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	55,045
2a	Tax on investment income for 2011 from Part VI, line 5.	2a	2,334
b	Income tax for 2011 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	2,334
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	52,711
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	52,711
6	Deduction from distributable amount (see page 25 of the instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	52,711

Part XII Qualifying Distributions (see page 25 of the 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	49,367
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	3a	
a	Suitability test (prior IRS approval required).	3b	
b	Cash distribution test (attach the required schedule).	4	49,367
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	5	
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 page 26 of the instructions).	6	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.		49,367

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 page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				52,711
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only.			30,861	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2011				
a From 2006.				
b From 2007.				
c From 2008.				
d From 2009.				
e From 2010.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2011 from Part XII, line 4 ► \$ _____ 49,367				
a Applied to 2010, but not more than line 2a			30,861	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions). . . .	0			
d Applied to 2011 distributable amount.			18,506	
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2011 (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 page 27 of the instructions		0		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011.				34,205
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions).	0			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions).	0			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2007.				
b Excess from 2008.				
c Excess from 2009.				
d Excess from 2010.				
e Excess from 2011.				

Part XIV Private Operating Foundations (see page 27 of the 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. <input type="text"/>			
b	Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)			
2a	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 organization had \$5,000 or more in assets at any time during the year—see page 27 of 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))

PETER M MAYER

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 page 28 of the 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

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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			► 3a	46,030
b Approved for future payment				
Total			► 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income	Excluded by section 512, 513, or 514	(e) Related or exempt function income (See page 28 of the instructions)	
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount
1	Program service revenue				
a					
b					
c					
d					
e					
f					
g	Fees and contracts from government agencies				
2	Membership dues and assessments.				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities.				
5	Net rental income or (loss) from real estate			14	21,527
a	Debt-financed property				
b	Not debt-financed property				
6	Net rental income or (loss) from personal property				
7	Other investment income.			14	819
8	Gain or (loss) from sales of assets other than inventory			18	106,724
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		129,070
13	Total. Add line 12, columns (b), (d), and (e).			13	129,070
(See worksheet in line 13 instructions on page 28 to verify calculations.)					

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

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 or

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.

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		
<p>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</p>				
<p>***** Signature of officer or trustee</p>	<p>2012-09-25 Date</p>	<p>***** Title</p>		
<p>Sign Here Paid Preparer's Use Only</p>	<p>Preparer's Signature ► CHARLES FAZIO CPA</p>	<p>Date</p>	<p>Check if self- employed ►</p>	<p>PTIN P00968468</p>
	<p>Firm's name ► LH FRISHKOFF & CO LLP</p>	<p>Firm's EIN ► 13-1974820</p>		
	<p>529 FIFTH AVE 9TH FLOOR</p>	<p>Phone no (212) 808-0070</p>		
	<p>Firm's address ► NEW YORK, NY 100174608</p>			

May the IRS discuss this return with the preparer shown above? See instructions **Yes** **No**

2011

Schedule B
(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

► Attach to Form 990, 990-EZ, or 990-PF.

Name of organization

ALFRED LEE AND PETER MAYER FOUNDATION

Employer identification number

23-7063834

Organization type (check one)

Filers of:**Section:**

Form 990 or 990-EZ

501(c)() (enter number) organization
 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
 527 political organization

Form 990-PF

501(c)(3) exempt private foundation
 4947(a)(1) nonexempt charitable trust treated as a private foundation
 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions

General Rule—

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor Complete Parts I and II

Special Rules

For a section 501(c)(3) organization filing Form 990 or 990-EZ, that met the 33^{1/3}% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of **(1)** \$5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

For a section 501(c)(7), (8), or (10) organization filing Form 990, or 990-EZ, that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III

For a section 501(c)(7), (8), or (10) organization filing Form 990, or 990-EZ, that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not aggregate to more than \$1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc , contributions of \$5,000 or more during the year ► \$ _____

Caution. An Organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box in the heading of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization
 ALFRED LEE AND PETER MAYER FOUNDATION
Employer identification number

23-7063834

Part I **Contributors** (see Instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	PETER MAYER 426 WEST BROADWAY NEW YORK, NY 10012	\$ <u>35,000</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
		\$ <u> </u>	(Complete Part II if there is a noncash contribution)
		\$ <u> </u>	(Complete Part II if there is a noncash contribution)
		\$ <u> </u>	(Complete Part II if there is a noncash contribution)
		\$ <u> </u>	(Complete Part II if there is a noncash contribution)
		\$ <u> </u>	(Complete Part II if there is a noncash contribution)

Name of organization
 ALFRED LEE AND PETER MAYER FOUNDATION

Employer identification number

23-7063834

Part III <i>Exclusivel/y religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year. (Complete columns (a) through (e) and the following line entry) For organizations completing Part III, enter the total of exclusivel/y religious, charitable, etc , contributions of \$1,000 or less for the year (Enter this information once See instructions) ► \$ Use duplicate copies of Part III if additional space is needed</i>			
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
<hr/> <hr/> <hr/>			
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
<hr/> <hr/>		<hr/> <hr/>	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
<hr/> <hr/> <hr/>			
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
<hr/> <hr/>		<hr/> <hr/>	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
<hr/> <hr/> <hr/>			
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
<hr/> <hr/>		<hr/> <hr/>	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
<hr/> <hr/> <hr/>			
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
<hr/> <hr/>		<hr/> <hr/>	

Additional Data

Software ID:

Software Version:

EIN: 23-7063834

Name: ALFRED LEE AND PETER MAYER FOUNDATION

Form 990PF - Special Condition Description:

Special Condition Description

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
574 014 HENDERSON GLOBAL INVESTORS INTL OP FD A	P		2011-03-29
755 316 JOHN HANCOCK CLASSIC VALUE FD CL A	P		2011-03-29
544 663 JP MORGAN MID CAP VALUE FD CL A	P		2011-03-29
319 868 OPPENHEIMER MAIN STREET SMALL & MID CAP FUND A	P	2010-08-31	2011-03-29
400 571 FT TEMPLETON GLOBAL BOND FD CL A	P		2011-02-24
455 332 PIMCO REAL RETURN FD CL A	P		2011-02-24
2,646 426 UBS DYNAMIC ALPHA FUND CL A	P		2011-02-24
15 217 WELLS FARGO	P	2007-12-27	2011-07-22
150 879 UBS GLOBAL ALLOCATION FD CL A	P		2011-11-03
3,245 697 UBS GLOBAL ALLOCATION FD CL A	P		2011-11-03
1,700 UNITS CLAYMR CL END INFRA & MLP	P	2009-08-12	2011-02-24
1,368 UNITS CLAYMR CL END INFRA & MLP	P		2011-05-10
31,640 UNITS CLAYMR CL END INFRA & MLP	P	2009-08-12	2011-05-10
10,756 UNITS AAM DIVIDEND RULER PORTF SER 2010C	P		2011-08-02
5,085 UNITS GUGGENHEIM ABC HIGH DIVIDEND STR SR 5	P		2011-09-20
49,395 UNITS GUGGENHEIM C/E INFRA & MPS SR	P		2011-09-20
326 UBS M2 FUND	P	2008-03-12	2011-07-22
244 GUGGENHEIM DEFINED PORT UNIT 781	P	2011-09-25	2011-10-24
19 GUGGENHEIM DEFINED PORT UNIT 764	P	2011-09-25	2011-10-24
2 GUGGENHEIM DEFINED PORT UNIT 781	P	2011-10-25	2011-11-09
CAPITAL GAINS DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
12,594		10,384	2,210
13,165		10,329	2,836
13,209		10,403	2,806
6,896		5,153	1,743
5,412		5,323	89
5,191		5,191	0
16,276		15,863	413
194		88	106
1,433		1,481	-48
30,846		24,089	6,757
25,039		18,032	7,007
19,939		18,780	1,159
461,153		335,603	125,550
120,795		112,079	8,716
40,041		50,718	-10,677
430,082		484,135	-54,053
331,062		331,936	-874
2,153		2,067	86
154		145	9
17		17	0
12,889			12,889

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
AMERICAN AGORA FOUNDATION 33 IRVING PLACE NEW YORK, NY 10003	NONE	PUBLIC CHARITY	ARTS EDUCATION	1,000
AMERICAN CIVIL LIBERTIES UNION 125 BROAD STREET 18TH FL NEW YORK, NY 10004	NONE	PUBLIC CHARITY	CIVIL LIBERTIES	1,000
AMERICAN COUNCIL ON GERMANY 14 EAST 60TH STREET SUITE 1000 NEW YORK, NY 10022	NONE	PUBLIC CHARITY	CULTURAL PRESERVATION	1,500
AMERICAN FRIENDS OF CHRIST CHURCH PO BOX 130 3900 NYS ROUTE 22 WILLSBORO, NY 12996	NONE	PUBLIC CHARITY	EDUCATION	1,000
AMNESTY INTERNATIONAL 5 PENN PLAZA NEW YORK, NY 10001	NONE	PUBLIC CHARITY	HUMAN RIGHTS	500
ARTS IN THE ARMED FORCES 162 MONTAGUE STREET 3F BROOKLYN, NY 11201	NONE	PUBLIC CHARITY	THE ARTS	500
BAM LOCAL DEVELOPMENT CORPORATION 80 HANSON PLACE 8TH FL BROOKLYN, NY 11217	NONE	PUBLIC CHARITY	THE ARTS	1,500
BARD COLLEGE DEVELOPMENT OFFICE PO BOX 5000 HUDSON, NY 12504	NONE	PUBLIC CHARITY	EDUCATION	500
COLUMBIA COLLEGE FUND 475 RIVERSIDE DRIVE SUITE 917 NEW YORK, NY 10115	NONE	PUBLIC CHARITY	EDUCATION	1,000
CONGREGATION HABONIM 44 WEST 66TH STREET NEW YORK, NY 10023	NONE	PUBLIC CHARITY	RELIGIOUS	1,615
DEFENDERS OF WILDLIFE 1130 17TH STREET NW WASHINGTON, DC 20036	NONE	PUBLIC CHARITY	WILDLIFE CONSERVATION	12
DOCTORS WITHOUT BORDERS 333 7TH AVE 3TH FL NEW YORK, NY 10001	NONE	PUBLIC CHARITY	INTERNATIONAL COMMUNITY OUTREACH	1,000
FILM FORUM 209 WEST HOUSTON STREET NEW YORK, NY 10014	NONE	PUBLIC CHARITY	THE ARTS	50
FRIENDS OF AFRICAN VILLAGE LIBRARIES PO BOX 90533 SAN JOSE, CA 95109	NONE	PUBLIC CHARITY	INTERNATIONAL COMMUNITY OUTREACH	350
FRIENDS OF THE WOODSTOCK LIBRARY 5 LIBRARY LANE WOODSTOCK, NY 12498	NONE	PUBLIC CHARITY	LITERARY SUPPORT	750
GARDEN SCHOOL FOUNDATION 1660 STANFORD STREET SANTA MONICA, CA 90404	NONE	PUBLIC CHARITY	ENVIRONMENTAL AND HEALTH AWARENESS	500
GODDARD FOUNDATION 43 BELMONT STREET SUITE 3 SOUTH EASTON, MA 02375	NONE	PRIVATE FOUNDATION	HEALTH CARE EDUCATION	300
HEIFER INTERNATIONAL PO BOX 8058 LITTLE ROCK, AR 72203	NONE	PUBLIC CHARITY	HUNGER AND POVERTY	120
INSTITUTE OF ECOTECHNICS 1 BLUEBIRD CT SANTA FE, NM 87508	NONE	PUBLIC CHARITY	ENVIRONMENTAL AWARENESS	500
LEO BAECK INSTITUTE 15 W 16TH ST NEW YORK, NY 10011	NONE	PUBLIC CHARITY	HISTORICAL PRESERVATION	450
MAVERICK CONCERTS INC PO BOX 9 WOODSTOCK, NY 12498	NONE	PUBLIC CHARITY	THE ARTS	1,250
MOMA 11 WEST 53RD STREET NEW YORK, NY 10019	NONE	PUBLIC CHARITY	THE ARTS	140
NATIONAL ARBOR DAY FOUNDATION 100 ARBOR AVE NEBRASKA CITY, NE 68410	NONE	PUBLIC CHARITY	ENVIRONMENTAL AWARENESS	10
NATIONAL PUBLIC RADIO 635 MASSACHUSETTS AVE WASHINGTON, DC 20001	NONE	PUBLIC CHARITY	THE ARTS	1,000
NEUE GALERIE NEW YORK 1048 FIFTH AVENUE NEW YORK, NY 10028	NONE	PUBLIC CHARITY	THE ARTS	550
PARTNERSHIP FOR THE HOMELESS 305 7TH AVENUE NEW YORK, NY 10001	NONE	PUBLIC CHARITY	POVERTY AND HOMELESSNESS	2,000
PAUL HAMLYN FOUNDATION 5-11 LEEKE STREET LONDON WC1X 9HY UK	NONE	PRIVATE FOUNDATION	EDUCATION	5,000
PREP FOR PREP 328 WEST 71ST STREET NEW YORK, NY 10023	NONE	PUBLIC CHARITY	CHILD EDUCATION	3,000
SELF HELP COMMUNITY SERVICES 520 EIGHTH AVE NEW YORK, NY 10018	NONE	PUBLIC CHARITY	POVERTY AND HOMELESSNESS	5,000
SOHO PARTNERSHIP CANAL STREET STATION PO BOX 52967 NEW YORK, NY 10013	NONE	PUBLIC CHARITY	COMMUNITY OUTREACH	258

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SOLOMON R GUGGENHEIM MUSEUM 1071 FIFTH AVENUE NEW YORK, NY 10128	NONE	PUBLIC CHARITY	THE ARTS	125
SUSAN SONTAG FOUNDATION 76 FRANKLIN STREET 3 NEW YORK, NY 10013	NONE	PRIVATE FOUNDATION	THE ARTS	250
THE BOWERY MISSION 132 MADISON AVENUE NEW YORK, NY 10016	NONE	PUBLIC CHARITY	POVERTY AND HOMELESSNESS	3,000
THE CENTER FOR FICTION 17 EAST 47TH STREET NEW YORK, NY 10017	NONE	PUBLIC CHARITY	THE ARTS	600
THE LEGAL AID SOCIETY 199 WATER STREET NEW YORK, NY 10038	NONE	PUBLIC CHARITY	CIVIL LIBERTIES	3,000
THE METROPOLITAN MUSEUM OF ART 1000 FIFTH AVENUE NEW YORK, NY 10028	NONE	PUBLIC CHARITY	THE ARTS	100
THE METROPOLITAN OPERA LINCOLN CENTER NEW YORK, NY 10023	NONE	PUBLIC CHARITY	THE ARTS	950
THE NATURE CONSERVANCY 4245 NORTH FAIRFAX DRIVE SUITE 100 ARLINGTON, VA 22203	NONE	PUBLIC CHARITY	ENVIRONMENTAL PROTECTION	50
UJA FEDERATION OF NY 130 E 59TH ST NEW YORK, NY 10022	NONE	PUBLIC CHARITY	RELIGIOUS	3,750
WOODSTOCK FILM FESTIVAL PO BOX 1406 WOODSTOCK, NY 12498	NONE	PUBLIC CHARITY	THE ARTS	1,000
WOODSTOCK LAND CONSERVANCY PO BOX 864 WOODSTOCK, NY 12498	NONE	PUBLIC CHARITY	ENVIRONMENTAL PROTECTION AND PRESERVATION	500
WORDS WITHOUT BORDERS INSTITUTE FOR INTERNATIONAL LIBERAL EDUCATION C/O COLUMBIA UNIV 2960 BROADWAY NEW YORK, NY 10027	NONE	PUBLIC CHARITY	THE ARTS	350
Total			► 3a	46,030

TY 2011 Accounting Fees Schedule

Name: ALFRED LEE AND PETER MAYER FOUNDATION

EIN: 23-7063834

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING AND TAX PREPARATION	2,018	1,009		1,009

**TY 2011 Investments Corporate
Stock Schedule****Name:** ALFRED LEE AND PETER MAYER FOUNDATION**EIN:** 23-7063834

Name of Stock	End of Year Book Value	End of Year Fair Market Value
DOLLAR TREE INC	50,076	91,172

TY 2011 Investments - Other Schedule

Name: ALFRED LEE AND PETER MAYER FOUNDATION**EIN:** 23-7063834

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
IVY GLOBAL NATURAL RESOURCES FUND	AT COST	3,397	5,485
WELLS FARGO	AT COST	29,812	33,849

TY 2011 Other Expenses Schedule

Name: ALFRED LEE AND PETER MAYER FOUNDATION

EIN: 23-7063834

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	1,795	1,795		0
FILING FEE	250	0		250
K-1 UBS M2 FUND - EXPENSES	8,893	8,893		0
DUES AND SUBSCRIPTIONS	125	0		125
OTHER FEES	1,453	0		1,453

TY 2011 Other Income Schedule

Name: ALFRED LEE AND PETER MAYER FOUNDATION**EIN:** 23-7063834

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OTHER PORTFOLIO INCOME	819	819	819

TY 2011 Taxes Schedule

Name: ALFRED LEE AND PETER MAYER FOUNDATION**EIN:** 23-7063834

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	170	170		0