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

MAY 1 6 2012

ENVELOPE POSTMARK DATE

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

Name of foundation: MKM FOUNDATION 0617-29-4/4

A Employer identification number: 23-7966478

Number and street (or P O. box number if mail is not delivered to street address): GLENMEDE TRUST CO., N.A., 1650 MARKET ST.

Room/suite: 1200

B Telephone number (see instructions): (215) 419-6000

City or town, state, and ZIP code: PHILADELPHIA, PA 19103-7391

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 8,289,740.

J Accounting method: [X] Cash ☐ Accrual ☐ Other (specify) ____
(Part I, column (d) must be on cash basis.)

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

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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).)*

	Line		(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)	5,019,287.			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch. B				
	3	Interest on savings and temporary cash investments	26.	2.	N/A	
	4	Dividends and interest from securities	72,799.	73,096.		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	-11,874.			
	b	Gross sales price for all assets on line 6a 439,373.				
	7	Capital gain net income (from Part IV, line 2)		-0-		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less. Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	693.			STMT 1
	12	**Total.** Add lines 1 through 11	5,080,931.	73,098.		
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)				
	b	Accounting fees (attach schedule)	1,500.	NONE	NONE	1,500.
	c	Other professional fees (attach schedule)	10,982.	8,786.		2,196.
	17	Interest				
	18	Taxes (attach schedule) (see instructions)				
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule) STMT. 2	1,220.			1,220.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	13,702.	8,786.	NONE	4,916.
	25	Contributions, gifts, grants paid	175,996.			175,996.
	26	**Total expenses and disbursements** Add lines 24 and 25	189,698.	8,786.	NONE	180,912.
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	4,891,233.			
	b	**Net investment income** (if negative, enter -0-)		64,312.		
	c	**Adjusted net income** (if negative, enter -0-)			N/A	

Part II Balance Sheets

	Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	1,034.	3,667.	3,667.
	2 Savings and temporary cash investments	224,509.	1,705,283.	1,705,283.
	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			
	10 a Investments - U S. and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule)			
	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)	2,894,139.	6,182,953.	6,580,790.
	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)	3,119,682.	7,891,903.	8,289,740.
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)			
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	3,118,649.	7,864,870.	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	1,033.	27,033.	
	30 **Total net assets or fund balances** (see instructions)	3,119,682.	7,891,903.	
	31 **Total liabilities and net assets/fund balances** (see instructions)	3,119,682.	7,891,903.	

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	3,119,682.
2	Enter amount from Part I, line 27a	2	4,891,233.
3	Other increases not included in line 2 (itemize) ▶ SEE SCHEDULE ATTACHED	3	1.
4	Add lines 1, 2, and 3	4	8,010,916.
5	Decreases not included in line 2 (itemize) ▶ SEE SCHEDULE ATTACHED	5	119,013.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	7,891,903.

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	PUBLICLY TRADED SECURITIES	P	VARIOUS	VARIOUS
b	CAPITAL GAIN DIVIDENDS	P	VARIOUS	VARIOUS
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	432,309.		451,247.	-18,938.
b	7,064.		-0-	7,064.
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				-18,938.
b				7,064.
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** -11,874.

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**

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	152,665.	3,318,737.	0.04600093349
2009	135,615.	3,166,458.	0.04282861165
2008	122,144.	3,543,530.	0.03446958259
2007	120,000.	3,810,068.	0.03149550087
2006	95,200.	2,463,069.	0.03865096755

2	**Total** of line 1, column (d)	2	0.19344559615
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	0.03868911923
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	3,781,287.
5	Multiply line 4 by line 3	5	146,295.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	643.
7	Add lines 5 and 6	7	146,938.
8	Enter qualifying distributions from Part XII, line 4	8	180,912.

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 ▶ [X] and enter 1% of Part I, line 27b	1	643.
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	643.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	643.
6	Credits/Payments:		
a	2011 estimated tax payments and 2010 overpayment credited to 2011 — 6a: 1,123.		
b	Exempt foreign organizations - tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: NONE		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments. Add lines 6a through 6d	7	1,123.
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	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	480.
11	Enter the amount of line 10 to be: **Credited to 2012 estimated tax** ▶ 480. **Refunded** ▶	11	

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 $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ▶$ -0- (2) On foundation managers. ▶$ -0-			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶$ -0-			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	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	N/A	
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) ▶ NJ			
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 ▶ N/A

14 The books are in care of ▶ SEE STATEMENT 3 Telephone no. ▶

Located at ▶ ZIP + 4 ▶

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	N/A	
	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 ▶ ____, ____, ____, ____				
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	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2011 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)*		3b	N/A	
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)*

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	N/A
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A	☐ Yes ☐ No		
If "Yes," attach the statement required by Regulations section 53.4945-5(d).			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	No: X
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	N/A

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 STATEMENT 4		-0-	-0-	-0-

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
NONE		NONE	NONE	NONE

Total number of other employees paid over $50,000 ▶ NONE

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		NONE
Total number of others receiving over $50,000 for professional services ▶		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	Expenses
1 N/A	
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 NONE	
Total. Add lines 1 through 3 ▶	

Part X **Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	3,005,466.
b	Average of monthly cash balances	1b	303,080.
c	Fair market value of all other assets (see instructions)	1c	530,324.
d	**Total** (add lines 1a, b, and c)	1d	3,838,870.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	3,838,870.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	57,583.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,781,287.
6	**Minimum investment return.** Enter 5% of line 5	6	189,064.

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	189,064.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	643.		
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	643.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	188,421.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	188,421.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	188,421.

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	180,912.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	180,912.
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	643.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	180,269.

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				188,421.
2 Undistributed income, if any, as of the end of 2011:				
a Enter amount for 2010 only			NONE	
b Total for prior years: 20____,20____,20____		NONE		
3 Excess distributions carryover, if any, to 2011:				
a From 2006 ...... 99,653.				
b From 2007 ...... NONE				
c From 2008 ...... NONE				
d From 2009 ...... 136,342.				
e From 2010 ...... 153,415.				
f Total of lines 3a through e	389,410.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ $ 180,912.				
a Applied to 2010, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	180,912.			
d Applied to 2011 distributable amount				NONE
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2011 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	188,421.			188,421.
6 **Enter the net total of each column as indicated below:**				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	381,901.			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instructions			NONE	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	NONE			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a	381,901.			
10 Analysis of line 9:				
a Excess from 2007 ... NONE				
b Excess from 2008 ... NONE				
c Excess from 2009 ... 47,574.				
d Excess from 2010 ... 153,415.				
e Excess from 2011 ... 180,912.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

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

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

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

1 Information Regarding Foundation Managers:

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

JAMES E. O'DONNELL

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

NONE

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

Check here ▶ [X] 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:

N/A

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

N/A

c Any submission deadlines:

N/A

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

N/A

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 5				175,996.
Total ▶ 3a				175,996.
b *Approved for future payment*				
SEE STATEMENT 5				147,000.
Total ▶ 3b				147,000.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See 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			14	26.	
4 Dividends and interest from securities			14	72,799.	
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			18	-11,874.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b 2009 TAX REFUND				693.	
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				61,644.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 61,644.

(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.)
	NOT APPLICABLE

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
N/A			

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

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

Sign Here

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

Mary Dunn | 4/19/2012 | trustee

Signature of officer or trustee | Date | Title

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
FRANCIS X. MEHAFFEY	Francis X Mehaffey	4/16/12		P01072411

Firm's name ▶ THE GLENMEDE TRUST COMPANY, N.A. — Firm's EIN ▶ 32-0274136

Firm's address ▶ 1650 MARKET STREET, SUITE 1200 PHILADELPHIA, PA 19103-7391 — Phone no. 215-419-6000

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

Schedule of Contributors

▶ **Attach to Form 990, Form 990-EZ, or Form 990-PF.**

OMB No. 1545-0047

2011

Name of the organization	Employer identification number
MKM FOUNDATION 0617-29-4/4	23-7966478

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, total 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 total 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 on line H of its Form 990-EZ or on Part I, 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: MKM FOUNDATION 0617-29-4/4

Employer identification number: 23-7966478

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	SEE SCHEDULE ATTACHED	$ 2,936,116.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
1	SEE SCHEDULE ATTACHED	$ 2,063,884.	Person [X] Payroll [ ] Noncash [X] (Complete Part II if there is a noncash contribution.)
2	SEE SCHEDULE ATTACHED	$ 19,287.	Person [X] FOUNDATION Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

Name of organization	Employer identification number
MKM FOUNDATION 0617-29-4/4	23-7966478

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	SEE SCHEDULE ATTACHED	$ 2,063,884.	12/05/2011

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

MKM FOUNDATION
ACCOUNT #0617-29-4/4
EIN: 23-7966478
TAX YEAR ENDING 12/31/11

ATTACHMENTS PAGE 1 FORM 990-PF AND SCHEDULE B
PART I ANALYSIS OF REVENUE AND EXPENSES

REVENUE:	COLUMN A	COLUMN B	COLUMN D
LINE 1 CONTRIBUTIONS - RECEIVED FROM THE FOLLOWING:	5,019,287.00		

1. JAMES E. O'DONNELL
C/O THE GLENMEDE TRUST COMPANY, N.A.
1650 MARKET STREET, SUITE 1200
PHILADELPHIA, PA 19103-7391

COMPOSED OF:

RECEIVED 12/05/2011

			COST BASIS	MEAN VALUE
400	SHS.	3M Co	28,619.00	32,388.00
900	SHS.	Abbott Laboratories	41,938.65	48,919.50
4,500	SHS.	Applied Materials Inc	52,327.14	49,365.00
1,500	SHS.	AT&T Inc	37,800.00	43,717.50
500	SHS.	Automatic Data Processing Inc.	18,970.19	26,062.50
1,500	SHS.	Avago Technologies Ltd	48,318.00	47,040.00
1,000	SHS.	Baxter Intl. Inc.	46,607.60	51,940.00
4,000	SHS.	Buffalo Small Cap Fund	74,320.00	101,360.00
600	SHS.	Chubb Corp.	35,475.30	40,062.00
2,500	SHS.	Cisco Systems	41,773.75	46,937.50
1,000	SHS.	Clorox Co.	60,174.30	65,455.00
1,000	SHS.	ConocoPhillips	55,150.00	73,115.00
400	SHS.	Dominion Resources Inc Virginia	12,531.20	20,300.00
1,000	SHS.	E I Du Pont DE Nemours & Co.	40,784.30	47,885.00

STATEMENT 1 AND 2

MKM FOUNDATION
ACCOUNT #0617-29-4/4
EIN: 23-7966478
TAX YEAR ENDING 12/31/11

ATTACHMENTS PAGE 1 FORM 990-PF AND SCHEDULE B
PART I ANALYSIS OF REVENUE AND EXPENSES

700	SHS.	Emerson Electric Co.	21,594.09	36,505.00
1,700	SHS.	Exelon Corporation	71,264.00	74,341.00
400	SHS.	FedEx Corporation	27,491.08	33,320.00
3,000	SHS.	General Electric Co.	91,794.01	49,020.00
5,500	SHS.	Glenmede Advisor Small Cap	97,625.00	90,750.00
7,000	SHS.	Glenmede Int'l	84,865.44	82,320.00
1,000	SHS.	Home Depot Inc.	32,430.00	40,190.00
600	SHS.	Illinois Tool Works	25,296.00	28,137.00
1,500	SHS.	Intel Corp.	26,985.00	37,492.50
400	SHS.	Johnson & Johnson	21,624.00	25,420.00
700	SHS.	Kellogg Co.	32,718.00	34,786.50
3,000	SHS.	Matthews Pacific Tiger Fd Is	65,220.00	64,620.00
1,200	SHS.	Medtronic Inc.	58,113.70	43,380.00
1,400	SHS.	Merck & Co Inc	48,252.90	49,644.00
1,000	SHS.	Microsoft Corp.	22,250.00	25,650.00
450	SHS.	Nextera Energy Inc	18,063.00	25,440.75
300	SHS.	Nike Inc Cl B	23,304.63	29,014.50
1,500	SHS.	Northern Trust Corp	79,561.35	58,560.00
1,000	SHS.	Omnicom Group	32,833.50	44,695.00
150	SHS.	Pepsico Inc.	6,412.13	9,664.50
350	SHS.	Procter & Gamble Co.	15,128.75	22,643.25
800	SHS.	Qualcomm Corp.	40,424.00	43,548.00
800	SHS.	Rockwell Collins	43,651.80	44,128.00
500	SHS.	Schlumberger Ltd.	21,552.50	38,330.00
3,000	SHS.	T Rowe Price Emerg Mkts I	92,219.99	83,460.00
600	SHS.	Target Corp	16,386.75	31,902.00
6,000	SHS.	Tweedy Browne Global Value Fund	134,963.96	135,420.00
300	SHS.	Varian Medical Systems Inc	9,089.40	19,225.50
2,000	SHS.	Walgreen Co.	88,967.00	67,730.00

STATEMENT 1 AND 2

MKM FOUNDATION
ACCOUNT #0617-29-4/4
EIN: 23-7966478
TAX YEAR ENDING 12/31/11

ATTACHMENTS PAGE 1 FORM 990-PF AND SCHEDULE B
PART I ANALYSIS OF REVENUE AND EXPENSES

		1,944,871.41	2,063,884.50		
	Cash	2,936,115.50	2,936,115.50		
1	**SUB-TOTAL**	4,880,986.91	5,000,000.00		

2. MANEELY FUND INC.
EIN: 23-1569917
1900 MARKET STREET
PHILADELPHIA, PA 19103

COMPOSED OF 507(b)(2) TERMINATION:

RECEIVED	**03/23/11** Balance of Cash	19,287.00	19,287.00		
2	**SUB-TOTAL**	19,287.00	19,287.00		
	TOTAL 2011 CONTRIBUTIONS RECEIVED	**4,900,273.91**	**5,019,287.00**		
LINE 3	INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS - MONEY MARKET INTEREST			26	2
LINE 4	DIVIDENDS AND INTEREST FROM SECURITIES - DIVIDENDS & BOND INTEREST			72,799	73,096

STATEMENT 1 AND 2

MKM FOUNDATION
ACCOUNT #0617-29-4/4
EIN: 23-7966478
TAX YEAR ENDING 12/31/11

ATTACHMENTS PAGE 1 FORM 990-PF AND SCHEDULE B
PART I ANALYSIS OF REVENUE AND EXPENSES

LINE 11	OTHER INCOME - 2009 TAX REFUND	693	0	
EXPENSES:				
LINE 16b	ACCOUNTING FEES - THE GLENMEDE TRUST COMPANY TAX PREPARATION FEE	1,500	0	1,500
LINE 16c	OTHER PROFESSIONAL FEES - THE GLENMEDE TRUST COMPANY INVESTMENT MANAGEMENT FEE	10,982	8,786	2,196
LINE 23	OTHER EXPENSES			
	- ASSOCIATION OF SMALL FOUNDATION 2011 MEMBERSHIP FEE	695	0	695
	- REIMBURSE MARIE O'DONNELL - CO-TRUSTEE FOR TRAVEL EXPENSES FOR CONFERENCE	495	0	495
	- NEW JERSEY DIVISION OF CONSUMER AFFAIRS FILING FEE	30	0	30
		1,220	0	1,220

STATEMENT 1 AND 2

COMBINED STATEMENT OF ASSETS
MKM FOUNDATION INV ADV
12/31/11
0617-29-4/4

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Cash & Reserves									
1705283	GLENMEDE FUND INC-GOVT CASH PORTFOLIO (GOVTCASH)		1.00	1,705,283	1.00	1,705,283		2	0.00 *
3668+	Cash		1.00	3,667	1.00	3,667		0	0.00
Cash & Reserves Total				1,708,950		1,708,950		2	0.00
Fixed Income									
U S Government Obligations									
50000	US TREASURY N/B DTD 2/15/2002 4.875% 2/15/2012 (9128277L0)	Aaa	1.01	50,377	100.57	50,283	94-	2,438	4.85
50000	US TREASURY N/B DTD 5/15/2004 4.75% 5/15/2014 (912828CJ7)	Aaa	1.00	49,988	110.45	55,227	5,238	2,375	4.30
	Total			100,365		105,510	5,144	4,813	4.56
U S Government Agencies									
50000	FHLMC DTD 7/16/2002 5.125% 7/15/2012 (3134A4QD9)	Aaa	1.00	50,203	102.70	51,349	1,146	2,563	4.99
50000	TENN VALLEY AUTH DTD 3/19/1998 6% 3/15/2013 + (880591CW0)	Aaa	1.02	51,126	106.86	53,432	2,307	3,000	5.61
50000	FHLB DTD 5/8/2006 5.375% 6/14/2013 (3133XFLF1)	Aaa	1.01	50,637	107.24	53,622	2,985	2,688	5.01

COMBINED STATEMENT OF ASSETS
MKM FOUNDATION INV ADV
12/31/11
0617-29-4/4

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
150000	FHLB DTD 9/15/2008 3.625% 10/18/2013 (3133XSAE8)	Aaa	1.06	158,755	105.69	158,532	223-	5,438	3.43
50000	FFCB DTD 6/5/2007 5.25% 6/5/2014 (31331XC26)	Aaa	1.00	49,825	111.27	55,635	5,810	2,625	4.72
150000	FHLMC DTD 7/16/2004 5% 7/15/2014 (3134A4UU6)	Aaa	1.11	166,673	111.06	166,589	85-	7,500	4.50
130000	FNMA DTD 4/16/2007 5% 5/11/2017 (31359M7X5)	Aaa	1.19	154,466	118.70	154,306	160-	6,500	4.21
	Total			681,685		693,465	11,780	30,314	4.37
Corporate Bonds - Industrial									
50000	BOTTLING GROUP LLC DTD 5/15/2003 4.625% 11/15/2012 (10138MAB1)	Aa3	0.98	49,020	103.38	51,691	2,671	2,313	4.47
115000	WAL-MART STORES INC DTD 8/24/2007 5.8% 2/15/2018 (931142CJ0)	Aa2	1.21	139,275	122.58	140,970	1,695	6,670	4.73
100000	CATERPILLAR INC DTD 12/5/2008 7.9% 12/15/2018 (149123BQ3)	A2	1.34	133,886	133.13	133,130	756-	7,900	5.93
100000	IBM CORP DTD 11/1/1989 8.375% 11/1/2019 (459200AG6)	A1	1.42	142,211	141.84	141,838	373-	8,375	5.90
	Total			464,392		467,629	3,237	25,258	5.40

COMBINED STATEMENT OF ASSETS
MKM FOUNDATION INV ADV
12/31/11
0617-29-4/4

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Corporate Bonds - Finance									
50000	GOLDMAN SACHS GROUP INC DTD 8/27/2002 5.7% 9/1/2012 (38141GCG7)	A1	1.00	49,865	101.76	50,881	1,016	2,850	5.60
50000	GENERAL ELEC CAP CORP DTD 12/6/2002 5.45% 1/15/2013 (36962GZY3)	Aa2	1.03	51,391	104.63	52,313	922	2,725	5.21
120000	BLACKROCK INC DTD 12/10/2009 3.5% 12/10/2014 (09247XAD3)	A1	1.07	128,048	106.78	128,140	91	4,200	3.28
130000	TOYOTA MOTOR CREDIT CORP DTD 9/15/2011 2% 9/15/2016 (89233P5E2)	Aa3	1.01	131,716	101.00	131,294	423-	2,600	1.98
50000	JP MORGAN CHASE & CO DTD 6/27/2007 6.125% 6/27/2017 (46625HGN4)	A1	1.00	50,011	109.91	54,956	4,945	3,063	5.57
110000	ORACLE CORP DTD 4/9/2008 5.75% 4/15/2018 (68389XAC9)	A1	1.21	133,613	121.35	133,483	130-	6,325	4.74
125000	JOHN DEERE CAP DTD 7/12/2011 3.9% 7/12/2021 (24422ERE1)	A2	1.10	137,009	108.85	136,063	946-	4,875	3.58
	Total			681,653		687,130	5,475	26,638	3.88

Other Taxable Bond Mutual Funds

COMBINED STATEMENT OF ASSETS
MKM FOUNDATION INV ADV
12/31/11
0617-29-4/4

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
5459+	TIAA CREF HIGH YIELD FUND - IN DTD 1/1/2011 (TIHYX)		9.51	51,918	9.71	53,010	1,092	3,640	6.87
	Total			51,918		53,010	1,092	3,640	6.87
Mortgage Backed Securities									
2604+	FNMA #451916 DTD 11/1/1998 6% 11/1/2013 (FN451916) Original Face Value: 202,000.00		1.05	2,747	107.97	2,812	65	156	5.56
2428+	FNMA #491348 DTD 4/1/1999 6.5% 5/1/2014 (31382SZM6) Original Face Value: 157,272.00		1.05	2,545	106.11	2,576	31	158	6.13
5587+	FNMA #495824 DTD 9/1/1999 7% 9/1/2014 (31382XYV6) Original Face Value: 200,000.00		1.03	5,752	106.52	5,951	199	391	6.57
118+	FNMA #532068 DTD 8/1/2000 7.5% 8/1/2015 (FN532068) Original Face Value: 199,980.00		1.10	130	100.19	118	12-	9	7.47
17494+	FNMA #255314 DTD 7/1/2004 6% 8/1/2034 (31371LSB6) Original Face Value: 99,991.00		1.05	18,294	111.13	19,440	1,146	1,050	5.40
	Total			29,468		30,897	1,430	1,764	5.71
Fixed Income Total				2,009,481		2,037,641	28,158	92,427	4.54

COMBINED STATEMENT OF ASSETS
MKM FOUNDATION INV ADV
12/31/11
0617-29-4/4

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield	
Equities										
Basic Industries										
900	3M CO (MMM)		71.39	64,249	81.73	73,557	9,308	1,980	2.69	#
1600	E I DU PONT DE NEMOURS & CO. (DD)		45.79	73,261	45.78	73,248	13-	2,624	3.58	#
1500	EMERSON ELECTRIC CO. (EMR)		30.85	46,273	46.59	69,885	23,612	2,400	3.43	#
900	FEDEX CORPORATION (FDX)		77.85	70,064	83.51	75,159	5,095	468	0.62	#
4600	GENERAL ELECTRIC CO. (GE)		27.19	125,071	17.91	82,386	42,685-	3,128	3.80	#
1600	ILLINOIS TOOL WORKS (ITW)		45.49	72,786	46.71	74,736	1,950	2,304	3.08	#
1300	ROCKWELL COLLINS (COL)		57.16	74,306	55.37	71,981	2,325-	1,248	1.73	#
	Total			526,010		520,952	5,058-	14,152	2.72	
Communication Services										
2500	AT&T INC (T)		30.82	77,040	30.24	75,600	1,440-	4,400	5.82	#
	Total			77,040		75,600	1,440-	4,400	5.82	
Consumer Discretionary										
2000	HOME DEPOT INC. (HD)		32.43	64,860	42.04	84,080	19,220	2,320	2.76	#
800	NIKE INC CL B (NKE)		77.68	62,146	96.37	77,096	14,950	1,152	1.49	#
1600	OMNICOM GROUP (OMC)		22.53	36,054	44.58	71,328	35,274	1,600	2.24	#
1250	TARGET CORP (TGT)		33.30	41,626	51.22	64,025	22,399	1,500	2.34	#
	Total			204,686		296,529	91,843	6,572	2.22	
Consumer Staples										
1000	CLOROX CO. (CLX)		60.17	60,174	66.56	66,560	6,386	2,400	3.61	
1400	KELLOGG CO. (K)		48.32	67,641	50.57	70,798	3,157	2,408	3.40	#
812	NESTLE SA ADR (NSRGY)		26.70	21,681	57.75	46,891	25,210	1,435	3.06	#

COMBINED STATEMENT OF ASSETS
MKM FOUNDATION INV ADV
12/31/11
0617-29-4/4

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield	
1100	PEPSICO INC. (PEP)		47.45	52,191	66.35	72,985	20,794	2,266	3.10	#
1100	PROCTER & GAMBLE CO. (PG)		46.11	50,719	66.71	73,381	22,663	2,310	3.15	#
2000	WALGREEN CO. (WAG)		44.48	88,967	33.06	66,120	22,847-	1,800	2.72	
	Total			341,373		396,735	55,363	12,619	3.18	
Energy										
800	CHEVRON CORP (CVX)		37.59	30,072	106.40	85,120	55,048	2,592	3.05	#
1000	CONOCOPHILLIPS (COP)		55.15	55,150	72.87	72,870	17,720	2,640	3.62	
925	EXXON MOBIL CORPORATION (XOM)		33.94	31,390	84.76	78,403	47,013	1,739	2.22	#
1100	SCHLUMBERGER LTD. (SLB)		43.11	47,416	68.31	75,141	27,726	1,100	1.46	#
	Total			164,028		311,534	147,506	8,071	2.59	
Financials										
1	BERKSHIRE HATHAWAY INC. (BRK.A)		87920.00	87,920	114755	114,755	26,835	0	0.00	
1100	CHUBB CORP. (CB)		59.13	65,038	69.22	76,142	11,104	1,716	2.25	#
2000	NORTHERN TRUST CORP (NTRS)		54.74	109,484	39.66	79,320	30,164-	2,240	2.82	#
	Total			262,442		270,217	7,775	3,956	1.46	
Health Care										
1500	ABBOTT LABORATORIES (ABT)		46.52	69,774	56.23	84,345	14,571	2,880	3.41	#
1400	BAXTER INTL. INC. (BAX)		47.17	66,044	49.48	69,272	3,228	1,876	2.71	#
1200	JOHNSON & JOHNSON (JNJ)		54.68	65,611	65.58	78,696	13,085	2,736	3.48	#
1900	MEDTRONIC INC. (MDT)		48.39	91,937	38.25	72,675	19,262-	1,843	2.54	#
2200	MERCK & CO INC (MRK)		33.96	74,701	37.70	82,940	8,239	3,696	4.46	#
1300	VARIAN MEDICAL SYSTEMS INC (VAR)		38.56	50,125	67.13	87,269	37,144	0	0.00	#

COMBINED STATEMENT OF ASSETS
MKM FOUNDATION INV ADV
12/31/11
0617-29-4/4

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield	
	Total			418,192		475,197	57,006	13,031	2.74	
Technology										
6200	APPLIED MATERIALS INC (AMAT)		12.39	76,844	10.71	66,402	10,442-	1,984	2.99	#
1500	AUTOMATIC DATA PROCESSING INC. (ADP)		43.23	64,844	54.01	81,015	16,171	2,370	2.93	#
2300	AVAGO TECHNOLOGIES LTD (AVGO)		32.21	74,088	28.86	66,378	7,710-	1,104	1.66	#
4000	CISCO SYSTEMS (CSCO)		13.12	52,461	18.08	72,320	19,859	960	1.33	#
3000	INTEL CORP. (INTC)		22.11	66,321	24.25	72,750	6,430	2,520	3.46	#
3000	MICROSOFT CORP. (MSFT)		25.37	76,096	25.96	77,880	1,784	2,400	3.08	#
1300	QUALCOMM CORP. (QCOM)		50.53	65,689	54.70	71,110	5,421	1,118	1.57	#
	Total			476,343		507,855	31,512	12,456	2.45	
Utilities										
1500	DOMINION RESOURCES INC VIRGINIA (D)		38.81	58,221	53.08	79,620	21,399	2,955	3.71	#
1700	EXELON CORPORATION (EXC)		41.92	71,264	43.37	73,729	2,465	3,570	4.84	
1400	NEXTERA ENERGY INC (NEE)		35.43	49,600	60.88	85,232	35,633	3,080	3.61	#
	Total			179,085		238,581	59,496	9,605	4.03	
U S Mutual Funds										
5786+	BUFFALO SMALL CAP FUND (BUFSX)		19.82	114,651	24.93	144,233	29,582	0	0.00	#
8630+	GLENMEDE FUND INC - ADVISOR SMALL CAP EQUITY PORTFOLIO (GTCSX)		15.95	137,625	16.28	140,495	2,870	129	0.09	#

COMBINED STATEMENT OF ASSETS
MKM FOUNDATION INV ADV
12/31/11
0617-29-4/4

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
	Total			252,276		284,728	32,451	129	0.05
International Mutual Funds									
14981+	GLENMEDE FUND INC-INTERNATIONAL PORT (GTCIX)		16.17	242,249	11.37	170,329	71,920-	4,779	2.81 *#
5385+	MATTHEWS PACIFIC TIGER FD - IS (MIPTX)		21.72	116,972	20.32	109,420	7,552-	818	0.75 #
3813+	T ROWE PRICE INST EMERGING STOCK FD (IEMFX)		30.74	117,220	26.02	99,221	17,999-	0	0.00 #
8957+	TWEEDY BROWNE GLOBAL VALUE FUND (TBGVX)		22.75	203,781	21.85	195,717	8,064-	2,275	1.16 #
3152+	WILLIAM BLAIR INTL GROWTH-I (BIGIX)		17.31	54,567	19.10	60,210	5,643	186	0.31
	Total			734,789		634,897	99,892-	8,058	1.27
Equities Total				3,636,264		4,012,825	376,563	93,049	2.32
Reported At Client Direction									
1	AMERICAN GENERAL LIFE INS CO A10129100L (A10129100L)		530324.00	530,324	530324	530,324		0	0.00
Reported At Client Direction Total				530,324		530,324		0	0.00
Grand Total				7,885,019		8,289,740	404,721	185,478	2.24

COMBINED STATEMENT OF ASSETS
MKM FOUNDATION
12/31/11
0617-29-4/4

Shares/Par	Description of Assets	Bond Rtg	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income
Grand Total From Page 8			7,885,019		8,289,740	404,721	185,478
ADJUSTMENTS:							
Mortgage Backed Securities			(942)	-	-	942	
Equities			7,826	-	-	(7,826)	
TOTAL ADJUSTMENTS			6,884		0	(6,884)	0
Adjusted Grand Total			7,891,903		8,289,740	397,837	185,478

MKM FOUNDATION
ACCOUNT #0617-29-4/4
EIN: 23-7966478
TAX YEAR ENDING 12/31/11

ATTACHMENTS PAGE 2 FORM 990-PF
PART III ANALYSIS OF CHANGES IN NET ASSETS OF FUND BALANCES

LINE 3	INCREASES NOT INCLUDED IN LINE 2		1.00
	ROUNDING	1.00	
LINE 5	DECREASES NOT INCLUDED IN LINE 2		-119,013.09

DIFFERENCE BETWEEN MARKET VALUE VS
TAX COST ON THE FOLLOWING CONTRIBUTIONS
RECEIVED·

1. JAMES E. O'DONNELL
C/O THE GLENMEDE TRUST COMPANY, N.A.
1650 MARKET STREET, SUITE 1200
PHILADELPHIA, PA 19103-7391

COMPOSED OF:

RECEIVED 12/05/2011

			COST BASIS	MEAN VALUE
400	SHS.	3M Co	28,619 00	32,388.00
900	SHS.	Abbott Laboratories	41,938 65	48,919.50
4,500	SHS.	Applied Materials Inc	52,327.14	49,365.00
1,500	SHS.	AT&T Inc	37,800.00	43,717 50
500	SHS	Automatic Data Processing Inc.	18,970.19	26,062.50
1,500	SHS	Avago Technologies Ltd	48,318 00	47,040.00
1,000	SHS	Baxter Intl. Inc.	46,607.60	51,940.00
4,000	SHS.	Buffalo Small Cap Fund	74,320 00	101,360.00
600	SHS.	Chubb Corp	35,475 30	40,062.00
2,500	SHS.	Cisco Systems	41,773.75	46,937.50
1,000	SHS.	Clorox Co	60,174 30	65,455.00
1,000	SHS.	ConocoPhillips	55,150.00	73,115 00
400	SHS.	Dominion Resources Inc Virginia	12,531.20	20,300.00
1,000	SHS	E I Du Pont DE Nemours & Co.	40,784.30	47,885.00
700	SHS.	Emerson Electric Co	21,594.09	36,505 00
1,700	SHS	Exelon Corporation	71,264.00	74,341 00
400	SHS	FedEx Corporation	27,491.08	33,320.00
3,000	SHS.	General Electric Co	91,794.01	49,020.00
5,500	SHS.	Glenmede Advisor Small Cap	97,625 00	90,750.00
7,000	SHS	Glenmede Int'l	84,865.44	82,320.00
1,000	SHS.	Home Depot Inc.	32,430.00	40,190.00
600	SHS.	Illinois Tool Works	25,296 00	28,137.00
1,500	SHS.	Intel Corp.	26,985.00	37,492.50
400	SHS.	Johnson & Johnson	21,624.00	25,420.00
700	SHS.	Kellogg Co.	32,718.00	34,786.50
3,000	SHS.	Matthews Pacific Tiger Fd Is	65,220.00	64,620.00
1,200	SHS.	Medtronic Inc.	58,113.70	43,380.00
1,400	SHS.	Merck & Co Inc	48,252.90	49,644.00
1,000	SHS.	Microsoft Corp.	22,250.00	25,650.00
450	SHS.	Nextera Energy Inc	18,063.00	25,440.75
300	SHS.	Nike Inc Cl B	23,304.63	29,014.50
1,500	SHS	Northern Trust Corp	79,561.35	58,560.00
1,000	SHS	Omnicom Group	32,833.50	44,695.00
150	SHS.	Pepsico Inc.	6,412.13	9,664 50
350	SHS.	Procter & Gamble Co.	15,128.75	22,643.25

MKM FOUNDATION
ACCOUNT #0617-29-4/4
EIN: 23-7966478
TAX YEAR ENDING 12/31/11

ATTACHMENTS PAGE 2 FORM 990-PF
PART III ANALYSIS OF CHANGES IN NET ASSETS OF FUND BALANCES

800	SHS	Qualcomm Corp.	40,424 00	43,548.00	
800	SHS.	Rockwell Collins	43,651.80	44,128.00	
500	SHS.	Schlumberger Ltd.	21,552.50	38,330.00	
3,000	SHS.	T Rowe Price Emerg Mkts I	92,219.99	83,460.00	
600	SHS.	Target Corp	16,386.75	31,902.00	
6,000	SHS	Tweedy Browne Global Value Fund	134,963.96	135,420.00	
300	SHS	Varian Medical Systems Inc	9,089.40	19,225.50	
2,000	SHS.	Walgreen Co.	88,967.00	67,730.00	
			1,944,871.41	2,063,884.50	-119,013.09
		Cash	2,936,115.50	2,936,115 50	0.00
	1	**SUB-TOTAL**	4,880,986.91	5,000,000.00	-119,013 09

2. MANEELY FUND INC.
EIN: 23-1569917
1900 MARKET STREET
PHILADELPHIA, PA 19103

COMPOSED OF 507(b)(2) TERMINATION:

RECEIVED	**03/23/11**	Balance of Cash	19,287.00	19,287.00	0 00
	2	**SUB-TOTAL**	19,287.00	19,287.00	0 00
		TOTAL 2011 CONTRIBUTIONS RECEIVED	**4,900,273.91**	**5,019,287.00**	**-119,013.09**

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
40.00		TOTAL SHORT-TERM CAPITAL GAIN DIVIDENDS					40.	
7,024.00		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					7,024.	
		300. ADOBE SYS INCORP PROPERTY TYPE: SECURITIES					08/19/2005	03/10/2011
10,461.00		8,004.00					2,457.00	
		700. ADOBE SYS INCORP PROPERTY TYPE: SECURITIES					VAR	10/05/2011
17,139.00		17,876.00					-737.00	
		50000. ANHEUSER-BUSCH COS INC DTD 4/16/2 PROPERTY TYPE: SECURITIES					12/14/2005	04/15/2011
50,000.00		52,298.00					-2,298.00	
		500. BMC SOFTWARE PROPERTY TYPE: SECURITIES					02/10/2011	12/22/2011
16,487.00		24,815.00					-8,328.00	
		943. BANK OF NEW YORK MELLON CORP PROPERTY TYPE: SECURITIES					11/27/2006	12/22/2011
18,841.00		35,375.00					-16,534.00	
		2624.672 WILLIAM BLAIR INTL GROWTH-I PROPERTY TYPE: SECURITIES					08/28/2009	10/10/2011
50,000.00		45,433.00					4,567.00	
		50000. FFCB DTD 6/27/2006 5.375% 7/18/20 PROPERTY TYPE: SECURITIES					01/19/2007	07/18/2011
50,000.00		50,715.00					-715.00	
		22313.8886 FNMA #255314 DTD 7/1/2004 6% PROPERTY TYPE: SECURITIES					06/22/2004	01/25/2011
587.00		596.00					-9.00	
		21801.6087 FNMA #255314 DTD 7/1/2004 6% PROPERTY TYPE: SECURITIES					06/22/2004	02/25/2011
512.00		520.00					-8.00	
		21274.9571 FNMA #255314 DTD 7/1/2004 6% PROPERTY TYPE: SECURITIES					06/22/2004	03/25/2011
527.00		534.00					-7.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		20794.5693 FNMA #255314 DTD 7/1/2004 6% PROPERTY TYPE: SECURITIES					06/22/2004	04/25/2011
480.00		488.00					-8.00	
		20431.902 FNMA #255314 DTD 7/1/2004 6% 8 PROPERTY TYPE: SECURITIES					06/22/2004	05/25/2011
363.00		368.00					-5.00	
		19914.9435 FNMA #255314 DTD 7/1/2004 6% PROPERTY TYPE: SECURITIES					06/22/2004	06/27/2011
517.00		525.00					-8.00	
		19536.5026 FNMA #255314 DTD 7/1/2004 6% PROPERTY TYPE: SECURITIES					06/22/2004	07/25/2011
378.00		384.00					-6.00	
		19299.2339 FNMA #255314 DTD 7/1/2004 6% PROPERTY TYPE: SECURITIES					06/22/2004	08/25/2011
237.00		241.00					-4.00	
		18924.8516 FNMA #255314 DTD 7/1/2004 6% PROPERTY TYPE: SECURITIES					06/22/2004	09/26/2011
374.00		380.00					-6.00	
		18493.9964 FNMA #255314 DTD 7/1/2004 6% PROPERTY TYPE: SECURITIES					06/22/2004	10/25/2011
431.00		437.00					-6.00	
		18025.9275 FNMA #255314 DTD 7/1/2004 6% PROPERTY TYPE: SECURITIES					06/22/2004	11/25/2011
468.00		475.00					-7.00	
		17493.7884 FNMA #255314 DTD 7/1/2004 6% PROPERTY TYPE: SECURITIES						12/27/2011
532.00		532.00						
		4195.2006 FNMA #451916 DTD 11/1/1998 6% PROPERTY TYPE: SECURITIES					10/26/1998	01/25/2011
140.00		140.00						
		4053.3057 FNMA #451916 DTD 11/1/1998 6% PROPERTY TYPE: SECURITIES					10/26/1998	02/25/2011
142.00		142.00						

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		3912.0411 FNMA #451916 DTD 11/1/1998 6% PROPERTY TYPE: SECURITIES					10/26/1998	03/25/2011
141.00		141.00						
		3761.9935 FNMA #451916 DTD 11/1/1998 6% PROPERTY TYPE: SECURITIES					10/26/1998	04/25/2011
150.00		150.00						
		3612.4266 FNMA #451916 DTD 11/1/1998 6% PROPERTY TYPE: SECURITIES					10/26/1998	05/25/2011
150.00		150.00						
		3471.4367 FNMA #451916 DTD 11/1/1998 6% PROPERTY TYPE: SECURITIES					10/26/1998	06/27/2011
141.00		141.00						
		3329.7114 FNMA #451916 DTD 11/1/1998 6% PROPERTY TYPE: SECURITIES					10/26/1998	07/25/2011
142.00		142.00						
		3187.2469 FNMA #451916 DTD 11/1/1998 6% PROPERTY TYPE: SECURITIES					10/26/1998	08/25/2011
142.00		143.00					-1.00	
		3039.7546 FNMA #451916 DTD 11/1/1998 6% PROPERTY TYPE: SECURITIES					10/26/1998	09/26/2011
147.00		148.00					-1.00	
		2894.252 FNMA #451916 DTD 11/1/1998 6% 1 PROPERTY TYPE: SECURITIES					10/26/1998	10/25/2011
146.00		146.00						
		2742.6065 FNMA #451916 DTD 11/1/1998 6% PROPERTY TYPE: SECURITIES					10/26/1998	11/25/2011
152.00		152.00						
		2604.1032 FNMA #451916 DTD 11/1/1998 6% PROPERTY TYPE: SECURITIES						12/27/2011
139.00		139.00						
		3850.9653 FNMA #491348 DTD 4/1/1999 6.5% PROPERTY TYPE: SECURITIES					05/07/1999	01/25/2011
93.00		93.00						

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		3757.8556 FNMA #491348 DTD 4/1/1999 6.5% PROPERTY TYPE: SECURITIES					05/07/1999	02/25/2011
93.00		94.00					-1.00	
		3663.6434 FNMA #491348 DTD 4/1/1999 6.5% PROPERTY TYPE: SECURITIES					05/07/1999	03/25/2011
94.00		95.00					-1.00	
		3566.6364 FNMA #491348 DTD 4/1/1999 6.5% PROPERTY TYPE: SECURITIES					05/07/1999	04/25/2011
97.00		98.00					-1.00	
		3136.1295 FNMA #491348 DTD 4/1/1999 6.5% PROPERTY TYPE: SECURITIES					05/07/1999	05/25/2011
431.00		433.00					-2.00	
		3035.9598 FNMA #491348 DTD 4/1/1999 6.5% PROPERTY TYPE: SECURITIES					05/07/1999	06/27/2011
100.00		101.00					-1.00	
		2937.9857 FNMA #491348 DTD 4/1/1999 6.5% PROPERTY TYPE: SECURITIES					05/07/1999	07/25/2011
98.00		99.00					-1.00	
		2836.6427 FNMA #491348 DTD 4/1/1999 6.5% PROPERTY TYPE: SECURITIES					05/07/1999	08/25/2011
101.00		102.00					-1.00	
		2734.8217 FNMA #491348 DTD 4/1/1999 6.5% PROPERTY TYPE: SECURITIES					05/07/1999	09/26/2011
102.00		102.00						
		2635.0641 FNMA #491348 DTD 4/1/1999 6.5% PROPERTY TYPE: SECURITIES					05/07/1999	10/25/2011
100.00		100.00						
		2529.1209 FNMA #491348 DTD 4/1/1999 6.5% PROPERTY TYPE: SECURITIES					05/07/1999	11/25/2011
106.00		107.00					-1.00	
		2428.146 FNMA #491348 DTD 4/1/1999 6.5% PROPERTY TYPE: SECURITIES						12/27/2011
101.00		101.00						

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		7260.09 FNMA #495824 DTD 9/1/1999 7% 9/1 PROPERTY TYPE: SECURITIES					09/02/1999	01/25/2011
146.00		146.00						
		7112.836 FNMA #495824 DTD 9/1/1999 7% 9/ PROPERTY TYPE: SECURITIES					09/02/1999	02/25/2011
147.00		147.00						
		6963.89 FNMA #495824 DTD 9/1/1999 7% 9/1 PROPERTY TYPE: SECURITIES					09/02/1999	03/25/2011
149.00		149.00						
		6815.32 FNMA #495824 DTD 9/1/1999 7% 9/1 PROPERTY TYPE: SECURITIES					09/02/1999	04/25/2011
149.00		149.00						
		6665.08 FNMA #495824 DTD 9/1/1999 7% 9/1 PROPERTY TYPE: SECURITIES					09/02/1999	05/25/2011
150.00		150.00						
		6513.89 FNMA #495824 DTD 9/1/1999 7% 9/1 PROPERTY TYPE: SECURITIES					09/02/1999	06/27/2011
151.00		151.00						
		6362.476 FNMA #495824 DTD 9/1/1999 7% 9/ PROPERTY TYPE: SECURITIES					09/02/1999	07/25/2011
151.00		152.00					-1.00	
		6209.888 FNMA #495824 DTD 9/1/1999 7% 9/ PROPERTY TYPE: SECURITIES					09/02/1999	08/25/2011
153.00		153.00						
		6056.316 FNMA #495824 DTD 9/1/1999 7% 9/ PROPERTY TYPE: SECURITIES					09/02/1999	09/26/2011
154.00		154.00						
		5901.498 FNMA #495824 DTD 9/1/1999 7% 9/ PROPERTY TYPE: SECURITIES					09/02/1999	10/25/2011
155.00		155.00						
		5745.698 FNMA #495824 DTD 9/1/1999 7% 9/ PROPERTY TYPE: SECURITIES					09/02/1999	11/25/2011
156.00		156.00						

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		5587.15 FNMA #495824 DTD 9/1/1999 7% 9/1 PROPERTY TYPE: SECURITIES						12/27/2011
159.00		159.00						
		247.9132 FNMA #532068 DTD 8/1/2000 7.5% PROPERTY TYPE: SECURITIES						01/25/2011
11.00		11.00						
		236.4664 FNMA #532068 DTD 8/1/2000 7.5% PROPERTY TYPE: SECURITIES					08/03/2000	02/25/2011
11.00		11.00						
		224.9435 FNMA #532068 DTD 8/1/2000 7.5% PROPERTY TYPE: SECURITIES						03/25/2011
12.00		12.00						
		213.3427 FNMA #532068 DTD 8/1/2000 7.5% PROPERTY TYPE: SECURITIES						04/25/2011
12.00		12.00						
		201.6618 FNMA #532068 DTD 8/1/2000 7.5% PROPERTY TYPE: SECURITIES						05/25/2011
12.00		12.00						
		189.903 FNMA #532068 DTD 8/1/2000 7.5% 8 PROPERTY TYPE: SECURITIES					08/03/2000	06/27/2011
12.00		12.00						
		178.0662 FNMA #532068 DTD 8/1/2000 7.5% PROPERTY TYPE: SECURITIES					08/03/2000	07/25/2011
12.00		12.00						
		166.1474 FNMA #532068 DTD 8/1/2000 7.5% PROPERTY TYPE: SECURITIES						08/25/2011
12.00		12.00						
		154.1466 FNMA #532068 DTD 8/1/2000 7.5% PROPERTY TYPE: SECURITIES						09/26/2011
12.00		12.00						
		142.0658 FNMA #532068 DTD 8/1/2000 7.5% PROPERTY TYPE: SECURITIES						10/25/2011
12.00		12.00						

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		129.905 FNMA #532068 DTD 8/1/2000 7.5% 8 PROPERTY TYPE: SECURITIES						11/25/2011
12.00		12.00						
		117.6602 FNMA #532068 DTD 8/1/2000 7.5% PROPERTY TYPE: SECURITIES						12/27/2011
12.00		12.00						
		7575.758 PAYDEN HIGH INCOME FUND PROPERTY TYPE: SECURITIES					08/28/2009	11/30/2011
51,894.00		50,000.00					1,894.00	
		985. PFIZER INC. PROPERTY TYPE: SECURITIES					10/16/2009	02/10/2011
18,685.00		17,503.00					1,182.00	
		300. ROCKWELL COLLINS INC. PROPERTY TYPE: SECURITIES					11/07/2007	02/10/2011
20,124.00		22,494.00					-2,370.00	
		200. 3M CO PROPERTY TYPE: SECURITIES					VAR	02/10/2011
18,062.00		14,462.00					3,600.00	
		100000. US TREASURY N/B DTD 8/15/2001 5% PROPERTY TYPE: SECURITIES					VAR	08/15/2011
100,000.00		101,570.00					-1,570.00	
TOTAL GAIN(LOSS)							-11,874.	

SUMMARY OF GAIN/(LOSS)

439,373.00		451,247.00	-0-	-0-	-0-		-11,874.	

FORM 990PF, PART VII-A, LINE 14 - BOOKS ARE IN THE CARE OF
==

NAME: THE GLENMEDE TRUST COMPANY, N.A.

ADDRESS: 1650 MARKET STREET, SUITE 1200
PHILADELPHIA, PA 19103-7391

TELEPHONE NUMBER: (215)419-6000

MKM FOUNDATION
ACCOUNT #0617-29-4/4
EIN: 23-7966478
TAX YEAR ENDING 12/31/11

ATTACHMENTS PAGE 6 FORM 990-PF
PART VIII LIST OF OFFICERS, DIRECTORS, TRUSTEES, ETC.

NAME AND ADDRESS	TITLE	AVERAGE HOURS PER WEEK	COMPEN-SATION	EXPENSE ACCT	EMPLOYEE BEN PLAN CONTRIB
1. JAMES E. O'DONNELL C/O THE GLENMEDE TRUST COMPANY, N.A. 1650 MARKET STREET, SUITE 1200 PHILADELPHIA, PA 19103-7391	TRUSTEE	1	0	0	0
2. MARIE O'DONNELL C/O THE GLENMEDE TRUST COMPANY, N.A. 1650 MARKET STREET, SUITE 1200 PHILADELPHIA, PA 19103-7391	TRUSTEE	1	0	0	0
3. ELIZABETH O'DONNELL C/O THE GLENMEDE TRUST COMPANY, N.A. 1650 MARKET STREET, SUITE 1200 PHILADELPHIA, PA 19103-7391	TRUSTEE	1	0	0	0

MKM FOUNDATION
ACCOUNT #0617-29-4/4
EIN: 23-7966478
TAX YEAR ENDING 12/31/11

PART XV, FORM 990-PF, PAGE 11
Part XV CHARITABLE GIFTS 3a - PAID

NO.	Grantee Organization and Project Description	Grant Amount	Payment Date
1	**New Venture Fund** Washington, DC For the Founding of the Center for Disaster Philanthropy	50,000.00	3/30/2011
2	**Almost Home Animal Shelter** Pennsauken, NJ Restricted for Operating Expenses	2,500.00	4/6/2011
3	**Change a Life Uganda** Brick, NJ Restricted to Education and Health Programs	2,000.00	4/6/2011
4	**Friends of the Collingswood Library** Collingswood, NJ Unrestricted for General Charitable Purposes	2,500.00	4/6/2011
5	**St. Paul's ELC Food Pantry** Collingswood, NJ Unrestricted for General Charitable Purposes	3,000.00	4/6/2011
6	**Wounded Warrior Project** Jacksonville, FL Restricted to the following programs: Alumni, Caregiver Retreats, Benefits Counseling, Coping/Family Services, Peer Mentoring	5,000.00	4/6/2011
7	**St. Dorothy Parish** Drexel Hill, PA Unrestricted for General Charitable Purposes	5,000.00	5/20/2011
8	**Project H.O.M.E.** Philadelphia, PA General Operating Support for Honickman Learning Center and Comcast Technology Labs	10,000.00	7/11/2011
9	**Eldernet of Lower Merion and Narberth** Bryn Mawr, PA Unrestricted for General Charitable Purposes	5,000.00	8/8/2011

STATEMENT 5

MKM FOUNDATION
ACCOUNT #0617-29-4/4
EIN: 23-7966478
TAX YEAR ENDING 12/31/11

PART XV, FORM 990-PF, PAGE 11
Part XV CHARITABLE GIFTS 3a - PAID

NO.	Grantee Organization and Project Description	Grant Amount	Payment Date
10	**Inis Nua Theatre Company** Philadelphia, PA Unrestricted for General Charitable Purposes	7,000.00	8/8/2011
11	**AARP Foundation Tax-Aide (PA 1)** Long Beach, CA Restricted to Pennsylvania Region PA 1	3,000.00	8/17/2011
12	**Katie at the Bat Team** Narberth, PA Unrestricted for General Charitable Purposes	20,000.00	8/17/2011
13	**Friends' Central School** Wynnewood, PA Anonoymous Gift Restricted for Annual Principals' Fund	9,000.00	9/7/2011
14	**St. Joseph's Preparatory School** Philadelphia, PA Campaign for the Sciences - From MKM Foundation	5,000.00	10/12/2011
15	**Impact 100 Philadelphia** Wynnewood, PA Restricted for Operating Expenses	1,000.00	11/22/2011
16	**Mtaala Foundation** Haddonfield, NJ Unrestricted for General Charitable Purposes	2,000.00	11/23/2011
17	**The Worldwide Fistula Fund** St. Louis, MO Sponsorship of Fistula Surgical Costs	5,000.00	11/23/2011
18	**DonorsChoose** New York, NY Restricted to Donation ID 1277957	995.92	11/30/2011

MKM FOUNDATION
ACCOUNT #0617-29-4/4
EIN: 23-7966478
TAX YEAR ENDING 12/31/11

PART XV, FORM 990-PF, PAGE 11
Part XV CHARITABLE GIFTS 3a - PAID

NO.	Grantee Organization and Project Description	Grant Amount	Payment Date
19	**DonorsChoose** New York, NY Restricted to Donation ID 1277058	1,000.00	11/30/2011
20	**Friends' Central School** Wynnewood, PA Restricted to Annual Giving Campaign	5,000.00	11/30/2011
21	**Philabundance** Philadelphia, PA To Support the Philabundance Community Food Center in Chester	20,000.00	11/30/2011
22	**Philabundance** Philadelphia, PA Restricted for the Fresh for All Program	10,000.00	11/30/2011
23	**Impact 100 Philadelphia** Wynnewood, PA General Charitable Purposes	1,000.00	12/6/2011
24	**Impact 100 Philadelphia** Wynnewood, PA General Charitable Purposes	1,000.00	12/6/2011
	Grand Totals	**175,995.92**	

STATEMENT 5

MKM FOUNDATION
ACCOUNT #0617-29-4/4
EIN: 23-7966478
TAX YEAR ENDING 12/31/11

ATTACHMENTS PAGE 11 FORM 990-PF
PART XV CHARITABLE GIFTS 3b
APPROVED IN CURRENT YEAR NOT PAID AS OF 12/31/2011

NO.	UNPAID AS OF 12/31/2011	AMOUNT
1	**AARP FOUNDATION TAX-AIDE (PA 1)** Long Beach, CA RESTRICTED TO PENNSYLVANIA REGION PA 1	3,000.00
2	**NEW VENTURE FUND** Washington, D.C. FOR THE FUNDING OF THE CENTER FOR DISASTER PHILANTHROPY	50,000.00
3	**IMPACT 100 PHILADELPHIA** Wynnewood, PA RESTRICTED FOR OPERATING EXPENSES	2,000.00
4	**INIS NUA THEATRE COMPANY** Philadelphia, PA UNRESTRICTED FOR GENERAL CHARITABLE PURPOSES	7,000.00
5	**KATIE AT THE BAT TEAM** Narberth, PA UNRESTRICTED FOR GENERAL CHARITABLE PURPOSES	20,000.00
6	**PHILABUNDANCE** Philadelphia, PA TO SUPPORT THE PHILABUNDANCE COMMUNITY FOOD CENTER IN CHESTER	40,000.00
7	**PROJECT H.O.M.E.** Philadelphia, PA GENERAL OPERATING SUPPORT FOR HONICKMAN LEARNING CENTER AND COMCAST TECHNOLOGY LABS	10,000.00

STATEMENT 5

MKM FOUNDATION
ACCOUNT #0617-29-4/4
EIN: 23-7966478
TAX YEAR ENDING 12/31/11

ATTACHMENTS PAGE 11 FORM 990-PF
PART XV CHARITABLE GIFTS 3b
APPROVED IN CURRENT YEAR NOT PAID AS OF 12/31/2011

8	**ST. JOSEPH'S PREPARATORY SCHOOL** Philadelphia, PA CAMPAIGN FOR THE SCIENCES	15,000.00
	TOTAL 2011 UNPAID GRANT AS OF 12/31/2011	**147,000.00**

STATEMENT 5

MKM FOUNDATION
ACCOUNT #0617-29-4/4
EIN: 23-7966478
TAX YEAR ENDING 12/31/2011

Supplemental Schedule of Information

ATTACHMENTS PAGE 9 FORM 990-PF
PART XIII, UNDISTRIBUTED INCOME, LINE 4c

ELECTION UNDER IRC REG. SEC. 53.4942(a)-3(d)(2)

In accordance with Regulation Section 53.4942(a)-3(d)(2), MKM Foundation hereby elects to treat the trust's qualifying distributions for the year ending December 31, 2011 in the amount of $180,912, to have been distributed out of corpus.

Marie O'Donnell
(Signature)

trustee
Title

Marie O'Donnell
(Print Name)