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Form **990-PF**

FILED PURSUANT TO NOTICE 2004-35 Return of Private Foundation or Section 4947(a)(1) Nonexempt Charitable Trust Treated as a Private Foundation

As Amended

Department of the Treasury Internal Revenue Service

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

FOI (alen	dar year 2011 or tax year beginning		, and ending		
Name of foundation					A Employer identification	number
		BURKE FOUNDATION		1	25-1407410	
		nd street (or P O box number if mail is not delivered to street	•	Room/suite	B Telephone number	0.0
	<u>50</u>		TE 250		412-471-45	
		own, state, and ZIP code			C If exemption application is p	ending, check here
		TSBURGH, PA 15222	Industrial and one of a f	avenar public about	D. 4. Faraign arganizations	a shask bara
u C	песк	all that apply: Initial return Final return	X Amended return	ormer public charity	D 1 Foreign organizations	s, check here
		Address change	Name change		Foreign organizations me 2. check here and attach co	eting the 85% test,
<u> </u>	hook	type of organization: X Section 501(c)(3) ex			1	
	_		Other taxable private found:	ation	E If private foundation sta under section 507(b)(1)	
I Fa		arket value of all assets at end of year J Account		Accrual	1	• •
		· —	ther (specify)	Accidai	F If the foundation is in a under section 507(b)(1)	
>		12,804,233. (Part I, colu		basis)		(D), check field
		Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not	(a) Revenue and	(b) Net investment	(c) Adjusted net	(d) Disbursements
		(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))	expenses per books	income	income	for charitable purposes (cash basis only)
	1	Contributions, gifts, grants, etc., received	1,039,713.	18 1 2 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	N/A	
	2	Check if the foundation is not required to attach Sch. B	********	() * * ()		
	3	Interest on savings and temporary cash investments	7,292.	7,292.		STATEMENT 1
	4	Dividends and interest from securities	184,778.	184,778.		STATEMENT: 2
	5a	Gross rents	30,156.	30,156.		STATEMENT 33
	b	Net rental income or (loss) 30,156.	, , , ,			
a	6a	Net gain or (loss) from sale of assets not on line 10	<128,879.	>		· Mariana
มน	b	Gross sales price for all assets on line 6a	·*·*** · · · · · ·		^ -	Y Committee of the state of the
Revenue	7	Capital gain net income (from Part IV, line 2)	(x, x, x	0.		
Œ	8	Net short-term capital gain	*********	* ` \		7/10 m 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1
	9	Income modifications Gross sales less returns	a de la valore a la las	· · · · · · · · · · · · · · · · · · ·		
	10a	and allowances	* , , ,		* \\\^\\\^\\\	· · · · · · · · · · · · · · · · · · ·
		Less Cost of goods sold	*			* ******
		Gross profit or (loss)	24 521	0.		STATEMENT 44
	11	Other income	24,521. 1,157,581.	222,226.		STATEMENT 4
	12	Total Add lines 1 through 11	1,137,381.	0.	<u> </u>	0.
	13 14	Compensation of officers, directors, trustees, etc Other employee salaries and wages	· · · · · · · · · · · · · · · · · · ·			- 0.
		Pension plans, employee benefits				
es		Legal fees		F		
ens		Accounting fees STMT 5	1,225.	0.	RECEIVED	0.
仏いる Administrative Expens		Other professional fees	,		VLIVEL	10
ve	i	Interest		2,3B4.	FED 1 2 2004	S
rati	18	Taxes STMT 6	2,349.	2,384.	FEB 1 3 2014	
, nist	19	Depreciation and depletion			OCOF	
CU %	20	Occupancy			OGDEN, UT	
	21	Travel, conferences, and meetings	ļ			
and	22	Printing and publications	455 005	115 515	<u> </u>	40.500
) ™AN ⊎ Operating	23	Other expenses STMT 7	157,221.	146,641.		10,538.
IAI ∍rat	24	Total operating and administrative	160 705	140 075		10 520
S S	O.E.	expenses Add lines 13 through 23	160,795. 401,538.	148,975.		10,538. 401,538.
	25	Contributions, gifts, grants paid	401,558.			401,338.
Z	26	Total expenses and disbursements Add lines 24 and 25	562,333.	148,975.		412,076.
22	27	Subtract line 26 from line 12:	302,333.	1 =0,213.	**** * * * * * * * * * * * * * * * * * *	### 1010.
SCAMMED MAN	l	Excess of revenue over expenses and disbursements	595,248.			
S	i	Net investment income (if negative, enter -0-)		73,251.		
	l	Adjusted net income (if negative, enter -0-)			N/A	

Form 990-PF (2011) THE BURKE FOUNDATION Part 11 Balance Sheets Attached schedules and amounts in the description Beginning of year (c) Fair Market Value (b) Book Value (a) Book Value 3,156 8,727 8,727. Cash - non-interest-bearing 2 Savings and temporary cash investments 3 Accounts receivable ► Less: allowance for doubtful accounts 4 Pledges receivable ► Less; allowance for doubtful accounts Grants receivable 6 Receivables due from officers, directors, trustees, and other disqualified persons 7 Other notes and loans receivable Less: allowance for doubtful accounts Inventories for sale or use 9 Prepaid expenses and deferred charges 10a Investments - U.S. and state government obligations b Investments - corporate stock c Investments - corporate bonds 11 investments - land, buildings, and equipment basis Less accumulated depreciation 12 Investments - mortgage loans 13,249,993. STMT 9 9,930,898. 13 Investments - other 14 Land, buildings, and equipment basis Less accumulated depreciation 15 Other assets (describe ▶ 9,934,054. 13,258,720. 12,804,233 16 Total assets (to be completed by all filers) 17 Accounts payable and accrued expenses 18 Grants payable 19 Deferred revenue 20 Loans from officers, directors, trustees, and other disqualified persons 21 Mortgages and other notes payable 22 Other liabilities (describe 23 Total liabilities (add lines 17 through 22) Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31 Fund Balances 24 Unrestricted 25 Temporarily restricted 26 Permanently restricted ▼ X Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ò 27 Capital stock, trust principal, or current funds **Net Assets** 0. 28 Paid-in or capital surplus, or land, bldg., and equipment fund 9,934,054. 13,258,720. 29 Retained earnings, accumulated income, endowment, or other funds 9,934,054. 13,258,720 30 Total net assets or fund balances 13,258,720 9,934,054. 31 Total liabilities and net assets/fund balances Part III Analysis of Changes in Net Assets or Fund Balances Total net assets or fund balances at beginning of year - Part II, column (a), line 30 9,934,054. (must agree with end-of-year figure reported on prior year's return) 595,248. 2 Enter amount from Part I, line 27a Other increases not included in line 2 (itemize) SEE STATEMENT 8 2,730,018. 3 13,259,320. Add lines 1, 2, and 3 4 Decreases not included in line 2 (itemize) ► FEDERAL TAXES 5 600. 13,258,720. Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 Form **990-PF** (2011)

123511 12-02-11

2011.05020 THE BURKE FOUNDATION

Part IV Capital Gains a	and Losses for Tax on Ir	nvestment	Income						
	be the kind(s) of property sold (e.g ehouse; or common stock, 200 sh			i, b	low ac - Purc - Dona		(c) Date (mo., d	acquired lay, yr.)	(d) Date sold (mo., day, yr.)
1a THE BURKE FOUNI	DATIONS (K-1)								
b THE BURKE FOUND	DATIONS (K-1)								
<u>C</u>		<u>.</u>							
<u>d</u>	- · · · · ·			-				=	
e (e) Gross sales price	(f) Depreciation allowed (or allowable)		st or other basis expense of sale					ain or (loss s (f) minus	
	· · · · · · · · · · · · · · · ·	pius o	Aponoc or said				(0) più	5 (1) 11111105	4,615.
b									<133,494.
C									<u> </u>
d									
e									
Complete only for assets showing	g gain in column (h) and owned by	the foundation	on 12/31/69					Col. (h) gair	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis		cess of col. (i)			co		not less tha (from col.	
(1) 1 1 1 1 2 2 1 2 1 2 2	as of 12/31/69	over	col. (j), if any			· · · · · ·			
<u>a</u>	 								4,615. <133,494.
<u>b</u>						····			<133,494.
d d									
e									···· -
	C If gain, also ente	r in Part I line	7	7		_			
2 Capital gain net income or (net cap	oital loss) { If gain, also ente If (loss), enter -0)- in Part I, line	7	} [2				<128,879.
3 Net short-term capital gain or (loss	•								
If gain, also enter in Part I, line 8, o]					
If (loss), enter -0- in Part I, line 8 Part V. Qualification Ur	aday Caption 4040(a) for	Dadisand	Tour on No.		3			N/A	<u>, </u>
<u></u>						IEIIL IIII			
(For optional use by domestic private	foundations subject to the section	4940(a) tax on	net investment ir	ncome	9.)				
If section 4940(d)(2) applies, leave th	ıs part blank.								
Was the foundation liable for the secti	on 4942 tax on the distributable an	nount of any ve	ear in the base be	rıod?					Yes X No
If "Yes," the foundation does not quali		, ,	•						
1 Enter the appropriate amount in ea	ach column for each year; see instr	uctions before	makıng any entri	es.					
(a) Base period years	(b)			(c)				Distri	(d) bution ratio
Calendar year (or tax year beginnin			Net value of no						vided by col. (c))
2010		3,024.				3,336			.038019
2009		55,370. 18,975.				$\frac{6,276}{3,531}$.026994
2008		3,923.				<u>3,631</u> 7,335			.024174
2007		7,719.				4,996			.029514
2000		. , , , _ , ,			,	1,000	-		
2 Total of line 1, column (d)							2		.151194
3 Average distribution ratio for the 5	-year base period - divide the total	on line 2 by 5,	or by the number	of ye	ars				,
the foundation has been in existen	ce if less than 5 years						3		.030239
4 Enter the net value of noncharitable	e-use assets for 2011 from Part X,	line 5					4	1	<u>1,249,582.</u>
									242 455
5 Multiply line 4 by line 3							5		340,176.
0 Fata 40/ of anti-continuation	- (40/ -4 David Line 07h)								733.
6 Enter 1% of net investment incom	e (1% of Part I, line 27b)						6	<u> </u>	/33.
7 Add lines 5 and 6							7		340,909.
7 Aug intos y arra y									J 2 0 , J 0 J •
8 Enter qualifying distributions from	Part XII, line 4						8		412,076.
If line 8 is equal to or greater than See the Part VI instructions.	line 7, check the box in Part VI, line	e 1b, and comp	lete that part usir	ng a 1°	% tax	rate.			

THE BURKE FOUNDATION Form 990-PF (2011) 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 \blacktriangleright and enter "N/A" on line 1. (attach copy of letter if necessary-see instructions) Date of ruling or determination letter: b Domestic foundations that meet the section 4940(e) requirements in Part V, check here 🕨 🗶 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-) 733. 3 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-Credits/Payments: 5,679 a 2011 estimated tax payments and 2010 overpayment credited to 2011 6a b Exempt foreign organizations - tax withheld at source 6b c Tax paid with application for extension of time to file (Form 8868) 6c d Backup withholding erroneously withheld 6d <5,052. 7 Total credits and payments. Add lines 6a through 6d O.R. OVERPAYMENT Enter any penalty for underpayment of estimated tax. Check here _____ if Form 2220 is attached 8 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed 106. 9 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 10 Refunded 🏖 Enter the amount of line 10 to be: Credited to 2012 estimated tax 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 instructions for definition)? 1b 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? 10 d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: 0. (2) On foundation managers. > \$ (1) On the foundation. > \$ Ψ, e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation 絁 managers. ► \$ 2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities 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 Х 4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? 4a b If "Yes," has it filed a tax return on Form 990-T for this year? 4b 5 5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T. 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 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 8a Enter the states to which the foundation reports or with which it is registered (see instructions) PA b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) X of each state as required by General Instruction G? If "No," attach explanation 8Ъ Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar 4. 3 year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV 10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses 10

Part VII-A Statements Regarding Activities (commued) If viary me during they set, of the foundation, directly or infractly, own a controlled entity within the meaning of section \$12(t)(13)? If Yes, attach schedule (see instructions) 10 did the foundation or make a distriction to a donor advised find over which the foundation or a dequalitied person had advisory privileges? 11 The fools are in care of \$7.50 miles inspection requirements for its annual returns and exemption application? 12 X 13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? 14 The fools are in care of \$7.50 miles \$1.50 miles \$1.5		990-PF (2011) THE BURKE FOUNDATION 25-1407	410		Page 5
section \$12(b)(13)? If Yes, attach schedule (see instructions) 10 of the foundation make a distribution to a donor advised fund over which the foundation or a dequalified person had advisory privileges? 11 Yes, attach statement (see instructions) 13 Did the foundation make a distribution to a donor advised fund over which the foundation or a dequalified person had advisory privileges? 13 If the books are in case in the public inspection requirements for its annual returns and exemption application? 14 The books are in case in Set 50 SMTHPTED STRET, STR. 250, PITTSEURGH, PA ZIP-4 \$15.222 15 Section 4947(a)(1) none-empt charitable trusts fring from 890-PF in lieu of Form 141-1-Check there and setter the amount of the exemption interest received or accured during the year 15 At amy 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 continy? 16 At amy 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 continy? 17 Engage in the sale or exchange, or leasing of property with a disqualified person? 18 File Form 4720 frank y term is checked in the "Yes" column, unless an exception applies. 19 Did form the sale or exchange, or leasing of property with a disqualified person? 19 Financial many income or assets to a disqualified person? 20 File Form 4720 frank y term is checked in the "Yes" column, unless an exception applies. 21 File Form 4720 frank y term is checked in the "Yes" column, unless an exception applies. 22 File Form 4720 frank y term is checked in the "Yes" column, unless an exception applies. 23 File Form 4720 frank y term is checked in the "Yes" column, unless an exception applies. 24 File Form 4720 frank y term is checked in the "Yes" column, unless an exception of yes and yes and yes an yes and yes an exception applies. 25 File Form 4720 frank y term is c	Pa	rt VII-A Statements Regarding Activities (continued)	1 1		
12 Did the foundation make a districtution to a disonar advised fand over which the foundation or a disqualited person had advisory privileges? 13 Did the foundation comply with the public aspection requirements for its annual returns and exemption application? Website address ► N/A 13 The books are care of ► STEVEN BURKE Located at ► 650 SMTHFFIELD STREET, STE, 250, PITTSBURGH, PA 27P-4 ► 15222 Section 497((19) noneeming charisable trusts thing from 90 PF in the lot if Form 1941 - Check there and enter the amount of the exemptiniteres received or accrued during the year A law in time during calendary are 21,11 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 fining requirements for form TDF 90-22.1. If "Yes," enter the name of the foreign 16 Law in the diving calendary are 21,11 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 fining requirements for form TDF 90-22.1. If "Yes," enter the name of the foreign 18 Life The The The The The The The The The Th	11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of			
If Yes, altach statement (see instructions) 10 the tenumentation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A 17 The books are in care of ▶ STEVEN BURKE 18 Located at ▶ 650 SMITHFISID STREET, STE. 250, PITTSBURGH, PA 270-4 ▶ 15522 18 Section 4947(a)(1) nonexempt characterist trusts filing form 990-9P in lieu of Form 1041 - Check here and set for the amount of tax everage there's received or accrued during the year 18 A lany 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 a a foreign canculard during the year 19 Tart VII-B Statements Regarding Activities for Which Form 4720 May Be Required File Form 4720 if any term is checked in the "Yes" column, unless an exception applies. 19 Longing they and did not foundation (either deverty or indirectly): (1) Engage in the sale or exchange, or leasing of property with a disqualified person? (2) Brown money from, lend maney to, or otherwise extend credit to (or accept in from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pey compression to, or pay or remibures the expenses of, a disqualified person? (5) Transfer any income or assets to a disqualified person (or make any of either exemptions discontinuous property to a government official? (Exception, Check No' (4) the tomodano agreed to make a grant to or to melloy the official for septiding disaster assistance check here (b) His pay answer a "Set" in his activation in other experting disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here Ordan the end of tax year 2011, did the foundation is not applyin		section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		_X_
13	12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges?			
Webste address ► N/A 14 The books are in care of ► STEVEN BURKE Telephone no. ► (412) 471-4550 Located at ≯ 650 SMITHFIRID STRET, STE, 250, PITTSBURGH, PA 15 Section 4947(a)(1) nonexempt charitable trusts filing form 900-PF in lieu of Form 1041- Check here and set the teamount of tax-eventy interest received or accrued during the year 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 fromgin 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 For TVII-B Statements Regarding Activities for Which Form 4720 May Be Required File Form 4720 if any term is checked in the "Yes" column, unless an exception applies. File Form 4720 if any term is checked in the "Yes" column, unless an exception applies. 10 Juring they said dut be foundation (either directly or indirectly); (11) Engage in the sale or exchange, or lessing of property with a disqualified person? (22) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (33) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (44) Pay compensation to, or pay or rembruse the experises of, a disqualified person? (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person (or make any of either available for the benefit or use of a disqualified person (or make any of either available for the benefit or use of a disqualified person (or make any of either available for the benefit or use of a disqualified person (or make any of either available for the benefit or use of a disqualified person (or make any of either available for the period or a disqualified person (or make any of either available for the period or a fact or second period or to semploy the official for a period after termination		If "Yes," attach statement (see instructions)			<u>X</u>
14. The books are in care of ▶ STEVEN BURKE Located at ▶ 650 SMITHFIELD STREET STE. 250, PITTSBURGH, PA 15 Section 4847(a)(1) nonexempt charatable bruss thing form 990-PF in leu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year A land year during clained year 2011, did the foundation have an invertest in or a signature or other authority over a bank, securities, or other financial account in a foreign country 8 The A land yime during clained year 2011, did the foundation have an invertest in or a signature or other authority over a bank, securities, or other financial account in a foreign country 8 The Fart VII-B Statements Regarding Activities for Which Form 4720 May Be Required 7 File Form 4720 if any tenn is checked in the "Yes" column, unless an exception applies. 1 Dung the year did the foundation (either directly or indirectly): 1 Dung the year did the foundation (either directly or indirectly): 1 Engage in the sale or exchange, or feasing to property with a disqualified person? 2 Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? 3 Firmsh goods, services, or facilities to (or accept them from) a disqualified person? 4 Yes X No 4 Pay compensation to, or pay or rembirates the expenses of, a disqualified person? 5 Transfer any income or assets to a desqualified person (or make any of either available for the benefit or use of a disqualified person)? 6 Agree to pay money or property to a government official? (Exception, Check 'No 6 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 cays) 1 If yes any income or assets to a desqualified person (or make any of either available for the benefit or use of a disqualified person)? 6 Agree to pay money or or a current notice regarding disaster assistance clock here 9 Dut the foundation engage in a prior year in any of the acts described in 1a, ot	13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Located at \$\infty\$ 650 SMTTHFTELD STREET STE 250 PTTTSBURGH, PA ZP+4 \$\infty\$15222 15 Section 4947(a)(1) nonexempt charable trusts thinp Form 990-PF in heur of Form 1041 - Check here and other the amount of tax-exempt inferent received or accrued duming the year and enter the amount of tax exempt inferent received or accrued duming the year 16 At any time duming cleaned are year 2011, dut the foundation have an interest in or a signature or other authority over a bank, securities, or other financial accounting? See the instructions for exceptions and fiting 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. 1 During the year did the boundation (letter directly or undrectly): (1) Engage in the sale or exchange, or leasing of property with a dequalified person? (2) Borrow money from, lend money to, or otherwise extend circled to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburs the expenses of, a dequalified person? (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?					
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check hare and either the amount of tax-eventpt interest received or accrued during the year of the trust and in either the amount of tax-eventpt interest received or accrued during the year of the filing of the trust of the filing of the filing of the trust of the filing of the filin	14			<u>-45</u>	<u>50</u>
and enter the amount of tax-exempt interest received or accrued during the year 16 At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, so rither 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 tem is checked in the "Yes" column, unless an exception applies. 1 During the year did the boundation (either directly or indirectly): (1) Engage in the sale or exchange, or leasing of property with a disqualified person? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or factifies to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (5) Transfer any income or assests to a disqualified person (or make any of either available of the boundation appread to make a grant at or to employ the official for a period after termination of government service, if terminating within 90 disays? (6) Agree to pay money or property to a government official? (Exception, Check 'No' if the foundation engage in a prior year in any of the acts fail to qualify under the exceptions described in Regulations section 53.44 (1)-30 or in 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 vas beginning in 2011? 2 Taxos on failure to distribute in comes (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(a)(3) or 4			222		
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? 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. 1a During the year did the foundation (either directly or indirectly): 11 Engage in the sale or exchange, or lessing of property with a disqualified person? [2] Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? [3] Furnish quods, services, or facilities to (or accept them from) a disqualified person? [4] Pay compensation to, or pay or reimburse the expenses of, a disqualified person? [5] Transfer any incine or assets to a disqualified person (or make any) of either available for the benefit or use of a disqualified person)? [6] Agree to pay money or property to a government official? (Exception, Check No* if the foundation argaed in a make a grant to or to employ the official for a period after termination of povernment service, it terminating within 90 days; b) If any answer is Yes* to 1a(1)-(6), did any of the acts fall to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance check here c) Diff the foundation engage in a prory earn any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? 1b) Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a) (relating to incorrect valuation of assets) to the years undistributed income? (If applying section 4942(a)(2)	15			, ▶	
securities, or other financial account in a foreign country? See the instructions for exceptions and filing recurrements 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. 1 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 X No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes X No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes X No (4) Pay compensation to, or pay or reimburs the expenses of, a disqualified person? Yes X 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) (or make any of either available for the benefit or use of a disqualified person) (or make any of either available for the benefit or use of a disqualified person) (or make any of either available for the benefit or use of a disqualified person) (or make any of either available for the benefit or use of a disqualified person) (or make any of either available for the benefit or use of a disqualified person) (or make any of either available for the benefit or use of a disqualified person) (or make any of either available for the benefit or use of a disqualified person) (or make any of either available for the benefit or use of a disqualified person) (or make any or either available for the act station quality under the exceptions described in Regulations section 53.4941(0)-3 or in a current notice regarding disaster assistance (see instructions)? 1 Did the foundation engage in a prior year in any of the exceptions described in Regulations section 53.4941(0)-3 or in a current notice regarding disaster assist			N		
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(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? (6) Agree to pay money or property to a government official? (Exception, Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) 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 \$3.4941(d)/3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance (see instructions)? Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(a)(3) or 4942(b)(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? If 'Yes,' that 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.) If If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. Also if the provisions of section 4943(c)(7)) to dispose of holdings acquired by going the page of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by goil for bequesty or (3) the lapse of the 10-, 15-, or 20-year first p	14		45° 5"		
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(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a givant to or to employ the official for a period after termination of government service, if terminating within 90 days) b If any answer is "Yes" to 1a(1)-(6), did any of the acts fait to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here or 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? 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(1)(3) or 4942(1)(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? If "Yes," list the years led 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.) b If "Yes," did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year's undistributed income? (if applying the provisions of section 4942(a)(2) 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 det				(# 12 (# 45)	
(4) Pay compensation to, or pay or remiburse the expenses of, a disqualified person? (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person (or make any of either available for the benefit or use of a disqualified person)? (6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if ferrimating within 90 days) b if any answer is 'Yes' to Id,'1)(e), did any of the acts tall to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011? 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? If 'Yes,' list the years' undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see instructions.) N/A b If 'Yes,' did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes X No b If 'Yes,' did the foundation have any amount in a manner that would peopardize its charitable purposes that b Did the foundation mixed during the year any amount in a manner that would peopardize its charitable purpose that		· · · ·	700		
(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? (8) 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) 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 53.4911(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance (see instructions)? 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? 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(a)(3) or 4942(i)(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? If Yes, list the years \bullet in year's undistributed income? (If applying 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.) If Yes, did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? If Yes, did the vecess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualited 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 fou			77.34		
for the benefit or use of a disqualified person)? (6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) 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)? Organizations relying on a current notice regarding disaster assistance (see instructions)? 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? 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? If 'Yes,' list the years b 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.) If 'Yes,' list the years' undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see instructions.) 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 ex			\$1.5g		
(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.) b If any answer is "Yes" to 1a(1)-(6), did any of the acts tail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011'2 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? 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.) If "Yes," If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? If yes, 'did the avexes 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 determ					
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.) 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)? 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? 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? If 'Yes,' list the years b D. 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.) A. Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? D. 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.) 4. Did the foundation make any investment in a prior year (but after December 31, 1969) that could geopardize its charitable purp		, , ,	(V 1.3)	* -# .	· a-char
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statement - see instructions.) c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.	b		1,000 thr	2 . 6	
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b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that	A				x
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			1 1	~	

orm 990-PF (2011) THE BURKE FOUNDATION Part VIL-By Statements Regarding Activities for Which	Form 4720 May Be F	AS 2	257140774	1FO Page 6
Part VII-B. Statements Regarding Activities for Which 5a During the year did the foundation pay or incur any amount to: (1) Carry on propaganda, or otherwise attempt to influence legislation (section (see section 4955); any voter registration drive? (3) Provide a grant to an individual for travel, study, or other similar purpose (4) Provide a grant to an organization other than a charitable, etc., organization 509(a)(1), (2), or (3), or section 4940(d)(2)? (5) Provide for any purpose other than religious, charitable, scientific, literary the prevention of cruelty to children or animals? b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify us section 53.4945 or in a current notice regarding disaster assistance (see instruction of the companies of the companies of the companies of the section 53.4945 or in a current notice regarding disaster assistance check c If the answer is "Yes" to question 5a(4), does the foundation claim exemption expenditure responsibility for the grant? If "Yes," attach the statement required by Regulations section 53 4946a Did the foundation, during the year, receive any funds, directly or indirectly, to a personal benefit contract?	on 4945(e))? or to carry on, directly or indirectly or or described in section y, or educational purposes, or funder the exceptions described indirectly or indirectly o	or Ye n Regulations	es X No	5b
 b Did the foundation, during the year, pay premiums, directly or indirectly, on a If "Yes" to 6b, file Form 8870 7a At any time during the tax year, was the foundation a party to a prohibited tax b If "Yes," did the foundation receive any proceeds or have any net income attributed that the second s	shelter transaction? butable to the transaction?		es X No 2 N/A	6b X 7b
Paid Employees, and Contractors		magers, mgm	y	
1 List all officers, directors, trustees, foundation managers and thei	(b) Title, and average	(c) Compensation	(d) Contributions to	(e) Expense account, other
(a) Name and address	hours per week devoted to position	(If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	allowances
STEVEN E. BURKE 650 SMITHFIELD STREET, SUITE 250 PITTSBURGH, PA 15222	_PRESIDENT 10.00	0.	0.	0.
PATRICIA G. BURKE 650 SMITHFIELD STREET, SUITE 250 PITTSBURGH, PA 15222 CHARLES R. BURKE, JR.	VICE PRESIDEN 5.00 TRUSTEE	T, TREASU		0.
650 SMITHFIELD STREET, SUITE 250 PITTSBURGH, PA 15222	1.00	0.	0.	0.
2 Compensation of five highest-paid employees (other than those in		enter "NONE."	(d) Contributions to	() [
(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			oumput soluti	
Total number of other employees paid over \$50,000			D	0

Part VIII Information About Officers, Directors, Trustees, Foundation M Paid Employees, and Contractors (continued)	anagers, Highly	
3 Five highest-paid independent contractors for professional services. If none, enter "NONE		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services Part IX-A Summary of Direct Charitable Activities		▶ 0
List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical inform		Expenses
number of organizations and other beneficiaries served, conferences convened, research papers produced, etc N/A		
2		
3		
4		
Part IX-B Summary of Program-Related Investments		
Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 1 N/A	0 2.	Amount
0		
2		
All other program-related investments. See instructions. 3		
Total. Add lines 1 through 3	•	0.
TOWN TOWN TO A STORY OF THE PARTY OF THE PAR	<u>~</u>	



P	art,X Minimum Investment Return (All domestic foundations mu	st complete this part Foreign foul	ndations,	, see instructions)
1	Fair market value of assets not used (or held for use) directly in carrying out charitable,	etc purposes.	N/W	
•	Average monthly fair market value of securities	oto., parpoodo.	1a	9,274,051.
	Average of monthly cash balances		1b	513,077.
C	Fair market value of all other assets		1c	1,633,767.
d	Total (add lines 1a, b, and c)		1d	11,420,895.
_	Reduction claimed for blockage or other factors reported on lines 1a and		editorire	11/120/0551
-	-	0.	3.2	
2	Acquisition indebtedness applicable to line 1 assets		2	0.
3	Subtract line 2 from line 1d		3	11,420,895.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, s	ee instructions)	4	171,313.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on F		5	11,249,582.
	Minimum investment return Enter 5% of line 5	art v, mic 4	6	562,479.
<u>6</u>	Part and the state of the state	(i)(5) private operating foundations ar		302, 175.
P	art XI* Distributable Amount (see instructions) (Section 4942(j)(3) and foreign organizations check here and do not complete this part.)	(j)(o) private operating roundations ar	ia cortain	
1	Minimum investment return from Part X, line 6		1	562,479.
2a	·	733.	, A.	
b		2b 4,110.	Virginia.	
C	Add lines 2a and 2b		2c	4,843.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	557,636.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	557,636.
6	Deduction from distributable amount (see instructions)		6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XI	III line 1	7	557,636.
		, mo -	, , , , , , , , , , , , , , , , , , ,	33170301
Р	art XII Qualifying Distributions (see instructions)			
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purpo	ses:	C 1000 150°	
а	5		1a	412,076.
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:		18.2	
a	Suitability test (prior IRS approval required)		3a	
b	Cash distribution test (attach the required schedule)		3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and	Part XIII, line 4	4	412,076.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net invest			
	income. Enter 1% of Part I, line 27b		5	733.
6	Adjusted qualifying distributions Subtract line 5 from line 4		6	411,343.
-	Note The amount on line 6 will be used in Part V, column (b), in subsequent years who	en calculating whether the foundation	qualifies f	or the section
	4940(e) reduction of tax in those years.	-		

· Part XIII Undistributed Income (see instructions)

,	(a)	(b)	(c)	(d)
	Corpus	Years prior to 2010	2010	2011
1 Distributable amount for 2011 from Part XI,				
line 7	* * * * * * * * * * * * * * * * * * *	AND THE STATE OF T		557,636 .
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			392,288.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2011:		A STATE OF S		
a From 2006				Markey Land
b From 2007				
c From 2008				
d From 2009				
e From 2010				Programme All States
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2011 from				
Part XII, line 4: \triangleright \$ 412,076.			1. 3. 12 AMM 15-2	
a Applied to 2010, but not more than line 2a	Marie Construction of the		392,288.	100 100 100 100 100 100 100 100 100 100
b Applied to undistributed income of prior				Arvan Market
years (Election required - see instructions)	All the Same	0.		
c Treated as distributions out of corpus				
(Election required - see instructions)	0.			
d Applied to 2011 distributable amount		- 1 1		19,788.
e Remaining amount distributed out of corpus	0.	25 12 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	, a A
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount	0.	1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	<u> </u>	0.
must be shown in column (a), the same amount		18 4. J. 18 1		
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	And the same of the same	· · · · · · · · · · · · · · · · · · ·		was to the same
line 4b from line 2b	38 18 Sugar Sugar	0.		
c Enter the amount of prior years'	A STATE OF THE STATE OF		www.	
undistributed income for which a notice of				
deficiency has been issued, or on which the section 4942(a) tax has been previously				THE STATE OF THE ALL A
assessed		0.		
d Subtract line 6c from line 6b. Taxable	****** *** **** **** ***		•	* * * * * * * * * * * * * * * * * * *
amount - see instructions		0.	*	's
e Undistributed income for 2010. Subtract line	1640 E 308 1			A contact & A. A.
4a from line 2a. Taxable amount - see instr.	s some sum ou	~ ~ ~ · · · · · · · · · · · · · · · · ·	0.	* * *
f Undistributed income for 2011. Subtract	"A Commandate and a service an	Sand All Mark at Mark V		
lines 4d and 5 from line 1. This amount must				
be distributed in 2012				537,848.
7 Amounts treated as distributions out of				
corpus to satisfy requirements imposed by	_			
section 170(b)(1)(F) or 4942(g)(3)	0.		\$ # 4	40 3 4 4
8 Excess distributions carryover from 2006		# # × .	·	
not applied on line 5 or line 7	0.	*		
9 Excess distributions carryover to 2012.				
Subtract lines 7 and 8 from line 6a	0.	<u>'</u>	***************************************	7 7 7 7 7 7 7 7 7 7 7 7 7 7 7 7 7 7 7
10 Analysis of line 9:			## ** ·.;	
a Excess from 2007			*	
b Excess from 2008	*** *** **	i	*	The same of the same of
c Excess from 2009				Single Milliant
d Excess from 2010				Water Sales
e Excess from 2011	I come the comment of		*xx *x xxx; assistanting page	5 000 DE (0044)
				Form 990-PF (2011)

THE BURKE FOUNDATION

Part XIV Private Operating F	oundations (see in:	structions and Part VI	l-A, question 9)	N/A	
1 a If the foundation has received a ruling of	r determination letter that	t it is a private operating			
foundation, and the ruling is effective for			▶		
b Check box to indicate whether the found			in section	4942(J)(3) or 49)42(j)(5)
2 a Enter the lesser of the adjusted net	Tax year		- Prior 3 years		
income from Part I or the minimum	(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total
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.			j		
(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,		İ			-
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 Info	rmation (Comple	te this part only	if the foundation	had \$5,000 or me	ore in assets
at any time during t				40,000 01 111	
1 Information Regarding Foundatio	· · · · · · · · · · · · · · · · · · ·	•			<u> </u>
a List any managers of the foundation wh	•	than 2% of the total cont	ributions received by the	foundation before the clos	se of any tax
year (but only if they have contributed n			inductions reconved by the	Todalidation butter of the old	oo or any wax
NONE					
b List any managers of the foundation wh	o own 10% or more of th	ne stock of a corporation	or an equally large portion	n of the ownership of a pa	artnership or
other entity) of which the foundation has	s a 10% or greater interes	st.	(or an organi) large per in-	or the still storing of a p	a
NONE					
2 Information Regarding Contributi	on Grant Gift Loan	Scholarshin etc. Pr	Odrams:		
Check here ► X if the foundation o				ot accept upsolicited requ	iests for funds. If
the foundation makes gifts, grants, etc.					
a The name, address, and telephone num	ber of the person to who	m applications should be	addressed:		
<u> </u>	20. 0. 11.0 po. 00 10 11	app			
b The form in which applications should be	e submitted and informa	tion and materials they s	hould include:		
2 The form in Which applications should be	o obbinition and informa	and materials and s	modia mondas.		
c Any submission deadlines:	 				· · · · · · · · · · · · · · · · · · ·
,					
d Any restrictions or limitations on awards	s, such as by geographic	al areas, charitable fields	kinds of institutions, or o	ther factors:	
	,, 5208.4811101	, 2			

As Amended

Supplementary information		Da		
3 Grants and Contributions Paid During the Y Recipient	If recipient is an individual	Payment	T	
Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of	Purpose of grant or contribution	Amount
	or substantial contributor	recipient		
a Paid during the year				
	_			
THE BURKE FOUNDATIONS	SEE ATTACHED	SEE ATTACHED	SEE ATTACHED	
650 SMITHFIELD STREET, SUITE 250				
PITTSBURGH, PA 15222				401,538.
			-	
			_	
Total			▶ 3a	401,538.
b Approved for future payment				
		}		
NONE				
		+		
_				
Tatal	<u> </u>			
Total			<u>▶ 3b</u>	0.

Part XVI-A Analysis of Income-Producing Activities

nter gross amounts unless otherwise indicated.	Unrelated b	usiness income		ded by section 512, 513, or 514	(e)
•	(a)	(b)	(c) Exclu-	(d)	Related or exempt
1 Program service revenue:	Business code	Amount	sion	Amount	function income
a					
b					
c				-	
d					
е	-				
f				-	
g Fees and contracts from government agencies					
2 Membership dues and assessments				-	
3 Interest on savings and temporary cash					
investments			14		
4 Dividends and interest from securities			14	184,778.	·
5 Net rental income or (loss) from real estate:	\$ 2 100 500, 1		1		
a Debt-financed property					
b Not debt-financed property			14	30,156.	
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	<128,879.	>
9 Net income or (loss) from special events					
O Gross profit or (loss) from sales of inventory					
1 Other revenue:					
a JUSTIFACTS (K-1)	900099	28,478	•		
b THE BURKE FOUNDATIONS	_				
c <u>(K-1)</u>	900099	<81	•>14		>
d PA REFUND	_		14	285.	
e	_ _		+ -		
2 Subtotal. Add columns (b), (d), and (e)	\$1.72° ×	28,397	• . · · · · ·	89,471.	
3 Total. Add line 12, columns (b), (d), and (e)				13	117,868
See worksheet in line 13 instructions to verify calculations.)				

Part XVI-B	Relationship of A	ctivities to the A	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).				
_					

THE BURKE FOUNDATION Form 990-PF (2011) Page 13 Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable **Exempt Organizations** Yes No 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? Transfers from the reporting foundation to a noncharitable exempt organization of: X (1) Cash 1a(1 (2) Other assets 1a(2) b Other transactions: B.H. Х (1) Sales of assets to a noncharitable exempt organization 1b(1 Х (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) 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. (c) Name of noncharitable exempt organization (b) Amount involved (a) Line no (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 X No in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes b If "Yes," complete the following schedule. (b) Type of organization (c) Description of relationship (a) Name of organization N/A Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge May the IRS discuss this return with the preparer 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 Sign n below (s Here X Yes PRESIDENT Signature of officer or trustee Title Check [Print/Type preparer's name Date self- employed ROBERT J. LALLY, Paid CPA 01/25/14 P00088432 Preparer Firm's EIN $\triangleright 25 - 1846963$ Firm's name ► LALLY & CO., LLC Use Only Firm's address ► 5700 CORPORATE DRIVE, SUITE 800

123622 12-02-11

PITTSBURGH, PA 15237

(412)367-8190

Form **990-PF** (2011)

Phone no.

The Burke Foundation 2011 Form 990-PF EIN: 25-1407410

Re: Explanation of Amendment

The Burke Foundation is amending its 2011 Form 990-PF, Return of Private Foundation to reclassify \$10,538 of expenses from investment expenses to charitable purpose expenses.

This amendment will change the amounts reported on Part I to determine the net investment income. This amendment will ultimately change the Excise Tax Based on Investment Income (Part VI) from \$627 to \$733 and the Undistributed Income (Part XIII) from \$548,492 to \$537,848.

The Foundation intended for this classification to be reported on its original filing and the 2012 Form 990-PF was filed in accordance to this classification.

FORM 990-PF INTEREST ON SAVINGS AN	ID TEMPORARY CA	ASH I	NVESTMENTS	STATEMENT	1
SOURCE				AMOUNT	
JUSTIFACTS PNC BANK THE BURKE FOUNDATIONS			•		24. 19. 49.
TOTAL TO FORM 990-PF, PART I, LINE	3, COLUMN A			7,2	92.
FORM 990-PF DIVIDENDS AND	INTEREST FROM	SECU	JRITIES .	STATEMENT	2
SOURCE	GROSS AMOUNT		PITAL GAINS DIVIDENDS	COLUMN (A AMOUNT	.)
THE BURKE FOUNDATIONS	184,778.		0.	184,7	78.
TOTAL TO FM 990-PF, PART I, LN 4	184,778.		0.	184,7	78.
FORM 990-PF RENTAL INCOME				STATEMENT	3
KIND AND LOCATION OF PROPERTY			ACTIVITY NUMBER	GROSS RENTAL INC	OME
THE BURKE FOUNDATIONS (K-1)			1	30,1	56.
TOTAL TO FORM 990-PF, PART I, LINE	5 A			30,1	56.
FORM 990-PF OT	THER INCOME			STATEMENT	4
	(A) REVENUE		(B) NET INVEST- MENT INCOME		
DESCRIPTION	PER BOOKS	3	MENT THOOME	11111 11100	
DESCRIPTION JUSTIFACTS (K-1) THE BURKE FOUNDATIONS (K-1) PA REFUND	PER BOOKS 28,4 <4,5	3 478. 242.> 285.	0	•	

FORM 990-PF	ACCOUNTING FEES		STATEMENT 5			
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABL PURPOSES		
ACCOUNTING	1,225.	0.		0		
TO FORM 990-PF, PG 1, LN 16B	1,225.	0.		0		
FORM 990-PF	TAXES		STATEMENT 6			
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABL PURPOSES		
PA TAX FOREIGN TAX	15. 2,334.			0		
TO FORM 990-PF, PG 1, LN 18	2,349.	2,334.		0		
FORM 990-PF	OTHER E	XPENSES	S'	FATEMENT		
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABL PURPOSES		
THE BURKE FOUNDATIONS (K-1) THE BURKE FOUNDATIONS (K-1) THE BURKE FOUNDATIONS (K-1) CRB 1999 TRUST JUSTIFACTS (K-1)	73,443. 81,130. 1,215. 1,391. 42.	70,592. 1,215. 1,391.		10,538 0 0		
TO FORM 990-PF, PG 1, LN 23	157,221.	146,641.		10,538		

FORM 990-PF OTHER INCREA	SES IN NET	ASSETS OR FU	ND BALANCES	STATEMENT	8
DESCRIPTION				AMOUNT	
UNREALIZED GAIN ON INVESTM TRANSFERS FROM TRUST	184,057. 2,545,961.				
TOTAL TO FORM 990-PF, PART	III, LINE	3		2,730,03	18.
FORM 990-PF	OTHER	INVESTMENTS		STATEMENT	9
DESCRIPTION		VALUATION METHOD	BOOK VALUE	FAIR MARKE	r
THE BURKE FOUNDATIONS		COST	13,249,993.	12,795,50	06.
TOTAL TO FORM 990-PF, PART	II, LINE	13	13,249,993.	12,795,50	06.