Form **990-PF** Department of the Treasury Internal Revenue Service

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

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

OMB No 1545-0052

2011

For calendar year 2011 or tax year beginning , and ending

Name of foundation THE BUNTING FAMILY FOUNDATION C/O BUNTING MANAGEMENT GROUP	A Employer identification number 52-1724988
Number and street (or P O box number if mail is not delivered to street address) 217 INTERNATIONAL CIRCLE — Room/suite	B Telephone number (443) 541-2447
City or town, state, and ZIP code HUNT VALLEY, MD 21030	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) ▶$ 35,852,991. 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 ▶ ☐

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))

	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	4,630,133.		N/A	
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	27.	27.		STATEMENT 1
	4 Dividends and interest from securities	183,351.	183,400.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	89,349.			
	b Gross sales price for all assets on line 6a 2,393,215.				
	7 Capital gain net income (from Part IV, line 2)		89,349.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	3,553.	3,553.		STATEMENT 3
	12 **Total.** Add lines 1 through 11	4,906,413.	276,329.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees				
	c Other professional fees				
	17 Interest	9,684.	9,684.		0.
	18 Taxes STMT 4	33,850.	13,850.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 5	119,057.	118,692.		0.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	162,591.	142,226.		0.
	25 Contributions, gifts, grants paid	1,508,400.			1,513,400.
	26 **Total expenses and disbursements.** Add lines 24 and 25	1,670,991.	142,226.		1,513,400.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	3,235,422.			
	b **Net investment income** (if negative, enter -0-)		134,103.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	4,534,367.	6,686,614.	6,686,614.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶	446,186.		
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 6	26,940,607.	28,570,461.	29,166,377.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	31,921,160.	35,257,075.	35,852,991.
Liabilities	17 Accounts payable and accrued expenses		100,493.	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	100,493.	
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 ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	1,315,280.	1,315,280.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	30,605,880.	33,841,302.	
	30 **Total net assets or fund balances**	31,921,160.	35,156,582.	
	31 **Total liabilities and net assets/fund balances**	31,921,160.	35,257,075.	

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	31,921,160.
2	Enter amount from Part I, line 27a	2	3,235,422.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	35,156,582.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	35,156,582.

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	FLOWTHROUGH FROM OKABENA FUNDS		VARIOUS	VARIOUS
b	DISPOSITION OF OKABENA FIXED INCOME FUND,			
c	LLC	P	VARIOUS	VARIOUS
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				89,348.
b				
c	2,393,215.		2,393,214.	1.
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				89,348.
b				
c				1.
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** 89,349.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 **3** N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year; see instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	1,808,638.	27,768,729.	.065132
2009	1,342,168.	19,335,258.	.069416
2008	1,143,955.	19,054,964.	.060034
2007	1,228,342.	20,971,942.	.058571
2006	1,200,825.	19,186,970.	.062585

2	**Total** of line 1, column (d)	2	.315738
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	.063148
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	34,047,261.
5	Multiply line 4 by line 3	5	2,150,016.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,341.
7	Add lines 5 and 6	7	2,151,357.
8	Enter qualifying distributions from Part XII, line 4	8	1,513,400.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ (attach copy of letter if necessary-see instructions)				
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	2,682.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)				
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	0.
3 Add lines 1 and 2			3	2,682.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	0.
5 **Tax based on investment income** Subtract line 4 from line 3. If zero or less, enter -0-			5	2,682.
6 Credits/Payments:				
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	17,457.		
b Exempt foreign organizations - tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c			
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d			7	17,457.
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	14,775.
11 Enter the amount of line 10 to be: **Credited to 2012 estimated tax** ▶		14,775. **Refunded** ▶	11	0.

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		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	X	
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) ▶ MD			
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 ▶ BUNTING MANAGEMENT GROUP Telephone no. ▶ (443) 541-2447

Located at ▶ 217 INTERNATIONAL CIRCLE, HUNT VALLEY, MD ZIP+4 ▶ 21030

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			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		X
	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.)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ______ , ______ , ______ , ______				
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.)*	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?		4b		X

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

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)? ☒ 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** X (No)
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? SEE STATEMENT 8 ☒ 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** X (No)
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? N/A **7b**

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 7		0.	0.	0.

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

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

Total number of other employees paid over $50,000 ▶ 0

Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** *(continued)*

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	0.
2	
3	
4	

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 NONE	0.
2	
All other program-related investments. See instructions.	
3 NONE	0.
Total. Add lines 1 through 3 ▶	0.

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	0.
b	Average of monthly cash balances	1b	2,916,494.
c	Fair market value of all other assets	1c	31,649,253.
d	**Total** (add lines 1a, b, and c)	1d	34,565,747.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	34,565,747.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	518,486.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	34,047,261.
6	**Minimum investment return** Enter 5% of line 5	6	1,702,363.

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	1,702,363.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	2,682.		
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	2,682.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	1,699,681.
4	Recoveries of amounts treated as qualifying distributions			4	5,000.
5	Add lines 3 and 4			5	1,704,681.
6	Deduction from distributable amount (see instructions)			6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	1,704,681.

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	1,513,400.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,513,400.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions** Subtract line 5 from line 4	6	1,513,400.

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				1,704,681.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0.	
b Total for prior years: _____, _____, _____		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006 — 261,806.				
b From 2007 — 200,299.				
c From 2008 — 194,081.				
d From 2009 — 384,449.				
e From 2010 — 437,172.				
f **Total** of lines 3a through e	1,477,807.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ $ 1,513,400.				
a Applied to 2010, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2011 distributable amount				1,513,400.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	191,281.			191,281.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,286,526.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	70,525.			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a	1,216,001.			
10 Analysis of line 9:				
a Excess from 2007 — 200,299.				
b Excess from 2008 — 194,081.				
c Excess from 2009 — 384,449.				
d Excess from 2010 — 437,172.				
e Excess from 2011				

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

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

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

SEE STATEMENT 9

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:

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 10.1 - 10.3				1,513,400.
Total			▶ 3a	1,513,400.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income
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	27.	
4 Dividends and interest from securities			14	183,351.	
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	900003	95.	18	89,254.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a LITIGATION SETTLEMENT					
b PROCEEDS			01	3,553.	
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		95.		276,185.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 276,280.

(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).
	NOT APPLICABLE

123621 12-02-11

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

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
MICHAEL M. COMSTOCK	M. M. Comstock, CPA	10/19/12		P00474378

Firm's name ▶ SISTERSON & CO. LLP Firm's EIN ▶ 25-1467156

Firm's address ▶ 310 GRANT STREET SUITE 2100
PITTSBURGH, PA 15219 Phone no. 412-281-2025

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
THE BUNTING FAMILY FOUNDATION C/O BUNTING MANAGEMENT GROUP	52-1724988

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	Employer identification number
THE BUNTING FAMILY FOUNDATION C/O BUNTING MANAGEMENT GROUP	52-1724988

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	DOROTHY W. BUNTING CHARITABLE TRUST 217 INTERNATIONAL CIRCLE HUNT VALLEY, MD 21030	$ 4,630,133.	Person [X] 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)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
NORTHERN TRUST INTEREST CHECKING	27.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	27.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
NORTHERN TRUST	259.	0.	259.
OKABENA	183,092.	0.	183,092.
TOTAL TO FM 990-PF, PART I, LN 4	183,351.	0.	183,351.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
LITIGATION SETTLEMENT PROCEEDS	3,553.	3,553.	
TOTAL TO FORM 990-PF, PART I, LINE 11	3,553.	3,553.	

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	13,850.	13,850.		0.
FEDERAL TAX LIABILITY	20,000.	0.		0.
TO FORM 990-PF, PG 1, LN 18	33,850.	13,850.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FLOWTHROUGH FROM PARTNERSHIPS	119,057.	118,692.		0.
TO FORM 990-PF, PG 1, LN 23	119,057.	118,692.		0.

FORM 990-PF OTHER INVESTMENTS STATEMENT 6

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
OKABENA FIXED INCOME FUND, LLC	COST	0.	0.
OKABENA DIVERSIFIED EQUITY FUND, LLC	COST	12,470,611.	12,383,153.
OKABENA MARKETABLE ALTERNATIVES FUND, LLC	COST	10,111,607.	10,924,298.
OKABENA SPECIAL OPPORTUNITIES FUND, LLC	COST	5,988,243.	5,858,926.
TOTAL TO FORM 990-PF, PART II, LINE 13		28,570,461.	29,166,377.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 7

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
GEORGE L. BUNTING 217 INTERNATIONAL CIRCLE HUNT VALLEY, MD 21030	CHAIRMAN/DIRECTOR 0.00	0.	0.	0.
MARY BUNTING 217 INTERNATIONAL CIRCLE HUNT VALLEY, MD 21030	DIRECTOR 0.00	0.	0.	0.
JEFF BUNTING 217 INTERNATIONAL CIRCLE HUNT VALLEY, MD 21030	DIRECTOR 1.00	0.	0.	0.
MARC BUNTING 217 INTERNATIONAL CIRCLE HUNT VALLEY, MD 21030	DIRECTOR 1.00	0.	0.	0.
CHRIS BUNTING 217 INTERNATIONAL CIRCLE HUNT VALLEY, MD 21030	DIRECTOR OF OPERATIONS 1.00	0.	0.	0.
MARY ELLEN BUNTING 217 INTERNATIONAL CIRCLE HUNT VALLEY, MD 21030	DIRECTOR 1.00	0.	0.	0.
JUDITH NEEDHAM 217 INTERNATIONAL CIRCLE HUNT VALLEY, MD 21030	PRESIDENT 0.00	0.	0.	0.
KEVIN IRWIN 217 INTERNATIONAL CIRCLE HUNT VALLEY, MD 21030	TREASURER 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF EXPENDITURE RESPONSIBILITY STATEMENT STATEMENT 8
PART VII-B, LINE 5C

GRANTEE'S NAME

NORTHERN KENYA FUND

GRANTEE'S ADDRESS

217 INTERNATIONAL CIRCLE
HUNT VALLEY, MD 21030

GRANT AMOUNT	DATE OF GRANT	AMOUNT EXPENDED	VERIFICATION DATE
15,000.	09/30/11	15,000.	11/18/11

PURPOSE OF GRANT

A GRANT WAS MADE TO NORTHERN KENYA FUND WHO IN TURN MADE A DONATION TO CHALBI SCHOLARS ORGANIZATION, A KENYAN SCHOLARSHIP FUND THAT PROVIDES SCHOLARSHIPS FOR SECONDARY AND UNIVERSITY EDUCATION TO HIGH ACHIEVING AND DESERVING STUDENTS EACH YEAR IN KENYA'S MARSABIT DISTRICT.

DATES OF REPORTS BY GRANTEE

11/18/11

ANY DIVERSION BY GRANTEE

NO

RESULTS OF VERIFICATION

VERIFICATION OF HOW THIS GRANT WAS EXPENDED WAS RECEIVED 11/18/11.

GRANTEE'S NAME

NORTHERN KENYA FUND

GRANTEE'S ADDRESS

217 INTERNATIONAL CIRCLE
HUNT VALLEY, MD 21030

GRANT AMOUNT	DATE OF GRANT	AMOUNT EXPENDED	VERIFICATION DATE
7,500.	10/19/11	7,500.	11/18/11

PURPOSE OF GRANT

A GRANT WAS MADE TO NORTHERN KENYA FUND WHO IN TURN MADE A DONATION TO CHALBI SCHOLARS ORGANIZATION, A KENYAN SCHOLARSHIP FUND THAT PROVIDES SCHOLARSHIPS FOR SECONDARY AND UNIVERSITY EDUCATION TO HIGH ACHIEVING AND DESERVING STUDENTS EACH YEAR IN KENYA'S MARSABIT DISTRICT.

DATES OF REPORTS BY GRANTEE

11/18/11

ANY DIVERSION BY GRANTEE

NO

RESULTS OF VERIFICATION

VERIFICATION OF HOW THIS GRANT WAS EXPENDED WAS RECEIVED 11/18/11.

GRANTEE'S NAME

NORTHERN KENYA FUND

GRANTEE'S ADDRESS

217 INTERNATIONAL CIRCLE
HUNT VALLEY, MD 21030

GRANT AMOUNT	DATE OF GRANT	AMOUNT EXPENDED	VERIFICATION DATE
6,500.	11/08/11	6,500.	11/18/11

PURPOSE OF GRANT

A GRANT WAS MADE TO NORTHERN KENYA FUND WHO IN TURN MADE A DONATION TO CHALBI SCHOLARS ORGANIZATION, A KENYAN SCHOLARSHIP FUND THAT PROVIDES SCHOLARSHIPS FOR SECONDARY AND UNIVERSITY EDUCATION TO HIGH ACHIEVING AND DESERVING STUDENTS EACH YEAR IN KENYA'S MARSABIT DISTRICT.

DATES OF REPORTS BY GRANTEE

11/18/11

ANY DIVERSION BY GRANTEE

NO

RESULTS OF VERIFICATION

VERIFICATION OF HOW THIS GRANT WAS EXPENDED WAS RECEIVED 11/18/11.

GRANTEE'S NAME

NORTHERN KENYA FUND

GRANTEE'S ADDRESS

217 INTERNATIONAL CIRCLE
HUNT VALLEY, MD 21030

GRANT AMOUNT	DATE OF GRANT	AMOUNT EXPENDED
1,500.	12/16/11	

PURPOSE OF GRANT

A GRANT WAS MADE TO NORTHERN KENYA FUND WHO IN TURN MADE A DONATION TO CHALBI SCHOLARS ORGANIZATION, A KENYAN SCHOLARSHIP FUND THAT PROVIDES SCHOLARSHIPS FOR SECONDARY AND UNIVERSITY EDUCATION TO HIGH ACHIEVING AND DESERVING STUDENTS EACH YEAR IN KENYA'S MARSABIT DISTRICT.

DATES OF REPORTS BY GRANTEE

NONE

RESULTS OF VERIFICATION

A REPORT HAS NOT YET BEEN RECEIVED TO VERIFY THE EXPENDITURE OF THE GRANT.

GRANTEE'S NAME

THRIIVE

GRANTEE'S ADDRESS

PO BOX 5339
KETCHUM, ID 83340

GRANT AMOUNT	DATE OF GRANT	AMOUNT EXPENDED
20,000.	12/01/11	

PURPOSE OF GRANT

A GRANT WAS MADE TO THRIIVE, AN INDEPENDENT OPERATING FOUNDATION. THRIIVE SUPPORTS SMALL BUSINESSES AND PROMOTES A CULTURE OF SOCIAL RESPONSIBILITY IN CHALLENGED COMMUNITIES BY PROVIDING TWO IMPORTANT COMPONENTS: CAPITAL AND COMPASSION. THEY EMPOWER SMALL BUSINESS ENTREPRENEURS TO BECOME SELF-SUSTAINING SUPPORT SYSTEMS. THE FINACING PROVIDED BY THRIIVE IS REPAID WITH DONATIONS OF PRODUCTS, SERVICES, OR JOB TRAINING TO OTHER COMMUNITY MEMBERS IN NEED.

DATES OF REPORTS BY GRANTEE

NONE

RESULTS OF VERIFICATION

A REPORT HAS NOT YET BEEN RECEIVED TO VERIFY THE EXPENDITURE OF THE GRANT.

FORM 990-PF | PART XV - LINE 1A LIST OF FOUNDATION MANAGERS | STATEMENT 9

NAME OF MANAGER

GEORGE L. BUNTING
MARY BUNTING

Bunting Family Foundation
List of Charitable Grants - 2011

Supplement to Form 990PF - Part XV

Organization	Address	City	State	Zip	2011 Amount Granted	Purpose
CASH DISTRIBUTIONS						
American Red Cross of Central Maryland	4800 Mount Hope Drive	Baltimore	MD	21215	10,000	General
American Rivers	1101 14th Street, NW, Suite 1400	Washington	DC	20005	25,000	General
American Visionary Art Museum	800 Key Highway	Baltimore	MD	21230	15,000	General
AmeriCares Free Clinics	88 Hamilton Avenue	Stanford	CT	06902	23,000	General
Appalachian Mountain Club	Five Joy Street	Boston	MA	02108	25,000	General
Arts Every Day	1800 North Charles Street, Suite 810	Baltimore	MD	21201	20,000	General
Associated Black Charities	1114 Cathedral Street	Baltimore	MD	21201	2,000	General
Baltimore Chesapeake Bay Outward Bound Center	Leakin Park -1900 Eagle Drive	Baltimore	MD	21207	3,500	General
Baltimore Community Foundation	2 East Read Street, 9th Floor	Baltimore	MD	21202	30,000	General
Baltimore Community Foundation-Middle Grade Prtnr.	2 East Read Street, 9th Floor	Baltimore	MD	21202	15,000	General
Baltimore Community Foundation-Sustainability Food	2 East Read Street, 9th Floor	Baltimore	MD	21202	10,000	General
Baltimore Education Scholarship Trust	808 North Charles Street, Suite 200 C	Baltimore	MD	21201	20,000	General
Baltimore Heritage, Inc.	11-1/2 West Chase Street	Baltimore	MD	21201	2,000	General
Baltimore Museum of Art	10 Art Museum Drive	Baltimore	MD	21218	20,000	General
Baltimore School for the Arts Foundation	712 Cathedral Street	Baltimore	MD	21201	3,000	General
Baltimore Station	140 W West Street, 2nd Floor	Baltimore	MD	12130	2,500	General
Baltimore Symphony Orchestra	1212 Cathedral Street	Baltimore	MD	21201	20,000	General
Benedictine Sisters of Baltimore	2229 West Joppa Road	Lutherville	MD	21093	5,000	General
Big Brothers Big Sisters & The MD Mentoring Partner.	3600 Clipper Mill Road, Suite 250	Baltimore	MD	21211	25,000	General
Blue Water Baltimore	3545 Belair Rd	Baltimore	MD	21213	15,000	General
Carmelite Sisters of Baltimore	1318 Dulaney Valley Road	Baltimore	MD	21286	5,000	General
Casa of Baltimore, Inc	511 E. Baltimore Street	Baltimore	MD	21202	1,000	General
Catholic Charities - Baltimore	320 Cathedral Street	Baltimore	MD	21201	57,500	General
Center for Large Landscape Conservation	303 W. Mendenhall, Suite 4	Bozeman	MT	59715	30,000	General
Center Stage	700 N. Calvert Street	Baltimore	MD	21202	10,000	General
Chesapeake Bay Foundation	6 Herndon Avenue	Annapolis	MD	21403	15,000	General
Chesapeake Bay Trust	60 West Street, Suite 405	Annapolis	MD	21401	7,500	General
Children's Scholarship Fund of Baltimore	2300 North Charles Street	Baltimore	MD	21218	20,000	General
Christian Appalachian Project	2610 Palumbo Drive	Lexington	KY	40509	5,000	General
Civics Works	2701 St Lo Drive	Baltimore	MD	21213	14,000	General
Colorado Rocky Mountain School	1493 Country Rd , 106	Carbondale	CO	81623	500	General
Community Mediation Program	3333 Greenmount Avenue	Baltimore	MD	21218	3,000	General
Cristo Rey Jesuit High School	420 S Chester Street	Baltimore	MD	21231	50,000	General
Doctors Without Borders	333 Seventh Avenue, 2nd Floor	— New York	NY	10001	10,000	General
Earthjustice	416 17th Street, 6th Floor	Oakland	CA	94612	65,000	General
Enoch Pratt Free Library	400 Cathedral Street	Baltimore	MD	21201	36,000	General
Everyman Theatre	1727 N. Charles Street	Baltimore	MD	21201	37,500	General
Feeding America	35 East Wacker Drive, Suite 2000	Chicago	IL	60601	10,000	General
FiftyForward	174 Rains Avenue	Nashville	TN	37203	500	General
Fishers Island Fire Department	250 Athol Cresent Avenue	Fishers Island	NY	06390	500	General
Fishers Island Library Association	988 Oriental Avenue	Fishers Island	NY	06390	400	General
Fishers Island School	5 Waterfront Park	New London	CT	06320	3,000	General

Bunting Family Foundation
List of Charitable Grants - 2011

Supplement to Form 990PF - Part XV

Organization	Address	City	State	Zip	2011 Amount Granted	Purpose
Franciscan Center	101 W. 23rd Street	Baltimore	MD	21218	2,000	General
Friends of Warner Parks	50 Vaughn Road	Nashville	TN	37221	2,000	General
Garden Harvest, Inc	14045 Mantua Mill Road	Reisterstown	MD	21136	4,000	General
Govan Ecumenical Development Corp (GEDCO)	5513 York Road	Baltimore	MD	21212	15,000	General
Green For All	1611 Telegraph Avenue, Suite 600	Oakland	CA	94612	20,000	General
Healthcare for the Homeless	421 The Fallsway	Baltimore	MD	21202	29,000	General
Healthy Neighborhoods	2 E Read Street	Baltimore	MD	21202	20,000	General
Henry L. Ferguson Museum	PO Box 554	Fishers Island	NY	06320	250	General
House of Ruth Maryland	2201 Argonne Drive	Baltimore	MD	21218	5,000	General
Incentive Mentoring Program	3100 Wyman Park Drive, Room 567	Baltimore	MD	21211	10,000	General
Independent College Fund of Maryland	3225 Ellerslie Avenue, Suite C 160	Baltimore	MD	21218	25,000	General
Institute for Christian & Jewish Studies	956 Dulaney Valley Road	Baltimore	MD	21204	13,000	General
Irvine Nature Center	11201 Garrison Forest Road	Owings Mills	MD	21117	2,000	General
Island Health Project, Inc.	PO Box 344	Fishers Island	NY	06320	500	General
Island People's Project	PO Box 523	Fishers Island	NY	06320	400	General
Jobs, Housing & Recovery	3914 Vero Rd.	Baltimore	MD	21227	5,000	General
Johns Hopkins Hospital - Chapels' Project	3400 North Charles St , Garland Hall 220	Baltimore	MD	21218	85,000	General
Kennedy Krieger Institute	707 North Broadway	Baltimore	MD	21205	12,000	General
League of Women Voters	6600 York Rd, Suite 211	Baltimore	MD	21212	1,000	General
Maryland Food Bank, Inc	2200 Halethorpe Farms Road	Baltimore	MD	21227	20,000	General
Maryland Historical Society	201 West Monument Street	Baltimore	MD	21201	10,000	General
Maryland Institute College of Art	1300 W Mount Royal Avenue	Baltimore	MD	21217	2,500	General
Maryland Science Center	601 Light Street	Baltimore	MD	21230	5,000	General
Maryland Zoo In Baltimore	1876 Mansion House Drive, Druid Hill Park	Baltimore	MD	21217	7,500	General
Mercy Health Foundation	301 St. Paul Place	Baltimore	MD	21202	2,500	General
My Sister's Place Women's Center (Catholic Charities)	320 Cathedral Street	Baltimore	MD	21201	500	General
Nashville Humane Association	213 Oceola Avenue	Nashville	TN	37209	350	General
National Aquarium Conservation Center	Pier 3, 501 East Pratt Street	Baltimore	MD	21202	25,000	General
National Aquarium in Baltimore	Pier 3, 501 East Pratt Street	Baltimore	MD	21202	5,000	General
Nature Conservancy - Maryland	5410 Grosvenor Lane, Suite 100	Bethezda	MD	20814	15,000	General
Northern Kenya Fund	217 International Circle	Hunt Valley	MD	21030	30,500	General
Northern Rockies Conservation Cooperative	185 Center St , Ste. C/D	Jackson	WY	83001	30,000	General
Open Society Institute - Baltimore	201 North Charles Street, Suite 1300	Baltimore	MD	21201	52,000	General
Parks & People Foundation	800 Wyman Park Drive, Suite 010	Baltimore	MD	21211	16,500	General
Peabody Institute	21 East Mt Vernon Place	Baltimore	MD	21202	2,000	General
Pomfret School	398 Pomfret Street	Pomfret	CT	06258	2,000	General
Rocky Mountain Institute	1820 Folsom Street	Boulder	CO	80302	30,000	General
Santa's Helpers Annonymous	14411 Cooper Road	Phoenix	MD	21131	5,000	General
Shepherd's Clinic	2800 Kirk Avenue	Baltimore	MD	21218	20,000	General
Sisters Academy of Baltimore	139 First Avenue	Baltimore	MD	21227	6,000	General
Society of St. Sulpice Paca Street Campaign	5408 Roland Avenue	Baltimore	MD	21210	4,000	General
Soundkeeper	PO Box 4058	Norwalk	CT	6855	40,000	General
St Ambrose Housing Aid Center	321 East 25th Street	Baltimore	MD	21218	5,000	General
St Mary's Seminary & University	5400 Roland Avenue	Baltimore	MD	21210	60,000	General

Bunting Family Foundation
List of Charitable Grants - 2011

Supplement to Form 990PF - Part XV

Organization	Address	City	State	Zip	2011 Amount Granted	Purpose
St. Vincent de Paul of Baltimore- Beans & Bread Prg	2305 N. Charles Street, Suite 300	Baltimore	MD	21218	5,000	General
Star Spangled Banner Flag House	844 East Pratt Street	Baltimore	MD	21202	1,000	General
Stevenson University	1525 Green Spring Valley Road	Stevenson	MD	21153	20,000	General
Students Taking A Right Stand (STARS)	1704 Charlotte Avenue, Suite 200	Nashville	TN	37206	500	General
The Conservation Fund	1655 North Fort Myer Drive, Suite 1300	Arlington	VA	22209	70,000	General
The Land Institute	2440 E.Water Well Road	Salina	KS	67401	10,000	General
The Loading Dock	2 North Kesson Street	Baltimore	MD	21224	1,000	General
Thrive, Inc	PO Box 5339	Ketchum	ID	83340	20,000	General
United Way of Central Maryland	100 South Charles Street, 5th Floor	Baltimore	MD	21201	25,000	General
University of Vermont	Grasse Mount Building, 411 Main Street	Burlington	VT	5401	1,000	General
Walters Art Museum	600 North Charles Street	Baltimore	MD	21201	20,000	General
Yellowstone to Yukon Conservation Initiative	P.O Box 157	Bozeman	MT	59771	20,000	General
		GRAND TOTAL DISTRIBUTIONS			**$1,513,400**	

Form **8868**
(Rev January 2012)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

OMB No. 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Electronic filing *(e-file)*. You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit *www.irs gov/efile* and click on *e-file for Charities & Nonprofits*

Part I **Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ▶ [ ]

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions THE BUNTING FAMILY FOUNDATION C/O BUNTING MANAGEMENT GROUP	Employer identification number (EIN) or [X] 52-1724988
	Number, street, and room or suite no If a P O. box, see instructions. 217 INTERNATIONAL CIRCLE	Social security number (SSN) [ ]
	City, town or post office, state, and ZIP code. For a foreign address, see instructions HUNT VALLEY, MD 21030	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ BUNTING MANAGEMENT GROUP 217 INTERNATIONAL CIRCLE - HUNT VALLEY, MD 21030
  Telephone No. ▶ (443) 541-2447 FAX No ▶
- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ If this is for the whole group, check this box ▶ [ ] If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until AUGUST 15, 2012 , to file the exempt organization return for the organization named above. The extension is for the organization's return for:
▶ [X] calendar year 2011 or
▶ [ ] tax year beginning ______, and ending ______

2 If the tax year entered in line 1 is for less than 12 months, check reason. [ ] Initial return [ ] Final return [ ] Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	$ 2,057.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b	$ 17,457.
c	**Balance due.** Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c	$ 0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

LHA **For Privacy Act and Paperwork Reduction Act Notice, see Instructions.** Form **8868** (Rev 1-2012)

123841
01-04-12

- If you are filing for an Additional (Not Automatic) 3-Month Extension, complete only Part II and check this box ▶ [X]

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

- If you are filing for an Automatic 3-Month Extension, complete only Part I (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print. File by the due date for filing your return. See instructions	Name of exempt organization or other filer, see instructions THE BUNTING FAMILY FOUNDATION C/O BUNTING MANAGEMENT GROUP	Employer identification number (EIN) or [X] 52-1724988
	Number, street, and room or suite no. If a P.O. box, see instructions. 217 INTERNATIONAL CIRCLE	Social security number (SSN) [ ]
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. HUNT VALLEY, MD 21030	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ▶ BUNTING MANAGEMENT GROUP 217 INTERNATIONAL CIRCLE - HUNT VALLEY, MD 21030
  Telephone No. ▶ (443) 541-2447 FAX No. ▶
- If the organization does not have an office or place of business in the United States, check this box .... ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______. If this is for the whole group, check this box ▶ [ ]. If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until NOVEMBER 15, 2012.

5 For calendar year 2011, or other tax year beginning ______, and ending ______.

6 If the tax year entered in line 5 is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

7 State in detail why you need the extension
ADDITIONAL TIME IS NEEDED TO PREPARE A COMPLETE AND ACCURATE RETURN.

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	$ 2,682.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	$ 17,457.
c	Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	$ 0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ▶ M. M. Cantr Title ▶ CPA Date ▶ 08/14/12

123842
01-08-12