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

2010

For calendar year 2010, or tax year beginning , 2010, and ending , 20

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

Name of foundation
GEORGE A BALL SPECIAL TRUST UNDER AGREEMENT DATED 4/28/47 1015015199

A Employer identification number
35-6009775

Number and street (or P O box number if mail is not delivered to street address) Room/suite
PO BOX 207

B Telephone number (see page 10 of the instructions)
(812) 464-1399

City or town, state, and ZIP code
EVANSVILLE, IN 47702

C If exemption application is pending, check here ▶ ☐
D 1 Foreign organizations, check here ▶ ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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)* ▶ $ 6,261,569.

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 ▶ ☐

ENVELOPE POSTMARK DATE MAY 13 2011

SCANNED MAY 18 2011

Part I Analysis of Revenue and Expenses *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions).)*

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	220,664.	219,041.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	87,029.			
	b Gross sales price for all assets on line 6a 1,309,641.				
	7 Capital gain net income (from Part IV, line 2)		87,029.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 **Total.** Add lines 1 through 11	307,693.	306,070.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	31,095.	27,986.		3,110.
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 1	800.	NONE	NONE	800.
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) STMT 2	195.	195.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings		NONE	NONE	
	22 Printing and publications		NONE	NONE	
	23 Other expenses (attach schedule)				
	24 **Total operating and administrative expenses.** Add lines 13 through 23	32,090.	28,181.	NONE	3,910.
	25 Contributions, gifts, grants paid	201,849.			201,849.
	26 **Total expenses and disbursements** Add lines 24 and 25	233,939.	28,181.	NONE	205,759.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	73,754.			
	b **Net investment income** (if negative, enter -0-)		277,889.		
	c **Adjusted net income** (if negative, enter -0-)				

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Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets			
1 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 ▶			
5 Grants receivable			
6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
7 Other notes and loans receivable (attach schedule) ▶			
Less: allowance for doubtful accounts ▶ NONE			
8 Inventories for sale or use			
9 Prepaid expenses and deferred charges			
10 a Investments - U.S and state government obligations (attach schedule)			
b Investments - corporate stock (attach schedule)			
c Investments - corporate bonds (attach schedule)			
11 Investments - land, buildings, and equipment basis ▶			
Less accumulated depreciation (attach schedule) ▶			
12 Investments - mortgage loans			
13 Investments - other (attach schedule)	5,623,648.	5,696,961.	6,261,569.
14 Land, buildings, and equipment basis ▶			
Less. accumulated depreciation (attach schedule) ▶			
15 Other assets (describe ▶)			
16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	5,623,648.	5,696,961.	6,261,569.
Liabilities			
17 Accounts payable and accrued expenses			
18 Grants payable			
19 Deferred revenue			
20 Loans from officers, directors, trustees, and other disqualified persons			
21 Mortgages and other notes payable (attach schedule)			
22 Other liabilities (describe ▶)			
23 **Total liabilities** (add lines 17 through 22)			
Net Assets or Fund Balances			
Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
24 Unrestricted			
25 Temporarily restricted			
26 Permanently restricted			
Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
27 Capital stock, trust principal, or current funds	5,623,648.	5,696,961.	
28 Paid-in or capital surplus, or land, bldg , and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds			
30 **Total net assets or fund balances** (see page 17 of the instructions)	5,623,648.	5,696,961.	
31 **Total liabilities and net assets/fund balances** (see page 17 of the instructions)	5,623,648.	5,696,961.	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	5,623,648.
2 Enter amount from Part I, line 27a	2	73,754.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	5,697,402.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 3	5	441.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	5,696,961.

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

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

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	87,029.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8		3	

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

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

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

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

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

1 Enter the appropriate amount in each column for each year; see page 18 of the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2009	196,120.	6,208,675.	0.03158806025
2008	226,112.	5,850,137.	0.03865071878
2007			
2006			
2005			

2 **Total** of line 1, column (d)	2	0.07023877903
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.03511938952
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	6,047,330.
5 Multiply line 4 by line 3	5	212,379.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,779.
7 Add lines 5 and 6	7	215,158.
8 Enter qualifying distributions from Part XII, line 4	8	205,759.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of ruling letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	5,558.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2	3	5,558.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	5,558.
6	Credits/Payments:		
a	2010 estimated tax payments and 2009 overpayment credited to 2010 — 6a: 158.		
b	Exempt foreign organizations-tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: NONE		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments. Add lines 6a through 6d	7	158.
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	5,400.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be: **Credited to 2011 estimated tax** ▶ Refunded ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ▶$ ______ (2) On foundation managers ▶$ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ STMT 4			
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 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? *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)*

		Line	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 page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	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 ▶ OLD NATIONAL TRUST COMPANY Telephone no. ▶ (812)464-1399
Located at ▶ P.O. BOX 207, MUNCIE, IN ZIP + 4 ▶ 47702

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

		Line	Yes	No
16	At any time during calendar year 2010, 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 page 20 of 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.

				Line	Yes	No
1a	During the year did the foundation (either directly or indirectly):					
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes	☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes	☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes	☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes	☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes	☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes	☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the 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 2010?			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 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010?	☐ 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 page 22 of the instructions.)			2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____					
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 2010 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 2010.)*			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 2010?			4b		X

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

		Yes	No
5a	During the year did the foundation pay or incur any amount to:		
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No		
	(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No		
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No		
b	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No		
	If "Yes," attach the statement required by Regulations section 53 4945-5(d).		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b**		X
	If "Yes" to 6b, file Form 8870.		
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**		

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 5		31,095.	-0-	-0-

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

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

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

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

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

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

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See page 24 of the instructions	
3 NONE	
Total. Add lines 1 through 3 ▶	

Part X **Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	6,139,421.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see page 25 of the instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	6,139,421.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	6,139,421.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	92,091.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,047,330.
6	**Minimum investment return.** Enter 5% of line 5	6	302,367.

Part XI **Distributable Amount** (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6			1	302,367.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	5,558.		
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	5,558.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	296,809.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	296,809.
6	Deduction from distributable amount (see page 25 of the instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	296,809.

Part XII **Qualifying Distributions** (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	205,759.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	205,759.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	205,759.

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				296,809.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			172,740.	
b Total for prior years: 20 08 ,20 ,20		NONE		
3 Excess distributions carryover, if any, to 2010:				
a From 2005 . . . . . . NONE				
b From 2006 . . . . . . NONE				
c From 2007 . . . . . . NONE				
d From 2008 . . . . . . NONE				
e From 2009 . . . . . . NONE				
f **Total** of lines 3a through e	NONE			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ $ 205,759.				
a Applied to 2009, but not more than line 2a			172,740.	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d Applied to 2010 distributable amount				33,019.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2010 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	NONE			NONE
6 **Enter the net total of each column as indicated below:**				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions		NONE		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions				
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				263,790.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	NONE			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	NONE			
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9:				
a Excess from 2006 . . . NONE				
b Excess from 2007 . . . NONE				
c Excess from 2008 . . . NONE				
d Excess from 2009 . . . NONE				
e Excess from 2010 . . . NONE				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, 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) 2010	(b) 2009	(c) 2008	(d) 2007	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test- enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year - see page 28 of the instructions.)

1 Information Regarding Foundation Managers:

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

NONE

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

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 page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number of the person to whom applications should be addressed:

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient 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 6				
Total . . . . . ▶ **3a**				201,849.
b *Approved for future payment*				
Total . . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	220,664.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	87,029.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				307,693.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 307,693.

(See worksheet in line 13 instructions on page 29 to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See page 29 of the instructions.)
	NOT APPLICABLE

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

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

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

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

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

Signature of officer or trustee OLD NATIONAL TRUST COMPAN Date 05/03/2011 Title TRUSTEE

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
WESLEY HIRSCHBERG		05/03/2011		
Firm's name ▶ THOMSON REUTERS (TAX & ACCOUNTING)			Firm's EIN ▶	
Firm's address ▶ ONE N. DEARBORN ST., 5TH FL. CHICAGO, IL 60602			Phone no. 312-873-6900	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					2,750.	
		30. BARCLAYS BK IPATH INDL COMMODITY ETN PROPERTY TYPE: SECURITIES					02/12/2010	03/10/2010
1,214.00		1,015.00					199.00	
		145. BECTON DICKINSON & CO PROPERTY TYPE: SECURITIES					03/10/2010	10/15/2010
11,025.00		11,411.00					-386.00	
		170. BECTON DICKINSON & CO PROPERTY TYPE: SECURITIES					07/06/2009	10/15/2010
12,926.00		11,202.00					1,724.00	
		25. CHURCH & DWIGHT INC PROPERTY TYPE: SECURITIES					01/09/2008	03/10/2010
1,680.00		1,370.00					310.00	
		35. CISCO SYSTEMS INC PROPERTY TYPE: SECURITIES					10/27/2008	03/10/2010
903.00		592.00					311.00	
		30. CISCO SYSTEMS INC PROPERTY TYPE: SECURITIES					02/12/2010	10/08/2010
669.00		709.00					-40.00	
		1000. CISCO SYSTEMS INC PROPERTY TYPE: SECURITIES					07/06/2009	10/08/2010
22,284.00		14,074.00					8,210.00	
		20. COSTCO WHSL CORP NEW PROPERTY TYPE: SECURITIES					12/11/2007	03/10/2010
1,194.00		1,433.00					-239.00	
		5. COVANCE INC PROPERTY TYPE: SECURITIES					12/08/2006	03/10/2010
297.00		306.00					-9.00	
		235. COVANCE INC PROPERTY TYPE: SECURITIES					07/06/2009	08/06/2010
9,615.00		13,015.00					-3,400.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		20. DANAHER CORP PROPERTY TYPE: SECURITIES					09/22/2006	03/10/2010
1,554.00		1,338.00					216.00	
		20. DEERE & COMPANY PROPERTY TYPE: SECURITIES					11/09/2006	03/10/2010
1,167.00		869.00					298.00	
		735. DRIEHAUS EMERGING MKTS GROWTH FD #3 PROPERTY TYPE: SECURITIES					02/13/2009	03/11/2010
21,830.00		12,113.00					9,717.00	
		55. EMC CORPORATION PROPERTY TYPE: SECURITIES					11/24/2009	03/10/2010
1,024.00		939.00					85.00	
		25. ECOLAB INC PROPERTY TYPE: SECURITIES					01/09/2008	03/10/2010
1,060.00		1,245.00					-185.00	
		20. EMERSON ELEC CO PROPERTY TYPE: SECURITIES					02/13/2009	03/10/2010
957.00		642.00					315.00	
		20. EXXON MOBIL CORP PROPERTY TYPE: SECURITIES					02/13/2009	03/10/2010
1,341.00		1,495.00					-154.00	
		200000. FED HOME LN MTG 3% 04/21/2014-20 PROPERTY TYPE: SECURITIES					04/07/2009	04/21/2010
200,000.00		200,000.00						
		130000. FED HOME LN MTG STEP CPN 3% 09/1 PROPERTY TYPE: SECURITIES					09/11/2009	08/25/2010
130,041.00		130,000.00					41.00	
		50000. FED HOME LN BK 1.4% 09/23/2010 PROPERTY TYPE: SECURITIES					07/22/2009	03/05/2010
50,199.00		50,371.00					-172.00	
		100000. FED HOME LN BK 1.4% 09/23/2010 PROPERTY TYPE: SECURITIES					07/22/2009	05/19/2010
100,338.00		100,741.00					-403.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		3764.94 FED HOME LN BK SER 5K-2017 CL 1					07/06/2010	08/12/2010
		PROPERTY TYPE: SECURITIES						
3,765.00		3,840.00					-75.00	
		4074.12 FED HOME LN BK SER 5K-2017 CL 1					07/06/2010	08/20/2010
		PROPERTY TYPE: SECURITIES						
4,074.00		4,156.00					-82.00	
		5313.46 FED HOME LN BK SER 5K-2017 CL 1					07/06/2010	09/20/2010
		PROPERTY TYPE: SECURITIES						
5,313.00		5,420.00					-107.00	
		6349.71 FED HOME LN BK SER 5K-2017 CL 1					07/06/2010	10/20/2010
		PROPERTY TYPE: SECURITIES						
6,350.00		6,477.00					-127.00	
		6441.09 FED HOME LN BK SER 5K-2017 CL 1					07/06/2010	11/22/2010
		PROPERTY TYPE: SECURITIES						
6,441.00		6,570.00					-129.00	
		6522.4 FED HOME LN BK SER 5K-2017 CL 1 2					07/06/2010	12/20/2010
		PROPERTY TYPE: SECURITIES						
6,522.00		6,653.00					-131.00	
		200000. FED NAT MTG ASSOC 5.375% 11/15/2					08/01/2003	07/06/2010
		PROPERTY TYPE: SECURITIES						
212,800.00		207,254.00					5,546.00	
		160. FIDELITY DIVERSIFIED INTL FD #325					03/08/2001	03/11/2010
		PROPERTY TYPE: SECURITIES						
4,443.00		3,363.00					1,080.00	
		382.332 FIDELITY DIVERSIFIED INTL FD #32					02/12/2010	03/23/2010
		PROPERTY TYPE: SECURITIES						
10,690.00		9,240.00					1,450.00	
		3668.647 FIDELITY DIVERSIFIED INTL FD #3					02/13/2009	03/23/2010
		PROPERTY TYPE: SECURITIES						
102,575.00		68,074.00					34,501.00	
		426.908 FIRST AMERN MID CAP GROWTH OPP C					03/11/2010	08/26/2010
		PROPERTY TYPE: SECURITIES						
14,225.00		15,085.00					-860.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		2206.993 FIRST AMERN MID CAP GROWTH OPP PROPERTY TYPE: SECURITIES					07/06/2009	08/26/2010
73,537.00		54,229.00					19,308.00	
		5. FRANKLIN RES INC PROPERTY TYPE: SECURITIES					12/11/2007	03/10/2010
536.00		595.00					-59.00	
		5. FRANKLIN RES INC PROPERTY TYPE: SECURITIES					12/11/2007	10/08/2010
562.00		595.00					-33.00	
		100000. GE CAP CORP 3.5% 08/13/2012 PROPERTY TYPE: SECURITIES					06/24/2010	10/19/2010
104,000.00		103,209.00					791.00	
		5. GOLDMAN SACHS GROUP INC PROPERTY TYPE: SECURITIES					12/11/2007	10/08/2010
764.00		1,117.00					-353.00	
		185. GOLDMAN SACHS MID CAP VALUE INSTL F PROPERTY TYPE: SECURITIES					12/11/2007	03/11/2010
5,800.00		7,706.00					-1,906.00	
		20. GOLDMAN SACHS GROWTH OPPORTUNITIES C PROPERTY TYPE: SECURITIES					08/26/2010	10/08/2010
450.00		404.00					46.00	
		20. HARRIS CORP PROPERTY TYPE: SECURITIES					12/11/2007	03/10/2010
925.00		1,241.00					-316.00	
		20. HEWLETT PACKARD CO PROPERTY TYPE: SECURITIES					12/11/2007	03/10/2010
1,033.00		1,041.00					-8.00	
		15. INTERNATIONAL BUSINESS MACHS CORP PROPERTY TYPE: SECURITIES					01/09/2008	03/10/2010
1,885.00		1,528.00					357.00	
		25. JP MORGAN CHASE & CO PROPERTY TYPE: SECURITIES					12/11/2007	03/10/2010
1,071.00		1,171.00					-100.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		15. JOHNSON & JOHNSON PROPERTY TYPE: SECURITIES					02/13/2009	03/10/2010
963.00		863.00					100.00	
		25. JOHNSON & JOHNSON PROPERTY TYPE: SECURITIES					02/12/2010	04/30/2010
1,624.00		1,465.00					159.00	
		255. JOHNSON & JOHNSON PROPERTY TYPE: SECURITIES					02/13/2009	04/30/2010
16,569.00		13,420.00					3,149.00	
		25. MCDONALDS CORP PROPERTY TYPE: SECURITIES					02/13/2009	03/10/2010
1,619.00		1,435.00					184.00	
		130. MCDONALDS CORP PROPERTY TYPE: SECURITIES					08/19/2009	10/08/2010
9,900.00		7,426.00					2,474.00	
		20. MEDCO HEALTH SOLUTIONS INC PROPERTY TYPE: SECURITIES					02/12/2010	03/10/2010
1,255.00		1,245.00					10.00	
		25. METLIFE INC PROPERTY TYPE: SECURITIES					12/11/2007	03/10/2010
1,041.00		1,615.00					-574.00	
		55. MICROSOFT CORP PROPERTY TYPE: SECURITIES					12/11/2007	03/10/2010
1,588.00		1,917.00					-329.00	
		15. NOBLE ENERGY INC PROPERTY TYPE: SECURITIES					12/11/2007	03/10/2010
1,101.00		1,155.00					-54.00	
		15. NORTHERN TRUST CORPORATION PROPERTY TYPE: SECURITIES					04/17/2009	03/10/2010
806.00		957.00					-151.00	
		10. NORTHERN TRUST CORPORATION PROPERTY TYPE: SECURITIES					02/12/2010	08/09/2010
487.00		499.00					-12.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		285. NORTHERN TRUST CORPORATION PROPERTY TYPE: SECURITIES					05/15/2009	08/09/2010
13,891.00		16,462.00					-2,571.00	
		60. PEPSICO INC PROPERTY TYPE: SECURITIES					02/13/2009	03/10/2010
3,855.00		3,171.00					684.00	
		20. PRAXAIR INC PROPERTY TYPE: SECURITIES					02/13/2009	03/10/2010
1,575.00		1,356.00					219.00	
		15. PROCTER & GAMBLE CO PROPERTY TYPE: SECURITIES					02/28/2001	03/10/2010
943.00		523.00					420.00	
		35. QUANTA SVCS INC PROPERTY TYPE: SECURITIES					07/22/2009	03/10/2010
648.00		768.00					-120.00	
		280. ROYCE PENNSYLVANIA MUT CL I FD #260 PROPERTY TYPE: SECURITIES					11/28/2007	03/11/2010
2,817.00		3,346.00					-529.00	
		250. SPDR TR UNIT SER 1 PROPERTY TYPE: SECURITIES					12/16/2009	03/10/2010
28,710.00		27,995.00					715.00	
		10. SELECT SECTOR SPDR CONSUMER DISCRETI PROPERTY TYPE: SECURITIES					02/12/2010	03/10/2010
318.00		290.00					28.00	
		20. STERICYCLE INC PROPERTY TYPE: SECURITIES					10/27/2008	03/10/2010
1,087.00		1,011.00					76.00	
		140. STERICYCLE INC PROPERTY TYPE: SECURITIES					07/06/2009	10/08/2010
10,052.00		6,347.00					3,705.00	
		15. TARGET CORP PROPERTY TYPE: SECURITIES					10/27/2008	03/10/2010
787.00		505.00					282.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		20. THERMO FISHER SCIENTIFIC INC PROPERTY TYPE: SECURITIES					11/28/2007	03/10/2010
1,005.00		1,152.00					-147.00	
		405. VANGUARD REIT ETF PROPERTY TYPE: SECURITIES					12/04/2009	03/10/2010
19,197.00		17,934.00					1,263.00	
		10. VISA INC CL A PROPERTY TYPE: SECURITIES					02/12/2010	03/10/2010
914.00		843.00					71.00	
		10. WALMART STORES INC PROPERTY TYPE: SECURITIES					11/18/2009	03/10/2010
535.00		540.00					-5.00	
		5. WALMART STORES INC PROPERTY TYPE: SECURITIES					11/18/2009	10/08/2010
271.00		270.00					1.00	
		6235.45 1ST MTG ON YMCA NW & APPLETREE D PROPERTY TYPE: SECURITIES					07/12/1999	07/06/2010
6,235.00		6,235.00						
		6264.03 1ST MTG ON YMCA NW & APPLETREE D PROPERTY TYPE: SECURITIES					07/12/1999	07/19/2010
6,264.00		6,264.00						
		6292.74 1ST MTG ON YMCA NW & APPLETREE D PROPERTY TYPE: SECURITIES					07/12/1999	09/01/2010
6,293.00		6,293.00						
		6321.59 1ST MTG ON YMCA NW & APPLETREE D PROPERTY TYPE: SECURITIES					07/12/1999	09/30/2010
6,322.00		6,322.00						
		6350.56 1ST MTG ON YMCA NW & APPLETREE D PROPERTY TYPE: SECURITIES					07/12/1999	11/04/2010
6,351.00		6,351.00						
		6379.67 1ST MTG ON YMCA NW & APPLETREE D PROPERTY TYPE: SECURITIES					07/12/1999	12/06/2010
6,380.00		6,380.00						

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		6408.91 1ST MTG ON YMCA NW & APPLETREE D PROPERTY TYPE: SECURITIES					07/12/1999	12/23/2010
6,409.00		6,409.00						
TOTAL GAIN(LOSS)							87,029.	

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	800.			800.
TOTALS	800.	NONE	NONE	800.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	19.	19.
FOREIGN TAXES ON QUALIFIED FOR	176.	176.
TOTALS	195.	195.

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION		AMOUNT
ACCRUED INTEREST PAID		438.
ROUNDING		3.
	TOTAL	441.

STATEMENT 3

STATE(S) WHERE THE FOUNDATION IS REGISTERED

IN

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

OFFICER NAME:
OLD NATIONAL TRUST COMPANY
ADDRESS:
PO BOX 207
EVANSVILLE, IN 47702
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1
COMPENSATION .... 31,095.

TOTAL COMPENSATION: 31,095.

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
YOUNG MENS CHRISTIAN ASSN
ADDRESS:
500 S. MULBERRY STREET
MUNCIE, IN 47305
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 201,849.

TOTAL GRANTS PAID: 201,849.

OLD NATIONAL TRUST

OLD NATIONAL TRUST COMPANY **Run on 04/19/2011 09:57:25 AM**

Asset Details **As of 12/31/2010**

Combined Portfolios

Settlement Date Basis

Account: 1015015199
GEORGE A BALL SPECIAL TRUST
UNDER AGREEMENT DTD
04/28/47

FOR THE BENEFIT OF YMCA

Administrator: ERIC F LINDLEY @ 765-254-4304

Investment Officer: DAVID ODA CFA MATT HENRY @ 765-254-4338

Investment Authority: Sole

Investment Objective: OTHER-SEE ADMINISTRATOR

Lot Select Method: LTHC

Sort By: CUSIP

Ticker	CUSIP/ Description	Units	Price	Tax Cost	Book Value	Market Value	Unrealized Gain/Loss	% of Portfolio	Est. Income	Yield	Pri I
	CASH									0.00	
ABT	002824100 ABBOTT LABS	450.000000	47.910	24,175.76	24,175.76	21,560	2,616-	0.34	792	3.67	12/31/
AAPL	037833100 APPLE INC	150.000000	322.560	23,469.44	23,469.44	48,384	24,915	0.77		0.00	12/31/
JJM	06738G407 BARCLAYS BK IPATH INDL COMMODITY ETN	855.000000	46.870	23,971.98	23,971.98	40,074	16,102	0.64		0.00	12/31/
CHD	171340102 CHURCH & DWIGHT INC	540.000000	69.020	24,614.67	24,614.67	37,271	12,656	0.60	367	0.99	12/31/
COST	22160K105 COSTCO WHSL CORP NEW	375.000000	72.210	22,677.48	22,677.48	27,079	4,401	0.43	308	1.14	12/31/
DHR	235851102 DANAHER CORP	835.000000	47.170	26,984.72	26,984.72	39,387	12,402	0.63	67	0 17	12/31/
DE	244199105 DEERE & CO	380.000000	83.050	16,352.56	16,352.56	31,559	15,206	0.50	532	1.69	12/31/
DREGX	262028301 DRIEHAUS EMERGING MKTS GROWTH FD #3	1,763.028000	32.210	37,838.11	37,838.11	56,787	18,949	0.91	138	0.24	12/31/
EMC	268648102 EMC CORP	1,410.000000	22.900	24,064.95	24,064.95	32,289	8,224	0.52		0.00	12/31/
ECL	278865100 ECOLAB INC	645.000000	50.420	24,056.94	24,056.94	32,521	8,464	0.52	452	1.39	12/31/
EMR	291011104 EMERSON ELEC CO	460.000000	57.170	12,039.83	12,039.83	26,298	14,258	0.42	635	2.41	12/31/
XOM	30231G102 EXXON MOBIL CORP	620.000000	73.120	20,131.10	20,131.10	45,334	25,203	0.72	1,091	2.41	12/31/

302570BJ	302570BJ4 FPL GROUP CAP INC 2.6% 09/01/2015	75,000.000000	97.926	74,975.25	74,975.25	73,445	1,531-	1.17	1,950	2.66	12/31/
3133XTY6	3133XTY67 FED HOME LN BK STEP CPN 3% 07/07/2016-2011	150,000.000000	101.205	150,000.00	150,000.00	151,808	1,808	2.42	4,500	2.96	12/31/
3133XVRK	3133XVRK9 FED HOME LN BK 4.125% 12/13/2019	200,000.000000	105.236	201,060.00	201,060.00	210,472	9,412	3.36	8,250	3.92	12/31/
3133XY2H	3133XY2H7 FED HOME LN BK SER 5K-2017 CL 1 2.9% 04/20/2017 OFV 220,000	171,903.270000	102.223	175,341.34	175,341.34	175,725	383	2.81	4,985	2 84	12/31/
3134A4TZ	3134A4TZ7 FED HOME LN MTG 4.5% 07/15/2013	250,000.000000	108.949	240,707.00	240,707.00	272,373	31,666	4.35	11,250	4.13	12/31/
3134A4UM	3134A4UM4 FED HOME LN MTG 4.5% 01/15/2014	100,000.000000	109.928	100,138.00	100,138.00	109,928	9,790	1.76	4,500	4.09	12/31/
31359MPF	31359MPF4 FED NAT MTG ASSOC 4.375% 09/15/2012	250,000.000000	106.352	241,526.00	241,526.00	265,880	24,354	4.25	10,938	4.11	12/31/
3136F8NE	3136F8NE1 FED NAT MTG ASSOC 5.73% 05/26/2027-2015	130,000.000000	108.621	149,633.90	149,633.90	141,207	8,427-	2.26	7,449	5.28	12/31/
3136F8R5	3136F8R56 FED NAT MTG ASSOC 5% 02/07/2023-2012	250,000.000000	102.365	249,687.50	249,687.50	255,913	6,225	4.09	12,500	4.88	12/31/
BEN	354613101 FRANKLIN RES INC	205.000000	111.210	14,890.60	14,890.60	22,798	7,907	0.36	205	0.90	12/31/
36962G4R	36962G4R2 GE CAP CORP 4.375% 09/16/2020	100,000.000000	98.416	101,702.00	101,702.00	98,416	3,286-	1.57	4,375	4.45	12/31/
GS	38141G104 GOLDMAN SACHS	185.000000	168.160	26,641.96	26,641.96	31,110	4,468	0.50	259	0.83	12/31/
38141GAZ	38141GAZ7 GOLDMAN SACHS GROUP 6.875% 01/15/2011	100,000.000000	100.162	100,726.50	100,726.50	100,162	565-	1.60	6,875	6.86	12/31/
FSMXX	38141W232 GOLDMAN SACHS FS MM FD #474			108,426.21	108,426.21	108,426		1.73	152	0.14	01/01/
GSMCX	38141W398	4,800.002000	36.150	133,799.53	133,799.53	173,520	39 721	2.77	1,253	0 72	12/31/

	GOLDMAN SACHS MID CAP VALUE INSTL FD #864										
GGOIX	38142Y401 GOLDMAN SACHS GROWTH OPPORTUNITIES CL I FD #1132	4,380.052000	24.350	88,670.34	88,670.34	106,654	17,984	1.70		0.00	12/31/
HRS	413875105 HARRIS CORP	530.000000	45.300	27,039.54	27,039.54	24,009	3,031-	0.38	530	2.21	12/31/
HPQ	428236103 HEWLETT PACKARD CO	565.000000	42.100	25,861.14	25,861.14	23,787	2,075-	0.38	181	0.76	12/31/
IBM	459200101 INTL BUSINESS MACHS CORP	245.000000	146.760	23,829.30	23,829.30	35,956	12,127	0.57	637	1.77	12/31/
46263RLB	46263RLB9 IPS IN SBC REV *TAXABLE BAB* 3.79% 01/15/2017	150,000.000000	100.704	150,000.00	150,000.00	151,056	1,056	2.41	5,685	3.76	12/31/
JPM	46625H100 JPMORGAN CHASE & CO	820.000000	42.420	32,276.32	32,276.32	34,784	2,508	0.56	164	0 47	12/31/
MCD	580135101 MCDONALDS CORP	485 000000	76.760	20,455.24	20,455.24	37,229	16,773	0.59	1,183	3.18	12/31/
MHS	58405U102 MEDCO HEALTH SOLUTIONS INC	480.000000	61.270	20,638.12	20,638.12	29,410	8,771	0.47		0.00	12/31/
590188JF	590188JF6 MERRILL LYNCH & CO INC 6.5% 07/15/2018	100,000 000000	104.747	101,673.00	101,673.00	104,747	3,074	1.67	6,500	6.21	12/31/
MET	59156R108 METLIFE INC	740.000000	44.440	32,230.52	32,230.52	32,886	655	0.53	548	1.67	12/31/
MSFT	594918104 MICROSOFT CORP	1,385.000000	27.910	38,322.51	38,322.51	38,655	333	0.62	886	2.29	12/31/
637432CU	637432CU7 NATL RURAL UTILS 7.25% 03/01/2012	100,000.000000	107.200	106,383.00	106,383.00	107,200	817	1.71	7,250	6.76	12/31/
NBL	655044105 NOBLE ENERGY INC	430.000000	86.080	27,765.19	27,765.19	37,014	9,249	0.59	310	0.84	12/31/
PEP	713448108 PEPSICO INC	430.000000	65.330	18,679.26	18,679.26	28,092	9,413	0.45	826	2 94	12/31/
717081AR	717081AR4 PFIZER INC 4.5% 02/15/2014	250,000.000000	108.708	239,227.00	239,227.00	271,770	32,543	4.34	11,250	4.14	12/31/
PX	74005P104	385 000000	95.470	24,643.51	24,643 51	36,756	12,112	0.59	693	1.89	12/31/

	PRAXAIR INC										
PG	742718109 PROCTER & GAMBLE CO	410.000000	64.330	14,702.32	14,702.32	26,375	11,673	0.42	790	3 00	12/31/
742718BZ	742718BZ1 PROCTER & GAMBLE CO 4.85% 12/15/2015	250,000.000000	111.519	251,978.00	251,978.00	278,798	26,820	4.45	12,125	4.35	12/31/
PWR	74762E102 QUANTA SVCS INC	910.000000	19.920	18,480.66	18,480 66	18,127	353-	0.29		0.00	12/31/
PENNX	780905840 ROYCE PENNSYLVANIA MUT CL I FD #260	6,577.220000	11.650	55,333.81	55,333.81	76,625	21,291	1.22	355	0.46	12/31/
SLB	806857108 SCHLUMBERGER LTD	610.000000	83.500	36,718.05	36,718.05	50,935	14,217	0.81	512	1.01	12/31/
XLY	81369Y407 SELECT SECTOR SPDR CONSUMER DISCRETIONARY	345.000000	37.410	6,267.92	6,267.92	12,906	6,639	0.21	170	1.32	12/31/
SRCL	858912108 STERICYCLE INC	300.000000	80.920	10,524.03	10,524.03	24,276	13,752	0.39		0.00	12/31/
TJX	872540109 TJX CO INC	455.000000	44.390	20,444.88	20,444.88	20,197	247-	0.32	273	1.35	12/31/
TGT	87612E106 TARGET CORP	435.000000	60.130	10,095.65	10,095.65	26,157	16,061	0.42	435	1.66	12/31/
87612EAC	87612EAC0 TARGET CORP 6.35% 01/15/2011	200,000.000000	100.152	201,268.00	201,268.00	200,304	964-	3.20	12,700	6.34	12/31/
TEVA	881624209 TEVA PHARMACEUTICAL INDS LTD SP ADR	505.000000	52.130	27,913.49	27,913.49	26,326	1,588-	0.42	337	1.28	12/31/
TMO	883556102 THERMO FISHER SCIENTIFIC INC	605.000000	55.360	30,605.47	30,605.47	33,493	2,887	0.54		0.00	12/31/
TGVIX	885215566 THORNBURG INTL VALUE CL I FD #209	4,437.588000	28.640	113,845.00	113,845.00	127,093	13,248	2.03	1,260	0.99	12/31/
912828BA	912828BA7 US TREASURY N/B 3.625% 05/15/2013	225,000.000000	106.906	233,595.70	233,595.70	240,539	6,943	3.84	8,156	3.39	12/31/
912828LP	912828LP3 US TREASURY N/B 3% 09/30/2016	100,000 000000	103.711	100,093.75	100,093.75	103,711	3,617	1.66	3,000	2.89	12/31/

912828MW	912828MW7 US TREASURY N/B 2.5% 03/31/2015	150,000.000000	103.508	149,982.42	149,982.42	155,262	5,280	2.48	3,750	2.42	12/31/
VNQ	922908553 VANGUARD REIT ETF	1,020.000000	55.370	45,149.99	45,149.99	56,477	11,327	0.90	1,929	3.42	12/31/
V	92826C839 VISA INC CL A	430 000000	70.380	29,925.56	29,925.56	30,263	338	0.48	258	0.85	12/31/
WMT	931142103 WALMART STORES INC	260.000000	53.930	14,022.41	14,022.41	14,022	1-	0.22	315	2.24	12/31/
WAG	931422109 WALGREEN CO	715.000000	38.960	21,465.43	21,465.43	27,856	6,391	0 45	501	1.80	12/31/
WFC	949746101 WELLS FARGO & CO NEW	1,060.000000	30.990	29,620.67	29,620.67	32,849	3,229	0.52	212	0.65	12/31/
967545T3	967545T38 WICOMICO CNTY MD GO *TAXABLE BAB* 4% 12/01/2017	105,000.000000	102.794	106,284.15	106,284.15	107,934	1,650	1.72	4,200	3.89	12/31/
MN000455	MN0004552 1ST MTG ON YMCA NW & APPLETREE DAYCARE 5.5% 09/10/2019	841,316 460000		841,316.46	841,316.46	841,316		13.45	46,272	5.50	01/01/
	Total Portfolio			5,696,961.14	5,696,961.14	6,261,569	564,608	100.00	218,013	3 48	

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