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Form **990-PF**

Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust

Treated as a Private Foundation

OMB No 1545-0052

Department of the Treasury
Internal Revenue Service

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

2010For calendar year 2010, or tax year beginning JULY 1, 2010, and ending JUNE 30, 2011

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

Name of foundation <u>THE BANCKER-WILLIAMS FOUNDATION INC.</u>		A Employer identification number <u>58-1868577</u>
Number and street (or P.O. box number if mail is not delivered to street address) <u>C/O THOMAS OASTER, 130 RIVERWOOD PLACE</u>		B Telephone number (see page 10 of the instructions) <u>678-538-2031</u>
City or town, state, and ZIP code <u>ATLANTA, GA 30327-4280</u>		C If exemption application is pending, check here ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) <u>\$ 2,787,018</u>	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
(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) (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	62285	62285	N/A	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	143947			
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		143947		
	8 Net short-term capital gain			N/A	
	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	206239	206239	N/A		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	700	700		700
	c Other professional fees (attach schedule)	43140	43140	N/A	43140
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	720	720		720
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	139	139		139
	24 Total operating and administrative expenses. Add lines 13 through 23	44699	44699	N/A	44699
	25 Contributions, gifts, grants paid	138000			138000
26 Total expenses and disbursements. Add lines 24 and 25	182699	44699	N/A	182699	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	23540				
b Net investment income (if negative, enter -0-)		161540			
c Adjusted net income (if negative, enter -0-)			N/A		

For Paperwork Reduction Act Notice, see page 30 of the instructions.

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Form **990-PF** (2010)

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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	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	10950	79,941	79,941	
	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 ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments—U.S. and state government obligations (attach schedule)	282,940	294,045	367,412	
	b	Investments—corporate stock (attach schedule) <i>SEE</i>	1,546,595	1,499,813	2,066,955	
	c	Investments—corporate bonds (attach schedule) <i>SCHEDULE #3</i>	275,000	265,226	272,710	
	11	Investments—land, buildings, and equipment: basis ▶				
	Less: accumulated depreciation (attach schedule) ▶					
12	Investments—mortgage loans					
13	Investments—other (attach schedule)					
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)	2,115,485	2,139,025	2,787,018		
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)	-0-	-0-		
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	2,115,485	2,139,025		
	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)	2,115,485	2,139,025		
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	2,115,485	2,139,025			

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	2,115,485
2	Enter amount from Part I, line 27a	2	23,540
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	2,139,025
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,139,025

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				
b	SEE ATTACHED			
c				
d	SCHEDULE #1			
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
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	143,947
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	178,890	2,510,696	.07125
2008	212,595	2,400,603	.08856
2007	241,832	3,153,804	.07668
2006	221,138	3,184,795	.06944
2005	214,672	3,028,276	.07089

2 Total of line 1, column (d)	2	.37682
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	.07536
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	2,706,307
5 Multiply line 4 by line 3	5	203,947
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1615
7 Add lines 5 and 6	7	205,562
8 Enter qualifying distributions from Part XII, line 4 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.	8	182,699

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 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	3231	
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	3231	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4		
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	3231	
6	Credits/Payments:			
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	1930	
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	1930	
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	1301	
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?		✓
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)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		✓
c Did the foundation file Form 1120-POL for this year?		✓
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$ <u>0</u> (2) On foundation managers. ▶ \$ <u>0</u>		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ <u>0</u>		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	2	✓
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	✓
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	✓
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	5	✓
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	✓
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	7	✓
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ <u>GEORGIA</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i>	8b	✓
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)? <i>If "Yes," complete Part XIV</i>	9	✓
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	✓

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		✓
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		✓
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	✓	
Website address ▶ <u>NONE</u>				
14	The books are in care of ▶ <u>BEVERLY KELLY c/o BNY MELLON</u> telephone no. ▶ <u>678-538-2031</u>			
	Located at ▶ <u>3290 NORTHSIDE PKWY, SUITE 950, ATLANTA, GA</u> ZIP+4 ▶ <u>30327</u>			
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 <u>N/A</u>			
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? 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 ▶ <u>N/A</u>	16	Yes	No ✓

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ ☐	1b	N/A
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	✓
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 ▶ 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 22 of the instructions.)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ 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	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	✓
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	✓

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

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see 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
<u>SEE ATTACHED SCHEDULE #4</u>				

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
<u>NONE</u>				

Total number of other employees paid over \$50,000 ☐

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		
/		
/		

Total number of others receiving over \$50,000 for professional services ▶

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	/	
2	NONE	
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	/	
2	NONE	
3	All other program-related investments. See page 24 of the instructions	

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	2,713,326
b	Average of monthly cash balances	1b	34,194
c	Fair market value of all other assets (see page 25 of the instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	2,747,520
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	
3	Subtract line 2 from line 1d	3	2,747,520
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	41,213
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,706,307
6	Minimum investment return. Enter 5% of line 5	6	135,315

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	135,315
2a	Tax on investment income for 2010 from Part VI, line 5	2a	3231
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	3,231
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	132,084
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	132,084
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	132,084

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	182,699
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	
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	182,699
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	182,699

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				132,084
2 Undistributed income, if any, as of the end of 2010:				
a Enter amount for 2009 only			- 0 -	
b Total for prior years: 20____, 20____, 20____		- 0 -		
3 Excess distributions carryover, if any, to 2010:				
a From 2005 66,123				
b From 2006 67,994				
c From 2007 84,142				
d From 2008 93,309				
e From 2009 55,064				
f Total of lines 3a through e	366,632			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ \$ 182,699				
a Applied to 2009, but not more than line 2a			- 0 -	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		- 0 -		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)	- 0 -			
d Applied to 2010 distributable amount				132,084
e Remaining amount distributed out of corpus	50,615			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)	- 0 -			- 0 -
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	417,247			
b Prior years' undistributed income. Subtract line 4b from line 2b		- 0 -		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		- 0 -		
d Subtract line 6c from line 6b. Taxable amount—see page 27 of the instructions		- 0 -		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions			- 0 -	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				- 0 -
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	- 0 -			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	66,123			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	351,124			
10 Analysis of line 9:				
a Excess from 2006 67,994				
b Excess from 2007 84,142				
c Excess from 2008 93,309				
d Excess from 2009 55,064				
e Excess from 2010 50,615				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling N/A

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			(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
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	N/A				
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:			N/A		
(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).) N/A

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. N/A

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

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

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

c Any submission deadlines: N/A

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

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE ATTACHED SCHEDULE #5				
Total			▶ 3a	138,000
b Approved for future payment N/A				
Total			▶ 3b	N/A

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

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

[illegible]

- 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 or fiduciary) is based on all information of which preparer has any knowledge.

Thomas W. Oastler | 11/6/11 | TAX OFFICER

Signature of officer or trustee | Date | Title

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
	Firm's name ▶			Firm's EIN ▶	
	Firm's address ▶			Phone no	

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

LINE 1 PROPERTY SOLD A	HOW ACQUIRED B	DATE BOUGHT C	DATE SOLD D	GROSS SALES PRICE E	DEPR F	COST OR BASIS G	GAIN OR LOSS H
A - BOND FUND, 754.15 SHARES BNY MELLON BOND FUND	P	1/20/2004	7/27/2010	\$10,000.00		\$9,774.00	\$226.00
B - COMMON STOCK, 500 SHARES EXELON CORPORATION	P	6/23/2009	9/14/2010	\$21,125.00		\$24,648.00	(\$3,523.00)
C - CAPITAL GAIN DISTRIBUTION, 1000 SHARES COCA-COLA ENTERPRISES INC	P	1/1/2001	10/5/2010	\$10,000.00		\$0.00	\$10,000.00
D - CAPITAL GAIN DISTRIBUTION, 16,800 UNITS BNY MELLON BOND FUND	P	1/20/2004	12/17/2010	\$306.00		\$0.00	\$306.00
E - COMMON STOCK, 600 SHARES SIEMENS A G	P	9/21/1995	3/31/2011	\$82,278.00		\$21,261.00	\$61,017.00
F - COMMON STOCK, 200 SHARES APACHE CORPORATION	P	11/10/2000	5/18/2011	\$24,717.00		\$4,855.00	\$19,862.00
G - COMMON STOCK, 300 SHARES CHEVRONTEXACO CORP	P	1/6/2003	5/18/2011	\$30,708.00		\$10,487.00	\$20,221.00
F - COMMON STOCK, 300 SHARES W W GRAINGER INCORPORATED	P	10/30/2000	5/18/2011	\$45,155.00		\$9,317.00	\$35,838.00
GROSS SALES				<u>\$224,289.00</u>			
				NET CAPITAL GAIN FOR LINE 2			<u>\$143,947.00</u>

THE BANCER-WILLIAMS FOUNDATION, INC. EIN 58-1868577
SUPPORTING SCHEDULE #2 OF INFORMATION FOR FORM 990PF
FISCAL YEAR ENDED JUNE 30, 2011

PART I, LINE 16

(B) ACCOUNTING FEES:

PAID TO TOM OASTLER FOR ACCOUNTING FEES:
FOR FYE 6/30/10 \$700

TOTAL ACCOUNTING FEES **\$700**

(C) OTHER PROFESSIONAL FEES:

PAID TO BNY MELLON PRIVATE WEALTH MANAGEMENT
FOR MANAGEMENT OF FOUNDATION INVESTMENTS \$43,140

TOTAL PROFESSIONAL FEES **\$43,140**

PART 1, LINE 18

TAXES:

FOREIGN TAX PAYMENTS:

VALE SA STOCK CASH DIVIDEND TAX WITHHELD \$136
SIEMENS STOCK CASH DIVIDEND TAX WITHHELD \$584

TOTAL TAX PAYMENTS **\$720**

PART I, LINE 23:

OTHER EXPENSES:

GEORGIA STATE BUSINESS LICENSE FEE \$50
BROKERAGE FEES \$89

TOTAL OTHER EXPENSES **\$139**

THE BANCKER-WILLIAMS FOUNDATION, INC. EIN 58-1868577
SUPPORTING SCHEDULE #3 OF INFORMATION FOR FORM 990PF
FISCAL YEAR ENDED JUNE 30, 2011

PART II, LINE 10 INVESTMENTS:

A) U.S. AND STATE GOVERNMENT OBLIGATIONS:

NAME	FACE VALUE	BOOK VALUE	FAIR MARKET VALUE
U.S. TREASURY NOTES 7.25% DUE 5/15/2016	\$100,000	\$98,256	\$126,250
U S TREASURY BOND STRIPPED INT GENERIC DUE 11/15/14	\$250,000	\$195,789	\$241,162
TOTAL GOVERNMENT OBLIGATIONS		<u>\$294,045</u>	<u>\$367,412</u>

B) CORPORATE STOCK

NAME	SHARES	BOOK VALUE	FAIR MARKET VALUE
BNY MELLON INTERNATIONAL FUND	15,289 UNITS	\$250,000	\$172,307
CHEVRON CORP.	1,200	\$41,946	\$123,408
APACHE CORP	1,000	\$24,273	\$123,390
STRATEGIC INTERNATIONAL STOCK FUND	7,868 UNITS	\$100,000	\$112,352
GRAINGER W W INC	700	\$21,741	\$107,555
BNY MELLON EMERGING MARKETS FUND	9,057 UNITS	\$150,000	\$106,877
MCKESSON CORP	1,000	\$35,635	\$83,650
JOHNSON & JOHNSON	1,200	\$24,164	\$79,824
AMERICAN EXPRESS	1,500	\$45,284	\$77,550
ADOBE SYSTEMS INC	2,000	\$5,739	\$62,900
AMERIPRISE FINANCIAL INC.	1,000	\$22,898	\$57,680
NIKE INC CLASS B	600	\$24,819	\$53,988
ISHARES S&P GSCI COMMODITY INDEX TRUST	1,570 UNITS	\$49,957	\$53,553
DANAHER CORP.	1,000	\$34,099	\$52,990
ABBOTT LABS	1,000	\$35,473	\$52,620
APPLE INC.	150	\$20,127	\$50,351
ORACLE CORPORATION	1,500	\$31,249	\$49,365
BNY MELLON MID CAP FUND	3383 UNITS	\$25,000	\$44,926
PROCTER & GAMBLE CO	700	\$38,934	\$44,499
PFIZER INC.	2,000	\$72,262	\$41,200
MICROSOFT CORPORATION	1,500	\$41,157	\$39,000
COMCAST CORP CL A	1,500	\$35,730	\$38,010
PEPSICO INC.	500	\$29,330	\$35,215
TYCO INTERNATIONAL LTD	700	\$18,038	\$34,601
THERMO FISHER SCIENTIFIC INC	500	\$28,385	\$32,195
VALE SA ADR	1,000	\$17,270	\$31,950
UNION PACIFIC CORP	300	\$23,784	\$31,320
UNITEDHEALTH GROUP INC	600	\$19,775	\$30,948
COCA-COLA ENTERPRISES	1,000	\$21,938	\$29,180
OMNICOM GROUP INC.	600	\$31,851	\$28,896
HOSPIRA INC.	500	\$20,435	\$28,330
CVS CAREMARK CORPORATION	750	\$28,432	\$28,185
WALMART STORES INC.	500	\$28,525	\$26,570
VODAPHONE GROUP PLC NEW	875	\$27,215	\$23,380
JP MORGAN CHASE & CO.	500	\$16,920	\$20,470
GOOGLE INC.	40	\$16,253	\$20,255
MEDTRONIC INC	500	\$16,800	\$19,265
HEWLETT PACKARD CO.	500	\$24,375	\$18,200
TOTAL CORPORATE STOCK		<u>\$1,499,813</u>	<u>\$2,066,955</u>

C) CORPORATE BONDS:

NAME	UNITS	BOOK VALUE	FAIR MARKET VALUE
BNY MELLON INTERMEDIATE BOND FUND	3,885 004	\$50,000	\$50,350
BNY MELLON BOND FUND	16,819 945	\$215,226	\$222,360
TOTAL CORPORATE BONDS		<u>\$265,226</u>	<u>\$272,710</u>

THE BANCKER-WILLIAMS FOUNDATION, INC. EIN 58-1868577
SUPPORTING SCHEDULE #4 OF INFORMATION FOR FORM 990PF
FISCAL YEAR ENDED JUNE 30, 2011

PART VIII, LINE 1:

<u>TRUSTEE NAME AND ADDRESS</u>	<u>TITLE AND HRS/WK DEVOTED</u>	<u>CONTRIBUTION TO EMPLOYEE BENEFIT PLAN</u>	<u>EXPENSE ACCOUNT & ALLOWANCE</u>	<u>COMPENSATION</u>
ELAINE O. BLACKMON 2527 WINDWOOD COURT ATLANTA, GA 30060	CHAIRWOMAN/ TRUSTEE/ .5 HR	\$0	\$0	\$0
BELITJE B. BULL P.O. BOX 30035 SEA ISLAND, GA 31561	TRUSTEE/ .1 HR	\$0	\$0	\$0
ELIZABETH O. JACKSON 314 N. HARRINGTON ROAD ST. SIMONS ISLAND, GA 31522	TRUSTEE/ .1 HR	\$0	\$0	\$0
KATHARINE B. JOHNSON 301 DANCING FOX ROAD, #36 DECATUR, GA 30032-3975	TRUSTEE/ .1 HR	\$0	\$0	\$0
DOROTHY B. ROBERTSON 2801 GLENWOOD GARDENS LANE #107 RALEIGH, NC 27608	TRUSTEE/ .1 HR	\$0	\$0	\$0
CHARLOTTE H. VERSFELD PRSOURCE INC. 4208 SIX FORKS ROAD, SUITE 220 RALEIGH, NC 27609	TRUSTEE/ .1 HR	\$0	\$0	\$0
THOMAS W. OASTLER 130 RIVERWOOD PLACE ATLANTA, GA 30327	TAX OFFICER/ .15 HR	\$0	\$0	\$0
BEVERLY KELLY 3290 NORTHSIDE PKWY., SUITE 950 ATLANTA, GA 30327	SECRETARY/ TREASURER/ .5 HR	\$0	\$0	\$0

THE BANCER-WILLIAMS FOUNDATION, INC. EIN 58-1868577
SUPPORTING SCHEDULE #5 OF INFORMATION FOR FORM 990PF
FISCAL YEAR ENDED JUNE 30, 2011

PART XV, SUPPLEMENTARY INFORMATION

LINE 3A GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO FOUNDATION</u>	<u>RECIPIENT FOUNDATION STATUS</u>	<u>PURPOSE OF CONTRIBUTION</u>	<u>AMOUNT</u>
SOUTHERN ALLIANCE FOR CLEAN ENERGY P O BOX 1842 KNOXVILLE, TN 37901	N/A	PUBLIC	TO ADVANCE CLEAN POWER PROGRAMS IN THE REGION WITH THE GREEN POWER REFUELING PROJECT	\$28,000
IDEAS 1702 DANCING FOX ROAD DECATUR, GA 30032	N/A	PUBLIC	TO PROVIDE SOLAR ENERGY SOLUTIONS FOR THE WOMEN AND THEIR CHILDREN IN NICARAGUA'S FAIR TRADE COFFEE COOPS	\$25,000
POPULATION MEDIA CENTER P O BOX 547 SHELBURNE, VT 05482	N/A	PUBLIC	FOR ONGOING PROGRAM SUPPORT AND NEW EXPLORATORY PROJECT PLANNING	\$20,000
ROOM TO READ 111 SUTTER STREET, 16TH FLOOR SAN FRANCISCO, CA 94101	N/A	PUBLIC	TO FUND 100 GIRLS SCHOLARSHIPS IN INDIA	\$20,000
BRIDGES TO PROSPERITY 5007 C-126 VICTORY BOULEVARD YORKTOWN, VIRGINIA 23693	N/A	PUBLIC	FOR FOOTBRIDGE CONSTRUCTION TRAINING OF VILLAGERS IN ZAMBIA USING THE TAIL PROGRAM	\$15,000
GLOBAL GREENGRANTS FUND 2840 WILDERNESS PLACE, SUITE A BOULDER, CO 80301	N/A	PUBLIC	TO HELP MOBILIZE RESOURCES FOR GLOBAL ENVIRONMENTAL SUSTAINABILITY AND SOCIAL JUSTICE	\$10,000
ST SIMONS LAND TRUST P O. BOX 24615 ST SIMONS ISLAND, GA 31522	N/A	PUBLIC	GENERAL DONATION	\$6,000
VOICES FOR THE ANIMALS FOUNDATION 2633 LINCOLN BLVD., #202 SANTA MONICA, CA 90405	N/A	PUBLIC	FOR THE ELDERLY COMPANION ANIMAL RESCUE, REHABILITATION AND ADOPTION PROGRAM	\$5,000
RALEIGH RESCUE MISSION 314 EAST HARGETT STREET RALEIGH, NC 27601	N/A	PUBLIC	GENERAL DONATION	\$3,000
THE RALEIGH SCHOOL 1071 RALEIGH SCHOOL DRIVE RALEIGH, NC 27607	N/A	PUBLIC	GENERAL DONATION	\$2,000
THE GATHERING PLACE 1002 GLOUCESTER STREET BRUNSWICK, GA 31520	N/A	PUBLIC	GENERAL DONATION	\$1,500
SAFECHILD 864 WEST MORGAN STREET RALEIGH, NC 27603	N/A	PUBLIC	GENERAL DONATION	\$1,000
ELLIJAY WILDLIFE REHABILITATION SANCTUARY 435 COUGAR LANE ELLIJAY, GA 30540	N/A	PUBLIC	GENERAL DONATION	\$1,000
SUSAN G KOMEN FOR THE CURE 5005 LBJ FREEWAY, SUITE 250 DALLAS, TX 75244	N/A	PUBLIC	GENERAL DONATION	\$500
TOTAL CONTRIBUTIONS				<u>\$138,000</u>