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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

2010

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

For calendar year 2010, or tax year beginning 12-01-2010, and ending 11-30-2011

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

Header information including Name of foundation (NELSON MEAD FUND), Employer identification number (31-6064591), Telephone number ((217) 243-4397), City or town, state, and ZIP code (JACKSONVILLE, IL 62650), and organization type (Section 501(c)(3) exempt private foundation).

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))

Main table with columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (1-12), Operating and Administrative Expenses (13-26), and Summary (27-29).

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

Part II Balance Sheets		Beginning of year		End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash—non-interest-bearing	34,054	68,793	68,793	
	2 Savings and temporary cash investments	272,432	157,824	157,824	
	3 Accounts receivable <input type="checkbox"/> _____ Less allowance for doubtful accounts <input type="checkbox"/> _____				
	4 Pledges receivable <input type="checkbox"/> _____ Less allowance for doubtful accounts <input type="checkbox"/> _____				
	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) <input type="checkbox"/> _____ Less allowance for doubtful accounts <input type="checkbox"/> _____				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments—U S and state government obligations (attach schedule)	211,854	211,854	205,108	
	b Investments—corporate stock (attach schedule)	2,497,738	2,615,903	3,179,948	
	c Investments—corporate bonds (attach schedule)	1,797,149	1,460,504	1,477,118	
	11 Investments—land, buildings, and equipment basis <input type="checkbox"/> _____ Less accumulated depreciation (attach schedule) <input type="checkbox"/> _____				
	12 Investments—mortgage loans				
	13 Investments—other (attach schedule)	648,433	769,328	757,443	
	14 Land, buildings, and equipment basis <input type="checkbox"/> _____ Less accumulated depreciation (attach schedule) <input type="checkbox"/> _____				
15 Other assets (describe <input type="checkbox"/> _____)					
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	5,461,660	5,284,206	5,846,234		
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 <input type="checkbox"/> _____)				
23 Total liabilities (add lines 17 through 22)		0			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> 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 <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds	176,871	176,871		
	28 Paid-in or capital surplus, or land, bldg, and equipment fund				
	29 Retained earnings, accumulated income, endowment, or other funds	5,284,789	5,107,335		
30 Total net assets or fund balances (see page 17 of the instructions)	5,461,660	5,284,206			
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	5,461,660	5,284,206			

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	5,461,660
2	Enter amount from Part I, line 27a	2	-177,453
3	Other increases not included in line 2 (itemize) <input type="checkbox"/> _____	3	
4	Add lines 1, 2, and 3	4	5,284,207
5	Decreases not included in line 2 (itemize) <input type="checkbox"/> _____	5	1
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	5,284,206

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			

(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) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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	
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	-20,455
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)		3	
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			

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	303,271	5,893,150	0.05146
2008	256,702	5,344,878	0.04803
2007	342,415	6,964,891	0.04916
2006	391,813	7,859,609	0.04985
2005	337,045	7,372,539	0.04572

2 Total of line 1, column (d).	2	0.24422
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	0.04884
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5.	4	6,131,933
5 Multiply line 4 by line 3.	5	299,508
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	1,442
7 Add lines 5 and 6.	7	300,950
8 Enter qualifying distributions from Part XII, line 4.	8	301,189

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 <input type="checkbox"/> 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 <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	1,442
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	1,442
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	1,442
6	Credits/Payments		
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	2,468
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	2,468
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,026
11	Enter the amount of line 10 to be Credited to 2011 estimated tax 1,026 Refunded	11	

Part VII-A Statements Regarding Activities

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	Yes	No
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>	1b		No
c	Did the foundation file Form 1120-POL for this year?.	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____			
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		No
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		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?.	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?.	4b		No
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		No
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	Yes	
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	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input type="checkbox"/> OH _____			
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	Yes	
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		No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10		No

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		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	Yes	
14	The books are in care of ADWELL SERVICES LLC Telephone no (217) 243-4397 Located at 102 N WESTGATE AVE Jacksonville IL ZIP+4 62650			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year. 15			
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		No

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.		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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
1b	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 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	1b	No
1c	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	No
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years 20 ____, 20 ____, 20 ____, 20 ____		
2b	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 20 of the instructions).	2b	No
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
3b	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	No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	No
4b	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	No

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)? Organizations relying on a current notice regarding disaster assistance check here. **5b** **No**

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? Yes No
If "Yes" to 6b, file Form 8870. **6b** **No**

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? Yes No **7b** **No**

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
RUTH C MEAD 216 SO BEACH ROAD HOBE SOUND, FL 33455	Trustee 0 00	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				

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 _____	
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 _____	
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	6,193,827
b	Average of monthly cash balances.	1b	31,486
c	Fair market value of all other assets (see page 24 of the instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	6,225,313
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	6,225,313
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	93,380
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	6,131,933
6	Minimum investment return. Enter 5% of line 5.	6	306,597

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	306,597
2a	Tax on investment income for 2010 from Part VI, line 5.	2a	1,442
b	Income tax for 2010 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	1,442
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	305,155
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	305,155
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	305,155

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	301,189
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	301,189
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	1,442
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	299,747

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				305,155
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only.				
b Total for prior years 20___, 20___, 20___				
3 Excess distributions carryover, if any, to 2010				
a From 2005.				
b From 2006.				
c From 2007.				
d From 2008.				
e From 2009. 6,481				
f Total of lines 3a through e.	6,481			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 301,189				
a Applied to 2009, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions).	0			
d Applied to 2010 distributable amount.				301,189
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)	3,966			3,966
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	2,515			
b Prior years' undistributed income Subtract line 4b from line 2b.				
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.				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions.				
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.				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).				
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions).				
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a.	2,515			
10 Analysis of line 9				
a Excess from 2006.				
b Excess from 2007.				
c Excess from 2008.				
d Excess from 2009. 2,515				
e Excess from 2010.				

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.

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

Table with 5 columns: (a) 2010, (b) 2009, (c) 2008, (d) 2007, (e) Total. Rows include: 2a Enter the lesser of the adjusted net income...; 2b 85% of line 2a; 2c Qualifying distributions from Part XII...; 2d Amounts included in line 2c not used directly...; 2e Qualifying distributions made directly...; 3 Complete 3a, b, or c for the alternative test relied upon; 3a 'Assets' alternative test; 3b 'Endowment' alternative test; 3c 'Support' alternative test.

Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see page 27 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))

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

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

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	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
Name and address (home or business)				
a <i>Paid during the year</i> SEE ATTACHED STATEMENT Various Various, FL 33455	SEE ATTACHED	SEE ATTAC	SEE ATTACHED STATEMENT	289,735
Total ▶ 3a				289,735
b <i>Approved for future payment</i>				
Total ▶ 3b				

TY 2010 Accounting Fees Schedule

Name: NELSON MEAD FUND

EIN: 31-6064591

Software ID: 10000105

Software Version: 2010v3.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Accounting Fees	11,252	0	0	11,252

TY 2010 Other Decreases Schedule

Name: NELSON MEAD FUND

EIN: 31-6064591

Software ID: 10000105

Software Version: 2010v3.2

Description	Amount
ROUNDING	1

TY 2010 Other Expenses Schedule

Name: NELSON MEAD FUND

EIN: 31-6064591

Software ID: 10000105

Software Version: 2010v3.2

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Bank Service Charge	2			2
Annual Filing Fees	200			200

TY 2010 Other Professional Fees Schedule

Name: NELSON MEAD FUND

EIN: 31-6064591

Software ID: 10000105

Software Version: 2010v3.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Brokerage Fees	55,452	55,452	0	0

TY 2010 Taxes Schedule

Name: NELSON MEAD FUND

EIN: 31-6064591

Software ID: 10000105

Software Version: 2010v3.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Foreign Taxes	309	309		

The Nelson Mead Fund
REALIZED GAINS AND LOSSES
From 12-01-10 Through 11-30-11
31-6064591

<u>Open Date</u>	<u>Close Date</u>	<u>Quantity</u>	<u>Security</u>	<u>Cost Basis</u>	<u>Proceeds</u>	<u>Gain Or Loss</u>	
						<u>Short Term</u>	<u>Long Term</u>
6/13/2007	12/1/2010	150000	General Electric Cap Corp	144,854 00	150,000 00		5,146 00
1/30/2009	12/2/2010	1909	Gilead Sciences	98,351 30	70,466 07		(27,885 23)
12/23/2008	12/2/2010	29	Gilead Sciences	1,461 63	1,070 46		(391 17)
12/22/2008	12/2/2010	51	Gilead Sciences	2,549 34	1,882 54		(666 80)
11/25/2008	12/2/2010	11	Gilead Sciences	485 64	406 04		(79 61)
4/28/2010	12/7/2010	110	Koninklijke Philips Electronics NV	3,691 60	3,267 40	(424 20)	
3/26/2010	12/7/2010	4000	Koninklijke Philips Electronics NV	133,034 00	118,814 38	(14,219 62)	
5/28/2009	1/3/2011	1000	Brazil IShares MSCI	53,803 90	78,219 27		24,415 37
6/13/2007	3/15/2011	200000	American General Finance	191,791 35	200,000 00		8,208 65
3/20/2008	5/2/2011	103	Barrick Gold Corporation	4,434 99	5,179 68		744 69
4/30/2008	5/2/2011	3	Barrick Gold Corporation	114 84	150 86		36 02
4/29/2008	5/2/2011	185	Barrick Gold Corporation	6,951 10	9,303 30		2,352 20
11/10/2006	5/2/2011	145	Barrick Gold Corporation	4,252 10	7,291 78		3,039 68
1/10/2007	5/2/2011	79	Barrick Gold Corporation	2,293 12	3,972 76		1,679 64
9/16/2008	5/2/2011	150	Barrick Gold Corporation	4,152 17	7,543 23		3,391 06
3/17/2006	5/2/2011	4	Barrick Gold Corporation	107 67	201 15		93 48
2/4/2009	5/4/2011	300	Silver Trust IShares	3,678 36	11,971 72		8,293 36
10/6/2010	5/12/2011	1000	Market Vectors Gold Miners	58,088 44	53,758 06	(4,330 38)	
12/1/2010	6/15/2011	4623 209	Matthews India Fund	100,000 00	92,556 65	(7,443 35)	
12/9/2010	6/15/2011	21 213	Matthews India Fund	431 90	424 68	(7 22)	
1/13/2011	9/20/2011	2000	Wells Fargo & Company	64,157 00	49,472 24	(14,684 76)	
1/13/2011	9/20/2011	1500	JP Morgan Chase & Company	67,005 00	48,940 75	(18,064 25)	
9/25/2009	10/4/2011	1000	IShares Tr NASDAQ Biotechnology	80,874 20	88,147 70		7,273 50
TOTAL GAINS						0 00	64,673 65
TOTAL LOSSES						(59,173 78)	(29,022 81)
					1,026,563 65	1,003,040 72	(59,173 78) 35,650 84
TOTAL REALIZED GAIN/LOSS				(23,522 94)			
LTCG DIVIDEND				3,067 91			
TOTAL				<u>(20,455 03)</u>			

Nelson Mead Fund
 Grants and Contributions Paid during the Year
 Fiscal Year Ending 11/30/2011
 31-6064591

Recipient	Address	Status	Purpose of Grant	Amount
1000 Friends of Florida	PO Box 5948 Tallahassee FL 32314	501(c)3	Annual Fund	1 000
American Friends for the Preservation of Czech Culture Inc	PO Box 814 Dover MA 02030	501(c)3	Annual Fund	6 000
American Red Cross	2750 S Kanner Hwy Stuart FL 34994	501(c)3	Annual Fund	2 000
Boston Biomedical Research Institute	64 Grove Street Watertown MA 02472	501(c)3	Annual Fund	8 000
Berkshire Taconic Community Foundation	PO Box 400 Sheffield MA 01257	501(c)3	Annual Fund	2 000
Boys & Girls Club- Martin Cty	11500 SE Lanes Avenue Hobe Sound FL 33475	501(c)3	Annual Fund	500
Brooks School	1160 Great Pond Road North Andover MA 01845	501(c)3	Annual Fund	22 500
Buddhavana Foundation	3 Barnabas Road Marion MA 02738	501(c)3	Annual Fund	300
Busch Wildlife Sanctuary	2500 Jupiter Park Drive Jupiter FL 33458	501(c)3	Annual Fund	1 000
Buttonwood Park Zoological Society	425 Hawthorne Street New Bedford MA 02740	501(c)3	Annual Fund	250
Cancer Research Institute	55 Broadway Suite 1802 New York NY 10006	501(c)3	Annual Fund	1 900
CARE	PO Box 1871 Merrifield VA 22116	501(c)3	Annual Fund	1 000
Center for Plant Conservation	PO Box 299 St Louis MO 63166	501(c)3	Annual Fund	250
Chapel of All Saints	PO Box 214 Cornwall Bridge CT 06754	501(c)3	Annual Fund	3 000
Children's Medical Center	One Children's Plaza Davton OH 45404	501(c)3	Annual Fund	9 000
Christ Memorial Chapel	PO Box 582 Hobe Sound FL 33475	501(c)3	Annual Fund	10 200
Coalition for Buzzards Bay	114 Front Street New Bedford MA 02740	501(c)3	Annual Fund	500
Coastal Conservation Association of Florida	3333 S Orange Suite 103 Orlando FL 32806	501(c)3	Annual Fund	1 000
Connecticut College	270 Mohegan Avenue New London CT 06320	501(c)3	Annual Fund	2 500
Containers to Clinics	PO Box 446 Dover MA 02030	501(c)3	Annual Fund	250
Cornwall Child Center	8 Cream Hill Road West Cornwall CT 06796	501(c)3	Annual Fund	1 000
Cornwall Conservation Trust	PO Box 74 West Cornwall CT 06796	501(c)3	Annual Fund	500
Cornwall Free Library	PO Box 126 Cornwall CT 06753	501(c)3	Annual Fund	1 000
Cornwall Historical Society	PO Box 115 Cornwall CT 06753	501(c)3	Annual Fund	250
Cox Arboretum	6733 Sprngboro Pike Davton OH 45449	501(c)3	Annual Fund	2 000
CT College Field Hockey	270 Mohegan Avenue New London CT 06320	501(c)3	Annual Fund	1 000
CURE Alzheimer's Fund	34 Washington St Suite 200 Welleslex Hills MA 02481	501(c)3	Annual Fund	2 000
Dartmouth Library Foundation	1205 Russells Mills Road S Dartmouth MA 02748	501(c)3	Annual Fund	500
Davton Children's	One Children's Plaza Davton OH 45404	501(c)3	Annual Fund	2 000
Dedham Country Day School	90 Sandy Valley Road Dedham MA 02026	501(c)3	Annual Fund	2 500
Dedham Historical Society	PO Box 215 Dedham MA 02026	501(c)3	Annual Fund	150
Dedham Square Circle	PO Box 593 Dedham Square MA 02027	501(c)3	Annual Fund	100
Dartmouth Natural Resources Trust	PO Box P-17 Dartmouth MA 02748	501(c)3	Annual Fund	11 050
Doctors Without Borders	333 Seventh Avenue 2nd Floor New York NY 10001	501(c)3	Annual Fund	3 000
Epiphany School	154 Centre Street Dorchester MA 02124	501(c)3	Annual Fund	1 750
Everglades Foundation	18001 Old Culter Rd Palmetto Bay FL 33157	501(c)3	Annual Fund	1 000
Everglades Law Center Inc	3305 College Ave Ft Lauderdale FL 33314	501(c)3	Annual Fund	500
FCD Educational Services Inc	398 Walnut Street Newton MA 02460	501(c)3	Annual Fund	3 500
FOCUS	PO Box 1027 New Canaan CT 06840	501(c)3	Annual Fund	400
Forward Movement	412 Sycamore Street Cincinnati OH 45202	501(c)3	Annual Fund	100
Friends Academy	1088 Tucker Road North Dartmouth MA 02747	501(c)3	Annual Fund	10 000
Friends of Aullwood	1000 Aullwood Rd Davton OH 45414	501(c)3	Annual Fund	500
Greater Himalayas Foundations	714 N West Street Falls Church VA 22046	501(c)3	Annual Fund	1 000
Groton School	PO Box 991 Groton MA 01450	501(c)3	Annual Fund	500
Guardians of Martin County Inc	PO Box 1489 Hobe Sound FL 33475	501(c)3	Annual Fund	1 000

Habitat for Humanity	PO Box 1 Salisbury CT 06068	501(c)3	Annual Fund	250
Harvard Kent Memorial Scholarship	PO Box 290092 Charleston MA 02129	501(c)3	Annual Fund	3 000
Heifer International	1 World Avenue Little Rock AR 72202	501(c)3	Annual Fund	2 000
Help Us Help Them Fund	218 W Main St 3W Hvannis MA 02601	501(c)3	Annual Fund	50
Hobe Sound Community Chest Inc	PO Box 511 Hobe Sound FL 33475	501(c)3	Annual Fund	10 000
Hobe Sound Nature Center	PO Box 214 Hobe Sound FL 33475	501(c)3	Annual Fund	2 400
Housatonic Valley Association	PO Box 28 Cornwall Bridge CT 06754	501(c)3	Annual Fund	500
Indian Mountain School	211 Indian Mountain Road Lakeville CT 06039	501(c)3	Annual Fund	16 500
Institute for EthnoMedicine	3214 North University Avenue #316 Provo UT 84604	501(c)3	Annual Fund	1 000
International Campaign Tibet	1825 Jefferson Place NW Washington DC 20036	501(c)3	Annual Fund	500
International Crane Foundation	PO Box 447 Baraboo WI 53913	501(c)3	Annual Fund	100
Jupiter Island Historical Society	PO Box 938 Hobe Sound FL 33475	501(c)3	Annual Fund	100
Jupiter Island Garden Club Inc	PO Box 1410 Hobe Sound FL 33475	501(c)3	Annual Fund and Memorial Fund	350
Jupiter Island Medical Clinic Inc	100 Estrada Square Hobe Sound FL 33455	501(c)3	Annual Fund and Memorial Fund	2 550
Jupiter Medical Center Foundation	1210 South Old Drive Highway Building East 1002 Jupiter FL 33458	501(c)3	Annual Fund	3 000
Lake Forest College	555 North Sheridan Road Lake Forest IL 60045	501(c)3	Annual Fund	1 000
Lloyd Center for Environment	430 Potomaska Road Dartmouth MA 02748	501(c)3	Annual Fund	500
Loaves & Fishes of Hobe Sound	PO Box 98 Hobe Sound FL 33475	501(c)3	Annual Fund	300
Lyndon State College	1001 College Road Lyndonville VT 05851	501(c)3	Annual Fund	500
Maine Coast Heritage Trust	1 Bowdoin Mill Island Suite 201 Topsham ME 04086	501(c)3	Annual Fund	1 000
Maltz Jupiter Theater	1001 East Indiantown Road Jupiter FL 33477	501(c)3	Annual Fund	1 000
Millbrook School	131 Millbrook School Rd Millbrook NY 12545	501(c)3	Annual Fund	1 000
Miss Porter's School	60 Main Street Farmington CT 06032	501(c)3	Annual Fund	2 000
Morris Animal Foundation	10200 East Girard Avenue Suite B430 Denver CO 80231	501(c)3	Annual Fund	500
Massachusetts Society for the Prevention of Cruelty to Children	99 Summer Street Boston MA 02110	501(c)3	Annual Fund	1 000
Museum of Fine Arts Boston	465 Huntington Avenue Boston MA 02115	501(c)3	Annual Fund	110
National Cathedral Association	Dept 0035 Washington DC 20073	501(c)3	Annual Fund	50
National Outdoor Leadership School	284 Lincoln Street Lander WY 82520	501(c)3	Annual Fund	500
National Trust for Historic Preservation	PO Box 5043 Hagerstown MD 21741	501(c)3	Annual Fund	1 985
New Bedford Symphony Orchestra	PO Box 2053 New Bedford MA 02741	501(c)3	Annual Fund	2 000
New Bedford Whaling Museum	18 Johnny Cake Hill New Bedford MA 02740	501(c)3	Annual Fund	500
North Yarmouth Academy	148 Main Street Yarmouth ME 04096	501(c)3	Annual Fund	4 000
Northwest Corner Chore Service	PO Box 123 Sharon CT 06069	501(c)3	Annual Fund	250
Norton Museum of Art	1451 S Olive Ave West Palm Beach FL 33401	501(c)3	Annual Fund	100
NRDC	40 West 20th Street New York NY 10011	501(c)3	Annual Fund	1 100
National Tropical Botanical Garden	3530 Papalina Road Kalaheo HI 96741	501(c)3	Annual Fund	1 500
Overfield Early Childhood Program	172 S Ridge Ave Troy OH 45373	501(c)3	Annual Fund	3 000
Partners in Health	641 Huntington Ave Boston MA 02115	501(c)3	Annual Fund	1 250
Piedmont Environmental Council	PO Box 460 Warrenton VA 20188	501(c)3	Annual Fund	250
Planned Parenthood of Greater Miami Palm Beach & Treasure Coast In	2300 N Florida Mango Road West Palm Beach FL 33409	501(c)3	Annual Fund	2 000
Planned Parenthood of MA	1055 Commonwealth Ave Boston MA	501(c)3	Annual Fund	2 000
Pompton Hill Chapel Foundation	PO Box 727 Charleston SC 29402	501(c)3	Annual Fund	100
RARE	1310 N Courthouse Road Suite 110 Arlington VA 22201	501(c)3	Annual Fund	8 000
Rocky Mountain Institute	2317 Snowmass Creek Road Snowmass CO 81654	501(c)3	Annual Fund	500
Royal River Conservation Trust	PO Box 90 Yarmouth ME 04096	501(c)3	Annual Fund	1 000
Sawtooth Society	PO Box 268 Boise ID 83701	501(c)3	Annual Fund	500
SC Coastal Conservation League	PO Box 1765 Charleston SC 29402	501(c)3	Annual Fund	250
Student Conservation Association	PO Box 550 Charleston NH 03603	501(c)3	Annual Fund	250
Shelburne Farms	1611 Harbor Road Shelburne VT 05482	501(c)3	Annual Fund	250
South Norfolk County Association for Retarded Citizens Inc	789 Clapboardtree St Westwood MA 02090	501(c)3	Annual Fund	250
Spoletto Festival USA	14 George Street Charleston SC 29401	501(c)3	Annual Fund	1 000
St George's Episcopal Church	5520 Fair Hills Avenue Dayton OH 45429	501(c)3	Annual Fund	7 000

St John's Episcopal Church	Deerfield Avenue Dedham MA 02026	501(c)3	Annual Fund	500
St Mary's Episcopal Church	143 State Street Portland ME 04101	501(c)3	Annual Fund	13 000
St Paul's Episcopal Church	59 Court Street Dedham MA 02026	501(c)3	Annual Fund	5 000
St Sebastians School	1191 Greendale Ave Needham MA 02492	501(c)3	Annual Fund	1 000
Taft Annual Fund	110 Woodbury Ave Watertown CT 06795	501(c)3	Annual Fund	2 000
The Boma Fund	PO Box 456 Dorset VT 05251	501(c)3	Annual Fund	1 000
The Dedham Exchange	445 Washington Street Dedham MA 02026	501(c)3	Annual Fund	100
The Ethel Walker School	230 Bushy Hill Road Simsbury CT 06070	501(c)3	Annual Fund	5 000
The Garden Conservancy	PO Box 219 Cold Spring NY 10516	501(c)3	Annual Fund	125
The Home for Little Wanderers	PO Box 55785 Boston MA 02205	501(c)3	Annual Fund	1 000
The Humane Society and Shelter	31 Ventura Drive North Dartmouth MA 02747	501(c)3	Annual Fund	1 500
The Nature Conservancy Florida	222 S Westmonte Dr Suite 300 Altamonte Springs FL 32714	501(c)3	Annual Fund	300
Town of Jupiter Island Arts Committee	2 SE Bridge Road Hobe Sound FL 33455	501(c)3	Annual Fund	25
Trinity College	300 Summit Street Hartford CT 06106	501(c)3	Annual Fund	2 500
Trustees of Reservation	572 Essex St Beverly MA 01915	501(c)3	Annual Fund	100
TVRC Education Foundation	PO Box 4915 Jackson WY 83001	501(c)3	Annual Fund	4 500
United World College- USA	PO Box 248 Montezuma NM 87731	501(c)3	Annual Fund	100
University of Vermont	411 Main Street Burlington VT 05401	501(c)3	Annual Fund	2 500
University of Virginia The College Foundation	PO Box 5527 Charlottesville VA 22905	501(c)3	Annual Fund	500
Vassar College	124 Raymond Ave Arlington NY 12604	501(c)3	Annual Fund	10 000
Volunteers In Medicine	417 SE Balboa Ave Stuart FL 34994	501(c)3	Annual Fund	190
Waterfront Historic Area League	128 Union Street New Bedford MA 02740	501(c)3	Annual Fund	500
WBUR	890 Commonwealth Ave 3rd Floor Boston MA 02215	501(c)3	Annual Fund	100
WEIDIKO	72 East Dedham St Boston MA 02118	501(c)3	Annual Fund	1 000
Westminster Choir College	101 Walnut Lane Princeton NJ 08540	501(c)3	Annual Fund	100
Westover School	1237 Whittemore Road Middlebury CT 06762	501(c)3	Annual Fund	12 500
WGBH Educational Foundation	One Guest Street Boston MA 02135	501(c)3	Annual Fund	550
Wild Salmon Center	721 NW Ninth Ave Suite 300 Portland OR 97209	501(c)3	Annual Fund	500
Woods Hole Research Center	149 Woods Hole Road Falmouth MA 02540	501(c)3	Annual Fund	200
World Wildlife Fund	1250 24th St NW Washington DC 20037	501(c)3	Annual Fund	8 500
WPBT2	PO Box 610002 Miami FL 33261	501(c)3	Annual Fund	100
Yale University	PO Box 2038 New Haven CT 06521	501(c)3	School of Forestry & Environmental Studies Fund	1 000
Zetterton Theater	PO Box 4084 New Bedford MA 02741	501(c)3	Annual Fund	2 500
Total				<u>289,735</u>