



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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 12/1/2010, and ending 11/30/2011

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

FREEMAN E. FAIRFIELD MEEKER CHARITABLE TRUST 0101627300

Number and street (or P O box number if mail is not delivered to street address)

Room/suite

A Employer identification number

84-6068906

B Telephone number (see page 10 of the instructions)

(888) 730-4933

Wells Fargo Bank N.A. - PO Box 53456 MAC S4101-22G

City or town, state, and ZIP code

Phoenix

AZ

85072-3456

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 ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), 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

Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$

3,997,653

J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify)

(Part I, column (d) must be on cash basis)

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))

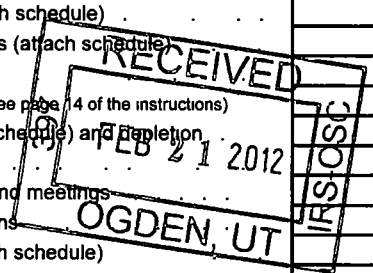
	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check ☒ if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments	0	0		
4 Dividends and interest from securities	150,506	150,506		
5 a Gross rents		0		
b Net rental income or (loss)	0			
6 a Net gain or (loss) from sale of assets not on line 10	76,135			
b Gross sales price for all assets on line 6a	1,315,626			
7 Capital gain net income (from Part IV, line 2)		76,135		
8 Net short-term capital gain			0	
9 Income modifications				
10 a Gross sales less returns and allowances	0			
b Less Cost of goods sold	0			
c Gross profit or (loss) (attach schedule)	0			
11 Other income (attach schedule)	0	0	0	
12 Total. Add lines 1 through 11	226,641	226,641	0	
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.	25,511	19,134	6,378	
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16 a Legal fees (attach schedule)	0	0	0	0
b Accounting fees (attach schedule)	957	0	0	957
c Other professional fees (attach schedule)	0	0	0	0
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions)	6,614	1,257	0	0
19 Depreciation (attach schedule) and depletion	0	0	0	
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	1,432	1,432	0	0
24 Total operating and administrative expenses. Add lines 13 through 23	34,514	21,823	6,378	957
25 Contributions, gifts, grants paid	164,900			164,900
26 Total expenses and disbursements. Add lines 24 and 25.	199,414	21,823	6,378	165,857
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	27,227			
b Net investment income (if negative, enter -0-)		204,818		
c Adjusted net income (if negative, enter -0-)			0	

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

(HTA)

Form 990-PF (2010)

SCANNED MAR 06 2012



P 16-16

Form 990-PF (2010) FREEMAN E FAIRFIELD MEEKER CHARITABLE TRUST 0101627300

84-6068906

Page 2

Part II Balance Sheets		Beginning of year (a) Book Value	End of year	
			(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	0	0	
	2 Savings and temporary cash investments	150,838	128,503	128,503
	3 Accounts receivable ☐ ----- 0			
	Less allowance for doubtful accounts ☐ ----- 0	0	0	0
	4 Pledges receivable ☐ ----- 0			
	Less allowance for doubtful accounts ☐ ----- 0	0	0	0
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)	0	0	0
	7 Other notes and loans receivable (attach schedule) ☐ ----- 0			
	Less allowance for doubtful accounts ☐ ----- 0	0	0	0
	8 Inventories for sale or use	0	0	
	9 Prepaid expenses and deferred charges		0	
	10 a Investments—U S and state government obligations (attach schedule)	0	0	0
	b Investments—corporate stock (attach schedule)	0	0	0
	c Investments—corporate bonds (attach schedule)	0	0	0
Liabilities	11 Investments—land, buildings, and equipment basis ☐ ----- 0			
	Less accumulated depreciation (attach schedule) ☐ ----- 0	0	0	0
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	3,670,845	3,715,768	3,869,150
	14 Land, buildings, and equipment basis ☐ ----- 0			
	Less accumulated depreciation (attach schedule) ☐ ----- 0	0	0	0
	15 Other assets (describe ☐ -----)	0	0	0
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	3,821,683	3,844,271	3,997,653
	17 Accounts payable and accrued expenses	0	0	
	18 Grants payable			
	19 Deferred revenue	0	0	
	20 Loans from officers, directors, trustees, and other disqualified persons	0	0	
	21 Mortgages and other notes payable (attach schedule)	0	0	
	22 Other liabilities (describe ☐ -----)	0	0	
	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	3,821,684	3,844,271	
	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)	3,821,684	3,844,271	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	3,821,684	3,844,271	

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	3,821,684
2 Enter amount from Part I, line 27a	2	27,227
3 Other increases not included in line 2 (itemize) ☐ See Attached Statement	3	1,092
4 Add lines 1, 2, and 3	4	3,850,003
5 Decreases not included in line 2 (itemize) ☐ -----	5	5,732
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	3,844,271

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 Attached Statement			
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	0	0	0
b	0	0	0
c	0	0	0
d	0	0	0
e	0	0	0

(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	0	0	0
b	0	0	0
c	0	0	0
d	0	0	0
e	0	0	0

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	76,135
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	0

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	299,961	4,029,706	0.074437
2008	208,552	3,687,334	0.056559
2007	155,062	4,290,765	0.036139
2006	206,097	4,673,173	0.044102
2005	372,716	4,465,698	0.083462

2 Total of line 1, column (d)	2	0.294699
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	0.058940
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	4,145,325
5 Multiply line 4 by line 3	5	244,325
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,048
7 Add lines 5 and 6	7	246,373
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	165,857

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

1 a 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	4,096	
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0	
3 Add lines 1 and 2	3	4,096	
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	4,096	
6 Credits/Payments			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	3,364	
b Exempt foreign organizations—tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	0	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d	7	3,364	
8 Enter any penalty for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	0	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	732	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0	
11 Enter the amount of line 10 to be Credited to 2011 estimated tax ☐ Refunded ☐	11	0	

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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?		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)? 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		X
c Did the foundation file Form 1120-POL for this year?		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		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		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		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?	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	X	
8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ☐ CO _____		
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	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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		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 ► WELLS FARGO BANK N.A	Telephone no ►	888-730-4933	
Located at ► PO Box 53456 MAC S4101-22G Phoenix AZ		ZIP+4 ►	85072-3456	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ►	15	N/A	
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	Yes	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 ►				X

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	X
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 ► 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	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)

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))?
- (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

☐ Yes ☒ No

☐ Yes ☒ No

- (3) Provide a grant to an individual for travel, study, or other similar purposes?**
- (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)**
- (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

☐ 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
----	-----

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?
If "Yes" to 6b, file Form 8870

6b

☒

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
----	-----

	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
Wells Fargo Bank, N.A.	Trustee			
PO Box 53456 MAC S4101-22G PHOENIX AZ 85068	4 00	25,511	0	0
	00	0	0	0
	00	0	0	0
	00	0	0	0
	00	0	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				
.....				
.....				
.....				
.....				
.....				
.....				
.....				
.....				
.....				
.....				
.....				
.....				
.....				
.....				
.....				
.....				
.....				
.....				
.....				
.....				
Total number of other employees paid over \$50,000				

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

Q

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		0
		0
		0
		0
		0
		0
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 NONE	
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	0
Total. Add lines 1 through 3	0

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	4,054,782
b	Average of monthly cash balances	1b	153,670
c	Fair market value of all other assets (see page 25 of the instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	4,208,452
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	4,208,452
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	63,127
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,145,325
6	Minimum investment return. Enter 5% of line 5	6	207,266

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	207,266
2a	Tax on investment income for 2010 from Part VI, line 5	2a	4,096
b	Income tax for 2010 (This does not include the tax from Part VI)	2b	0
c	Add lines 2a and 2b	2c	4,096
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	203,170
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	203,170
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	203,170

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	165,857
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	165,857
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	165,857

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				203,170
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	NONE			
b From 2006	NONE			
c From 2007	NONE			
d From 2008	NONE			
e From 2009	30,601			
f Total of lines 3a through e	30,601			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 165,857				
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				165,857
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	30,601			30,601
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract 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				
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				6,712
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)	0			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2006	0			
b Excess from 2007	0			
c Excess from 2008	0			
d Excess from 2009	0			
e Excess from 2010	0			

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 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)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years			(e) Total
(a) 2010	(b) 2009	(c) 2008	(d) 2007	
0				0
b 85% of line 2a	0	0	0	0
c Qualifying distributions from Part XII, line 4 for each year listed	0			0
d Amounts included in line 2c not used directly for active conduct of exempt activities				0
e Qualifying distributions made directly for active conduct of exempt activities				
Subtract line 2d from line 2c	0	0	0	0
3 Complete 3a, b, or c for the alternative test relied upon				
a "Assets" alternative test—enter				
(1) Value of all assets				0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	0			0
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)				0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				0
(3) Largest amount of support from an exempt organization				0
(4) Gross investment income				0

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 ☒ 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 <i>Paid during the year</i> See Attached Statement				
Total			▶ 3a	164,900
b <i>Approved for future payment</i> NONE				
Total			▶ 3b	0

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) | | 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. | | | | |

[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

**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.

John A Sulentic

2/7/2012

VP AND TAX DIRECTOR

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

Joseph J. Castriano

2/7/2012

P01251603

Firm's name ► PricewaterhouseCoopers, LLP

Firm's EIN ► 13-4008324

Firm's address ► 600 GRANT STREET, PITTSBURGH, PA 15219-2777

Phone no	412-355-6000
----------	--------------

FREEMAN E FAIRFIELD MEEKER CHARITABLE TRUST 0101627300

84-6068906 Page 1 of 1

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

SEE ATTACHED

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

NONE

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

Amount

GENERAL SUPPORT GRANT

164,900

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

		Amount				Totals		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss		
						Securities		1,315,626		1,239,491		76,135		
						Other sales		0		0		0		
Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Net Gain or Loss
1	X	ISHARES S&P MIDCAP 400 VA	464287705			12/28/2009		6/6/2011	3,361	2,763				598
2	X	ISHARES S&P MIDCAP 400 VA	464287705			10/18/2011		11/8/2011	690	644				46
3	X	ISHARES TR SMALLCAP 600 I	464287804			12/28/2009		1/27/2011	18,300	14,564				3,736
4	X	ISHARES TR SMALLCAP 600 I	464287804			12/28/2009		6/6/2011	9,667	7,616				2,051
5	X	JPMORGAN CHASE & CO	46625H100			11/30/2009		1/27/2011	1,173	1,092				81
6	X	JPMORGAN CHASE & CO	46625H100			11/30/2009		11/8/2011	1,144	1,144				0
7	X	JOHNSON & JOHNSON	478160104			11/8/2010		1/27/2011	304	321				-17
8	X	JOHNSON & JOHNSON	478160104			12/9/2003		1/27/2011	912	753				159
9	X	JOHNSON & JOHNSON	478160104			12/9/2003		4/12/2011	6,871	5,772				1,099
10	X	JOHNSON & JOHNSON	478160104			3/23/2004		4/12/2011	5,974	4,955				1,019
11	X	JOHNSON CONTROLS INC	478366107			7/11/2011		11/8/2011	258	334				-76
12	X	KOHL'S CORP	500255104			8/30/2010		1/27/2011	1,299	1,176				123
13	X	KOHL'S CORP	500255104			8/30/2010		6/30/2011	9,883	9,173				710
14	X	KRAFT FOODS INC	50075N104			3/24/2010		1/27/2011	457	462				-5
15	X	KRAFT FOODS INC	50075N104			3/24/2010		11/8/2011	529	462				67
16	X	L-3 COMMUNICATIONS CORP	502424104			11/3/2009		12/22/2010	4,206	4,381				-175
17	X	L-3 COMMUNICATIONS CORP	502424104			11/30/2009		12/22/2010	4,206	4,709				-503
18	X	L-3 COMMUNICATIONS CORP	502424104			12/28/2009		12/22/2010	350	435				-85
19	X	L-3 COMMUNICATIONS CORP	502424104			1/29/2010		12/22/2010	3,855	4,621				-766
20	X	LAUDUS MONDRIAN INTL FI-I	51855Q655			6/8/2011		8/15/2011	15,337	15,000				337
21	X	LAUDUS MONDRIAN INTL FI-I	51855Q655			1/31/2011		8/15/2011	9,663	8,964				699
22	X	LAUDUS MONDRIAN INTL FI-I	51855Q655			1/31/2011		11/8/2011	13,086	12,483				603
23	X	MERGER FD SH BEN INT #260	589509108			1/31/2011		11/8/2011	6,216	6,197				19
24	X	IRON MOUNTAIN INC	462846106			11/30/2009		3/9/2011	2,730	2,522				208
25	X	IRON MOUNTAIN INC	462846106			12/28/2009		3/9/2011	3,380	3,034				346
26	X	IRON MOUNTAIN INC	462846106			1/29/2010		3/9/2011	3,640	3,239				401
27	X	IRON MOUNTAIN INC	462846106			11/8/2010		3/9/2011	260	229				31
28	X	ISHARES S & P 500 INDEX FU	464287200			1/27/2011		6/6/2011	2,075	2,088				-13
29	X	ISHARES S & P 500 INDEX FU	464287200			1/27/2011		11/8/2011	20,928	21,404				-476
30	X	ISHARES MSCI EAFE	464287465			1/27/2011		6/6/2011	8,313	8,317				-4
31	X	ISHARES MSCI EAFE	464287465			1/27/2011		11/8/2011	14,636	16,815				-2,179
32	X	ISHARES S&P MIDCAP 400 GR	464287606			12/28/2009		1/27/2011	20,913	16,072				4,841
33	X	ISHARES S&P MIDCAP 400 GR	464287606			12/28/2009		6/6/2011	6,125	4,513				1,612
34	X	ISHARES S&P MIDCAP 400 VA	464287705			12/28/2009		1/27/2011	413	337				76
35	X	MICROSOFT CORP	594918104			7/29/2003		1/27/2011	1,089	1,015				74
36	X	MICROSOFT CORP	594918104			7/29/2003		11/8/2011	514	507				7
37	X	MORGAN STANLEY	617446448			11/3/2009		12/22/2010	680	796				-116
38	X	MORGAN STANLEY	617446448			11/30/2009		12/22/2010	2,039	2,336				-297
39	X	MORGAN STANLEY	617446448			12/28/2009		12/22/2010	1,631	1,769				-138
40	X	MORGAN STANLEY	617446448			1/29/2010		12/22/2010	1,631	1,656				-25
41	X	NESTLE S A REGISTERED SH	641069406			12/28/2009		12/22/2010	2,066	1,716				350
42	X	NESTLE S A REGISTERED SH	641069406			1/29/2010		12/22/2010	886	719				167
43	X	NESTLE S A REGISTERED SH	641069406			1/29/2010		1/27/2011	980	862				118
44	X	NESTLE S A REGISTERED SH	641069406			1/29/2010		8/12/2011	2,044	1,533				511
45	X	NESTLE S A REGISTERED SH	641069406			11/30/2009		8/12/2011	383	285				98
46	X	NESTLE S A REGISTERED SH	641069406			11/30/2009		11/8/2011	341	285				56
47	X	NEXTERA ENERGY INC	65339F101			12/28/2009		1/27/2011	762	749				13
48	X	NEXTERA ENERGY INC	65339F101			12/28/2009		6/6/2011	56	54				2
49	X	NEXTERA ENERGY INC	65339F101			11/3/2009		6/6/2011	2,778	2,448				330
50	X	NEXTERA ENERGY INC	65339F101			11/30/2009		6/6/2011	2,778	2,600				178
51	X	NEXTERA ENERGY INC	65339F101			1/29/2010		6/6/2011	3,056	2,691				365

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

		Amount				Totals		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss		
						Securities		1,315,626		1,239,491		76,135		
						Other sales		0		0		0		
Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Net Gain or Loss
52	X	NOVARTIS AG - ADR	66987V109			11/30/2009		1/27/2011	958	944				14
53	X	NOVARTIS AG - ADR	66987V109			11/30/2009		11/8/2011	168	167				1
54	X	NOVARTIS AG - ADR	66987V109			12/28/2009		11/8/2011	281	273				8
55	X	ORACLE CORPORATION	68389X105			11/8/2010		1/27/2011	1,644	1,450				194
56	X	ORACLE CORPORATION	68389X105			11/8/2010		2/17/2011	2,731	2,407				324
57	X	ORACLE CORPORATION	68389X105			11/8/2010		11/8/2011	569	493				76
58	X	POWERSHARES LISTED PRIV	73935X195			3/24/2010		1/27/2011	28,208	25,225				2,983
59	X	PROCTER & GAMBLE CO	742718109			3/24/2010		1/27/2011	697	704				-7
60	X	PROCTER & GAMBLE CO	742718109			3/24/2010		6/13/2011	7,028	6,976				52
61	X	SBC COMMUNICATIONS 562	78387GAL7			3/26/2008		11/8/2011	115,511	102,011				13,500
62	X	SPDR DJ WILSHIRE INTERNA	78463X863			6/7/2011		8/15/2011	14,652	16,302				-1,650
63	X	SCHLUMBERGER LTD	806857108			11/8/2010		1/27/2011	1,283	1,119				164
64	X	SCHLUMBERGER LTD	806857108			11/8/2010		11/8/2011	380	373				7
65	X	TARGET CORP	87612E106			7/29/2003		1/27/2011	934	658				276
66	X	TARGET CORP	87612E106			6/30/2011		11/8/2011	528	467				61
67	X	TEVA PHARMACEUTICAL IND	881624209			4/27/2010		1/27/2011	835	896				-61
68	X	TEVA PHARMACEUTICAL IND	881624209			4/27/2010		11/8/2011	748	1,075				-327
69	X	THERMO FISHER SCIENTIFIC	883556102			12/28/2009		1/27/2011	693	582				111
70	X	THERMO FISHER SCIENTIFIC	883556102			4/12/2011		11/8/2011	646	727				-81
71	X	3M CO	88579Y101			12/22/2010		11/8/2011	569	603				-34
72	X	US BANCORP DEL NEW	902973304			7/11/2011		11/8/2011	860	826				34
73	X	UNION PACIFIC CORP	907818108			8/30/2010		1/27/2011	1,525	1,171				354
74	X	UNION PACIFIC CORP	907818108			8/30/2010		11/8/2011	810	585				225
75	X	UNITED PARCEL SERVICE-CL	911312106			8/12/2011		11/8/2011	1,213	1,109				104
76	X	UNITEDHEALTH GROUP INC	91324P102			1/29/2010		1/27/2011	1,017	802				215
77	X	UNITEDHEALTH GROUP INC	91324P102			1/29/2010		6/30/2011	310	200				110
78	X	UNITEDHEALTH GROUP INC	91324P102			12/28/2009		6/30/2011	2,379	1,445				934
79	X	UNITEDHEALTH GROUP INC	91324P102			12/28/2009		11/8/2011	642	440				202
80	X	VANGUARD EMERGING MARI	922042858			11/8/2010		1/27/2011	1,424	1,464				-40
81	X	VANGUARD MSCI EMERGING	922042858			11/8/2010		6/6/2011	4,506	4,586				-80
82	X	VANGUARD REIT VIPER	922908553			11/30/2009		1/27/2011	8,596	6,208				2,388
83	X	VANGUARD REIT VIPER	922908553			11/30/2009		6/6/2011	57,378	39,609				17,769
84	X	VANGUARD REIT VIPER	922908553			11/30/2009		8/15/2011	22,460	16,556				5,904
85	X	VISA INC-CLASS A SHRS	92826C839			12/28/2009		1/27/2011	354	432				-78
86	X	VISA INC-CLASS A SHRS	92826C839			11/3/2009		7/11/2011	3,539	3,060				479
87	X	VISA INC-CLASS A SHRS	92826C839			11/30/2009		7/11/2011	3,539	3,219				320
88	X	VISA INC-CLASS A SHRS	92826C839			1/29/2010		7/11/2011	3,982	3,805				177
89	X	VODAFONE GROUP PLC NEW	92857W209			1/19/2005		1/27/2011	1,010	1,049				-39
90	X	VODAFONE GROUP PLC NEW	92857W209			1/19/2005		11/8/2011	143	150				-7
91	X	TAXABLE INTERMEDIATE TRF	999708902			9/20/2002		1/31/2011	192,664	194,772				-2,108
92	X	COOPER INDUSTRIES PLC N	G24140108			1/29/2010		1/27/2011	1,412	1,004				408
93	X	COOPER INDUSTRIES PLC N	G24140108			12/28/2009		3/18/2011	4,986	3,442				1,544
94	X	COOPER INDUSTRIES PLC N	G24140108			1/29/2010		3/18/2011	436	306				130
95	X	COOPER INDUSTRIES PLC N	G24140108			11/30/2009		3/18/2011	1,309	884				425
96	X	COOPER INDUSTRIES PLC N	G24140108			11/30/2009		11/8/2011	388	295				93
97	X	BANK NEW YORK MELLON CO	064058100			11/30/2009		10/12/2011	1,904	2,651				-747
98	X	BANK NEW YORK MELLON CO	064058100			12/28/2009		10/12/2011	952	1,382				-430
99	X	BANK NEW YORK MELLON CO	064058100			1/29/2010		10/12/2011	3,523	5,479				-1,956
100	X	BANKAMERICA CORP 7 125	066050CM5			9/23/1999		10/15/2011	200,000	201,192				-1,192
101	X	BERKSHIRE HATHAWAY INC	084670702			5/9/2005		1/27/2011	1,078	725				353
102	X	BERKSHIRE HATHAWAY INC	084670702			7/11/2011		11/8/2011	775	760				15

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

				Totals		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss				
				Securities		1,315,626		1,239,491		76,135				
				Other sales		0		0		0				
Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Net Gain or Loss
103	X	BHP BILLITON LIMITED - ADR	088606108			12/22/2010		1/27/2011	536	549				-13
104	X	BHP BILLITON LIMITED - ADR	088606108			4/12/2011		11/8/2011	798	1,013				-215
105	X	CVS/CAREMARK CORPORAT	126650100			11/3/2009		1/27/2011	1,387	1,395				-8
106	X	AFLAC INC	001055102			12/28/2009		1/27/2011	1,464	1,175				289
107	X	AFLAC INC	001055102			12/28/2009		6/6/2011	2,155	2,208				-53
108	X	AFLAC INC	001055102			12/28/2009		11/8/2011	414	423				-9
109	X	ABBOTT LABS	002824100			11/30/2009		1/27/2011	696	818				-122
110	X	ABBOTT LABS	002824100			12/28/2009		1/27/2011	604	704				-100
111	X	ABBOTT LABS	002824100			12/28/2009		11/8/2011	920	921				-1
112	X	AFFILIATED MANAGERS GRO	008252108			11/8/2010		1/27/2011	938	817				121
113	X	AFFILIATED MANAGERS GRO	008252108			11/8/2010		11/8/2011	936	908				28
114	X	APACHE CORP	037411105			1/29/2010		1/27/2011	581	512				69
115	X	APACHE CORP	037411105			1/29/2010		11/8/2011	619	614				5
116	X	APOLLO GROUP INC CL A	037604105			4/27/2010		12/22/2010	6,574	10,528				-3,954
117	X	APPLE INC	037833100			11/30/2009		12/22/2010	1,621	1,001				620
118	X	APPLE INC	037833100			11/30/2009		1/27/2011	1,719	1,001				718
119	X	APPLE INC	037833100			11/30/2009		2/17/2011	2,500	1,402				1,098
120	X	APPLE INC	037833100			11/30/2009		11/8/2011	4,460	2,203				2,257
121	X	BAKER HUGHES INC COM	057224107			1/29/2010		1/27/2011	672	478				194
122	X	BAKER HUGHES INC COM	057224107			11/3/2009		1/27/2011	336	212				124
123	X	BAKER HUGHES INC COM	057224107			11/3/2009		11/8/2011	820	592				228
124	X	BANK NEW YORK MELLON CO	084058100			1/29/2010		1/27/2011	947	889				58
125	X	CVS/CAREMARK CORPORAT	126650100			11/3/2009		11/8/2011	427	393				34
126	X	CVS/CAREMARK CORPORAT	126650100			1/29/2010		11/8/2011	78	66				12
127	X	CAPITAL ONE FINANCIAL CO	14040H105			12/28/2009		1/27/2011	964	781				183
128	X	CAPITAL ONE FINANCIAL CO	14040H105			11/30/2009		11/8/2011	464	379				85
129	X	CARNIVAL CORP	143658300			12/28/2009		1/27/2011	924	651				273
130	X	CHEVRON CORP	166764100			9/25/2003		1/27/2011	1,325	507				818
131	X	CHEVRON CORP	166764100			9/25/2003		11/8/2011	540	181				359
132	X	CISCO SYSTEMS INC	17275R102			2/17/2011		11/8/2011	472	485				-13
133	X	COCA COLA ENTERPRISE 6 1	191219BJ2			10/3/2001		8/15/2011	100,000	103,534				-3,534
134	X	COMCAST CORP CLASS A	20030N101			1/29/2010		1/27/2011	1,026	703				323
135	X	COMCAST CORP CLASS A	20030N101			1/29/2010		11/8/2011	563	399				164
136	X	CONOCOPHILLIPS	20825C104			2/5/2004		1/27/2011	1,039	491				548
137	X	CONOCOPHILLIPS	20825C104			2/5/2004		9/2/2011	2,511	1,244				1,267
138	X	CREDIT SUISSE COMM RT ST	22544R305			11/8/2010		1/27/2011	19,485	20,118				-633
139	X	CREDIT SUISSE COMM RT ST	22544R305			11/8/2010		6/6/2011	8,832	8,777				55
140	X	DIAGEO PLC - ADR	25243Q205			12/28/2009		1/27/2011	791	694				97
141	X	DIAGEO PLC - ADR	25243Q205			1/29/2010		1/27/2011	317	271				46
142	X	DIAGEO PLC - ADR	25243Q205			1/29/2010		9/2/2011	4,947	4,207				740
143	X	DIAGEO PLC - ADR	25243Q205			1/29/2010		11/8/2011	770	611				159
144	X	DIAMOND HILL LONG-SHORT	25264S833			1/31/2011		11/8/2011	1,752	1,707				45
145	X	WALT DISNEY CO	254687106			11/30/2009		1/27/2011	986	753				233
146	X	WALT DISNEY CO	254687106			11/30/2009		11/8/2011	697	602				95
147	X	E M C CORP MASS	268648102			12/28/2009		1/27/2011	249	177				72
148	X	E M C CORP MASS	268648102			11/8/2010		1/27/2011	249	217				32
149	X	E M C CORP MASS	268648102			1/29/2010		1/27/2011	797	545				252
150	X	E M C CORP MASS	268648102			1/29/2010		2/17/2011	2,737	1,737				1,000
151	X	E M C CORP MASS	268648102			1/29/2010		11/8/2011	424	289				135
152	X	ECOLAB INC	278865100			12/28/2009		1/27/2011	250	225				25
153	X	ECOLAB INC	278865100			11/30/2009		1/27/2011	851	762				89

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

										Totals	Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
										Securities	1,315,626		1,239,491		76,135	
										Other sales	0		0		0	
Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold		Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Net Gain or Loss	
154	X	ECOLAB INC	278865100			11/3/2009		4/12/2011		2,538	2,192					346
155	X	ECOLAB INC	278865100			11/30/2009		4/12/2011		1,675	1,479					196
156	X	ECOLAB INC	278865100			1/29/2010		4/12/2011		3,300	2,902					398
157	X	ECOLAB INC	278865100			3/24/2010		4/12/2011		3,554	3,047					507
158	X	FISERV INC	337738108			11/30/2009		1/27/2011		1,069	784					285
159	X	FISERV INC	337738108			11/3/2009		8/12/2011		4,410	3,622					788
160	X	FISERV INC	337738108			11/30/2009		8/12/2011		3,473	2,905					568
161	X	FISERV INC	337738108			1/29/2010		8/12/2011		2,481	2,043					438
162	X	GOLDMAN SACHS GROUP IN	38141G104			12/22/2010		11/8/2011		752	1,185					-433
163	X	HEWLETT PACKARD CO	428236103			8/17/2005		1/27/2011		935	523					412
164	X	HEWLETT PACKARD CO	428236103			7/11/2011		11/8/2011		527	685					-158
165	X	HONEYWELL INTERNATIO 42	438516AW6			3/28/2008		1/27/2011		106,750	100,955					5,795
166	X	HUSSMAN STRATEGIC GROV	448108100			11/3/2009		1/27/2011		26,585	28,740					-2,155
167	X	HUSSMAN STRATEGIC GROV	448108100			11/3/2009		11/8/2011		29,516	30,629					-1,113
168	X	INTEL CORP	458140100			12/28/2009		1/27/2011		437	409					28
169	X	INTEL CORP	458140100			11/8/2010		1/27/2011		219	215					4
170	X	INTEL CORP	458140100			1/29/2010		11/8/2011		591	479					112
171	X	IRON MOUNTAIN INC	462846106			11/3/2009		1/27/2011		639	610					29
172	X	IRON MOUNTAIN INC	462846106			11/30/2009		1/27/2011		383	360					23
173	X	INTEL CORP	458140100			1/29/2010		1/27/2011		437	400					37
174	X	LT CAPITAL GAIN DIVIDENDS								1,677						1,677
175	X	SECTION 1256 LOSS									1,308					-1,308
176	X	ST CTF GAIN								4,599						4,599
177	X	LT CTF GAIN								1,502						1,502
178	X	ST LOSS FROM SALES									478					-478
179	X	LT LOSS FROM SALES								1,657						1,657
180	X	FINAL YEAR K-1 ADJUSTMEN								711						711

Line 16b (990-PF) - Accounting Fees

		957	0	0	957
	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	PRICEWATERHOUSECOOPERS, LLP	957			957
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 18 (990-PF) - Taxes

		6,614	1,257	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	PY FED EXCISE TAX	1,993			
2	ESTIMATED EXCISE TAX PAID	3,364			
3	FOREIGN TAX WITHHELD	1,257	1,257		
4					
5					
6					
7					
8					
9					
10					

Line 23 (990-PF) - Other Expenses

		1,432	1,432	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Amortization See attached statement	0	0	0	0
2	TRUSTEE FEES				
3	ADR FEES	11	11		
4	STATE AG FEES				
5	PARTNERSHIP EXPENSES	1,421	1,421		
6					
7					
8					
9					
10					

Part II, Line 13 (990-PF) - Investments - Other

			3,670,845	3,715,768	3,869,150
	Item or Category	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1	PRIOR YEAR		3,670,845	0	
2	CURRENT YEAR			3,715,768	3,869,150
3					
4					
5					
6					
7					
8					
9					
10					

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	COST BASIS ADJUSTMENT	1	440
2	PARNERSHIP INCOME ADJUSTMENT	2	652
3	Total	3	1,092

Line 5 - Decreases not included in Part III, Line 2

1	CTF BOOK TO TAX DIFFERENCE	1	5,732
2	Total	2	5,732

Long Term CG Distributions		Amount	Totals										
Short Term CG Distributions		0	1,315,626 0 1,239,491 76,135 0 0 0 76,135										
Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj. Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses	
1	ISHARES S&P MIDCAP 400 VALUE	464287705	12/28/2009	6/6/2011	3,361	0	2,763	598			0	598	
2	ISHARES S&P MIDCAP 400 VALUE	464287705	10/18/2011	11/8/2011	690	0	644	46			0	46	
3	ISHARES TR SMALLCAP 600 INDEX FD	464287804	12/28/2009	1/27/2011	18,300	0	14,564	3,736			0	3,736	
4	ISHARES TR SMALLCAP 600 INDEX FD	464287804	12/28/2009	6/6/2011	9,667	0	7,616	2,051			0	2,051	
5	JPMORGAN CHASE & CO	46625H100	11/30/2009	1/27/2011	1,173	0	1,092	81			0	81	
6	JPMORGAN CHASE & CO	46625H100	11/30/2009	11/8/2011	1,144	0	1,144	0			0	0	
7	JOHNSON & JOHNSON	478160104	11/8/2010	1/27/2011	304	0	321	-17			0	-17	
8	JOHNSON & JOHNSON	478160104	12/9/2003	1/27/2011	912	0	753	159			0	159	
9	JOHNSON & JOHNSON	478160104	12/9/2003	4/12/2011	6,871	0	5,772	1,099			0	1,099	
10	JOHNSON & JOHNSON	478160104	3/23/2004	4/12/2011	5,974	0	4,955	1,019			0	1,019	
11	JOHNSON CONTROLS INC	478366107	7/11/2011	11/8/2011	258	0	334	-76			0	-76	
12	KOHL'S CORP	500255104	8/30/2010	1/27/2011	1,299	0	1,178	123			0	123	
13	KOHL'S CORP	500255104	8/30/2010	6/30/2011	9,883	0	9,173	710			0	710	
14	KRAFT FOODS INC	50075N104	3/24/2010	1/27/2011	457	0	462	-5			0	-5	
15	KRAFT FOODS INC	50075N104	3/24/2010	11/8/2011	529	0	462	67			0	67	
16	L-3 COMMUNICATIONS CORP COM	502424104	11/3/2009	12/22/2010	4,206	0	4,381	-175			0	-175	
17	L-3 COMMUNICATIONS CORP COM	502424104	11/30/2009	12/22/2010	4,206	0	4,709	-503			0	-503	
18	L-3 COMMUNICATIONS CORP COM	502424104	12/28/2009	12/22/2010	350	0	435	-85			0	-85	
19	L-3 COMMUNICATIONS CORP COM	502424104	1/29/2010	12/22/2010	3,855	0	4,621	-766			0	-766	
20	LAUDUS MONDRIAN INTL FI-INST #2940	51855Q655	6/8/2011	8/15/2011	15,337	0	15,000	337			0	337	
21	LAUDUS MONDRIAN INTL FI-INST #2940	51855Q655	1/31/2011	8/15/2011	9,663	0	8,964	699			0	699	
22	LAUDUS MONDRIAN INTL FI-INST #2940	51855Q655	1/31/2011	11/8/2011	13,086	0	12,483	603			0	603	
23	MERGER FD SH BEN INT #260	589509108	1/31/2011	11/8/2011	6,216	0	6,197	19			0	19	
24	IRON MOUNTAIN INC	462846106	11/30/2009	3/9/2011	2,730	0	2,522	208			0	208	
25	IRON MOUNTAIN INC	462846106	12/28/2009	3/9/2011	3,380	0	3,034	346			0	346	
26	IRON MOUNTAIN INC	462846106	1/29/2010	3/9/2011	3,640	0	3,239	401			0	401	
27	IRON MOUNTAIN INC	462846106	11/8/2010	3/9/2011	260	0	229	31			0	31	
28	ISHARES S & P 500 INDEX FUND	464287200	1/27/2011	6/6/2011	2,075	0	2,088	-13			0	-13	
29	ISHARES S & P 500 INDEX FUND	464287200	1/27/2011	11/8/2011	20,828	0	21,404	-476			0	-476	
30	ISHARES MSCI EAFE	464287465	1/27/2011	6/6/2011	8,313	0	8,317	-4			0	-4	
31	ISHARES MSCI EAFE	464287465	1/27/2011	11/8/2011	14,836	0	16,815	-2,179			0	-2,179	
32	ISHARES S&P MIDCAP 400 GROWTH	464287606	12/28/2009	1/27/2011	20,913	0	16,072	4,841			0	4,841	
33	ISHARES S&P MIDCAP 400 GROWTH	464287606	12/28/2009	6/6/2011	6,125	0	4,513	1,612			0	1,612	
34	ISHARES S&P MIDCAP 400 VALUE	464287705	12/28/2009	1/27/2011	413	0	337	76			0	76	
35	MICROSOFT CORP	594918104	7/29/2003	1/27/2011	1,089	0	1,015	74			0	74	
36	MICROSOFT CORP	594918104	7/29/2003	11/8/2011	514	0	507	7			0	7	
37	MORGAN STANLEY	617446448	11/3/2009	12/22/2010	680	0	796	-116			0	-116	
38	MORGAN STANLEY	617446448	11/30/2009	12/22/2010	2,039	0	2,336	-297			0	-297	
39	MORGAN STANLEY	617446448	12/28/2009	12/22/2010	1,631	0	1,789	-138			0	-138	
40	MORGAN STANLEY	617446448	1/29/2010	12/22/2010	1,631	0	1,656	-25			0	-25	
41	NESTLE S A REGISTERED SHARES - A	641069406	12/28/2009	12/22/2010	2,066	0	1,716	350			0	350	
42	NESTLE S A REGISTERED SHARES - A	641069406	1/29/2010	12/22/2010	886	0	719	167			0	167	
43	NESTLE S A REGISTERED SHARES - A	641069406	1/29/2010	1/27/2011	980	0	862	118			0	118	
44	NESTLE S A REGISTERED SHARES - A	641069406	1/29/2010	8/12/2011	2,044	0	1,533	511			0	511	
45	NESTLE S A REGISTERED SHARES - A	641069406	11/30/2009	8/12/2011	383	0	285	98			0	98	
46	NESTLE S A REGISTERED SHARES - A	641069406	11/30/2009	11/8/2011	341	0	285	56			0	56	
47	NEXTERA ENERGY INC	65339F101	12/28/2009	1/27/2011	762	0	749	13			0	13	
48	NEXTERA ENERGY INC	65339F101	12/28/2009	6/6/2011	56	0	54	2			0	2	
49	NEXTERA ENERGY INC	65339F101	11/3/2009	6/6/2011	2,778	0	2,448	330			0	330	
50	NEXTERA ENERGY INC	65339F101	11/30/2009	6/6/2011	2,778	0	2,600	178			0	178	
51	NEXTERA ENERGY INC	65339F101	1/29/2010	6/6/2011	3,056	0	2,691	365			0	365	
52	NOVARTIS AG - ADR	66987V109	11/30/2009	1/27/2011	958	0	944	14			0	14	
53	NOVARTIS AG - ADR	66987V109	11/30/2009	11/8/2011	168	0	167	1			0	1	
54	NOVARTIS AG - ADR	66987V109	12/28/2009	11/8/2011	281	0	273	8			0	8	
55	ORACLE CORPORATION	68389X105	11/8/2010	1/27/2011	1,644	0	1,450	194			0	194	
56	ORACLE CORPORATION	68389X105	11/8/2010	2/17/2011	2,731	0	2,407	324			0	324	
57	ORACLE CORPORATION	68389X105	11/8/2010	11/8/2011	569	0	493	76			0	76	
58	POWERSHARES LISTED PRIVATE EQUI	73935X195	3/24/2010	1/27/2011	28,208	0	25,225	2,983			0	2,983	

		Amount													
Long Term CG Distributions		0													
Short Term CG Distributions		0													
				Totals	1,315,626	0	1,239,491	76,135	0	0	0	76,135			
	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses		
59	PROCTER & GAMBLE CO	742718109		3/24/2010	1/27/2011	697	0	704	-7			0	-7		
60	PROCTER & GAMBLE CO	742718109		3/24/2010	6/13/2011	7,028	0	6,976	52			0	52		
61	SBC COMMUNICATIONS 5.625% 6/15/78	78387GAL7		3/26/2008	11/8/2011	115,511	0	102,011	13,500			0	13,500		
62	SPDR DJ WILSHIRE INTERNATIONAL REIT	78463X863		6/7/2011	8/15/2011	14,652	0	16,302	-1,650			0	-1,650		
63	SCHLUMBERGER LTD	806857108		11/8/2010	1/27/2011	1,283	0	1,119	164			0	164		
64	SCHLUMBERGER LTD	806857108		11/8/2010	11/8/2011	380	0	373	7			0	7		
65	TARGET CORP	87612E106		7/29/2003	1/27/2011	934	0	658	276			0	276		
66	TARGET CORP	87612E106		6/30/2011	11/8/2011	528	0	467	61			0	61		
67	TEVA PHARMACEUTICAL INDUSTRIES	881624209		4/27/2010	1/27/2011	835	0	896	-61			0	-61		
68	TEVA PHARMACEUTICAL INDUSTRIES	881624209		4/27/2010	11/8/2011	748	0	1,075	-327			0	-327		
69	THERMO FISHER SCIENTIFIC INC	883556102		12/28/2009	1/27/2011	693	0	582	111			0	111		
70	THERMO FISHER SCIENTIFIC INC	883556102		4/12/2011	11/8/2011	646	0	727	-81			0	-81		
71	3M CO	88579Y101		12/22/2010	11/8/2011	569	0	603	-34			0	-34		
72	US BANCORP DEL NEW	902973304		7/11/2011	11/8/2011	860	0	826	34			0	34		
73	UNION PACIFIC CORP	907818108		8/30/2010	1/27/2011	1,525	0	1,171	354			0	354		
74	UNION PACIFIC CORP	907818108		8/30/2010	11/8/2011	810	0	585	225			0	225		
75	UNITED PARCEL SERVICE-CL B	911312106		8/12/2011	11/8/2011	1,213	0	1,109	104			0	104		
76	UNITEDHEALTH GROUP INC	91324P102		1/29/2010	1/27/2011	1,017	0	802	215			0	215		
77	UNITEDHEALTH GROUP INC	91324P102		1/29/2010	6/30/2011	310	0	200	110			0	110		
78	UNITEDHEALTH GROUP INC	91324P102		12/28/2009	6/30/2011	2,379	0	1,445	934			0	934		
79	UNITEDHEALTH GROUP INC	91324P102		12/28/2009	11/8/2011	642	0	440	202			0	202		
80	VANGUARD EMERGING MARKETS ETF	922042858		11/8/2010	1/27/2011	1,424	0	1,464	-40			0	-40		
81	VANGUARD MSCI EMERGING MARKETS	922042858		11/8/2010	6/6/2011	4,506	0	4,586	-80			0	-80		
82	VANGUARD REIT VIPER	922908553		11/30/2009	1/27/2011	8,596	0	6,208	2,388			0	2,388		
83	VANGUARD REIT VIPER	922908553		11/30/2009	6/6/2011	57,378	0	39,609	17,769			0	17,769		
84	VANGUARD REIT VIPER	922908553		11/30/2009	8/15/2011	22,460	0	16,556	5,904			0	5,904		
85	VISA INC-CLASS A SHRS	92826C839		12/28/2009	1/27/2011	354	0	432	-78			0	-78		
86	VISA INC-CLASS A SHRS	92826C839		11/3/2009	7/11/2011	3,539	0	3,060	479			0	479		
87	VISA INC-CLASS A SHRS	92826C839		11/30/2009	7/11/2011	3,539	0	3,219	320			0	320		
88	VISA INC-CLASS A SHRS	92826C839		1/29/2010	7/11/2011	3,982	0	3,805	177			0	177		
89	VODAFONE GROUP PLC NEW ADR	92857W209		1/19/2005	1/27/2011	1,010	0	1,049	-39			0	-39		
90	VODAFONE GROUP PLC NEW ADR	92857W209		1/19/2005	11/8/2011	143	0	150	-7			0	-7		
91	TAXABLE INTERMEDIATE TERM BD FD	999708902		9/20/2002	1/31/2011	192,664	0	194,772	-2,108			0	-2,108		
92	COOPER INDUSTRIES PLC NEW IRELA	G24140108		1/29/2010	1/27/2011	1,412	0	1,004	408			0	408		
93	COOPER INDUSTRIES PLC NEW IRELA	G24140108		12/28/2009	3/18/2011	4,986	0	3,442	1,544			0	1,544		
94	COOPER INDUSTRIES PLC NEW IRELA	G24140108		1/29/2010	3/18/2011	436	0	306	130			0	130		
95	COOPER INDUSTRIES PLC NEW IRELA	G24140108		11/30/2009	3/18/2011	1,309	0	884	425			0	425		
96	COOPER INDUSTRIES PLC NEW IRELA	G24140108		11/30/2009	11/8/2011	388	0	295	93			0	93		
97	BANK NEW YORK MELLON CORP COM	064058100		11/30/2009	10/12/2011	1,904	0	2,651	-747			0	-747		
98	BANK NEW YORK MELLON CORP COM	064058100		12/28/2009	10/12/2011	952	0	1,382	-430			0	-430		
99	BANK NEW YORK MELLON CORP COM	064058100		1/29/2010	10/12/2011	3,523	0	5,479	-1,956			0	-1,956		
100	BANKAMERICA CORP 7.125% 10/15/1	066050CM5		9/23/1999	10/15/2011	200,000	0	201,192	-1,192			0	-1,192		
101	BERKSHIRE HATHAWAY INC	084670702		5/9/2005	1/27/2011	1,078	0	725	353			0	353		
102	BERKSHIRE HATHAWAY INC	084670702		7/11/2011	11/8/2011	775	0	760	15			0	15		
103	BHP BILLITON LIMITED - ADR	088606108		12/22/2010	1/27/2011	536	0	549	-13			0	-13		
104	BHP BILLITON LIMITED - ADR	088606108		4/12/2011	11/8/2011	798	0	1,013	-215			0	-215		
105	CVS/CAREMARK CORPORATION	126650100		11/3/2009	1/27/2011	1,387	0	1,395	-8			0	-8		
106	AFLAC INC	001055102		12/28/2009	1/27/2011	1,464	0	1,175	289			0	289		
107	AFLAC INC	001055102		12/28/2009	6/6/2011	2,155	0	2,208	-53			0	-53		
108	AFLAC INC	001055102		12/28/2009	11/8/2011	414	0	423	-9			0	-9		
109	ABBOTT LABS	002824100		11/30/2009	1/27/2011	696	0	818	-122			0	-122		
110	ABBOTT LABS	002824100		12/28/2009	1/27/2011	604	0	704	-100			0	-100		
111	ABBOTT LABS	002824100		12/28/2009	11/8/2011	920	0	921	-1			0	-1		
112	AFFILIATED MANAGERS GROUP, INC C	008252108		11/8/2010	1/27/2011	938	0	817	121			0	121		
113	AFFILIATED MANAGERS GROUP, INC C	008252108		11/8/2010	11/8/2011	936	0	908	28			0	28		
114	APACHE CORP	037411105		1/29/2010	1/27/2011	581	0	512	69			0	69		
115	APACHE CORP	037411105		1/29/2010	11/8/2011	619	0	614	5			0	5		
116	APOLLO GROUP INC CL A	037604105		4/27/2010	12/22/2010	6,574	0	10,528	-3,954			0	-3,954		

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

●	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
	Long Term CG Distributions	Amount											
	Short Term CG Distributions	0											
	Totals	1,315,626						0	1,239,491	76,135	0	0	76,135
117	APPLE INC	037833100		11/30/2009	12/22/2010	1,621	0	1,001	620			0	620
118	APPLE INC	037833100		11/30/2009	1/27/2011	1,719	0	1,001	718			0	718
119	APPLE INC	037833100		11/30/2009	2/17/2011	2,500	0	1,402	1,098			0	1,098
120	APPLE INC	037833100		11/30/2009	11/8/2011	4,460	0	2,203	2,257			0	2,257
121	BAKER HUGHES INC COM	057224107		1/29/2010	1/27/2011	672	0	478	194			0	194
122	BAKER HUGHES INC COM	057224107		11/3/2009	1/27/2011	336	0	212	124			0	124
123	BAKER HUGHES INC COM	057224107		11/3/2009	11/8/2011	820	0	592	228			0	228
124	BANK NEW YORK MELLON CORP COM	064058100		1/29/2010	1/27/2011	947	0	889	58			0	58
125	CVS/CAREMARK CORPORATION	126650100		11/3/2009	11/8/2011	427	0	393	34			0	34
126	CVS/CAREMARK CORPORATION	126650100		1/29/2010	11/8/2011	78	0	66	12			0	12
127	CAPITAL ONE FINANCIAL CORP	14040H105		12/28/2009	1/27/2011	964	0	781	183			0	183
128	CAPITAL ONE FINANCIAL CORP	14040H105		11/30/2009	11/8/2011	464	0	379	85			0	85
129	CARNIVAL CORP	143658300		12/28/2009	1/27/2011	924	0	651	273			0	273
130	CHEVRON CORP	166764100		9/25/2003	1/27/2011	1,325	0	507	818			0	818
131	CHEVRON CORP	166764100		9/25/2003	11/8/2011	540	0	181	359			0	359
132	CISCO SYSTEMS INC	17275R102		2/17/2011	11/8/2011	472	0	485	-13			0	-13
133	COCA COLA ENTERPRISE 6 125% 8/15	191219BJ2		10/3/2001	8/15/2011	100,000	0	103,534	-3,534			0	-3,534
134	COMCAST CORP CLASS A	20030N101		1/29/2010	1/27/2011	1,026	0	703	323			0	323
135	COMCAST CORP CLASS A	20030N101		1/29/2010	11/8/2011	563	0	399	164			0	164
136	CONOCOPHILLIPS	20825C104		2/5/2004	1/27/2011	1,039	0	491	548			0	548
137	CONOCOPHILLIPS	20825C104		2/5/2004	9/2/2011	2,511	0	1,244	1,267			0	1,267
138	CREDIT SUISSE COMM RT ST-CO #2156	22544R305		11/8/2010	1/27/2011	19,485	0	20,118	-633			0	-633
139	CREDIT SUISSE COMM RT ST-CO #2156	22544R305		11/8/2010	6/6/2011	8,832	0	8,777	55			0	55
140	DIAGEO PLC - ADR	25243Q205		12/28/2009	1/27/2011	791	0	694	97			0	97
141	DIAGEO PLC - ADR	25243Q205		1/29/2010	1/27/2011	317	0	271	46			0	46
142	DIAGEO PLC - ADR	25243Q205		1/29/2010	9/2/2011	4,947	0	4,207	740			0	740
143	DIAGEO PLC - ADR	25243Q205		1/29/2010	11/8/2011	770	0	611	159			0	159
144	DIAMOND HILL LONG-SHORT FD CL I #	25264S633		1/31/2011	11/8/2011	1,752	0	1,707	45			0	45
145	WALT DISNEY CO	254687106		11/30/2009	1/27/2011	986	0	753	233			0	233
146	WALT DISNEY CO	254687106		11/30/2009	11/8/2011	697	0	602	95			0	95
147	E M C CORP MASS	268648102		12/28/2009	1/27/2011	249	0	177	72			0	72
148	E M C CORP MASS	268648102		11/8/2010	1/27/2011	249	0	217	32			0	32
149	E M C CORP MASS	268648102		1/29/2010	1/27/2011	797	0	545	252			0	252
150	E M C CORP MASS	268648102		1/29/2010	2/17/2011	2,737	0	1,737	1,000			0	1,000
151	E M C CORP MASS	268648102		1/29/2010	11/8/2011	424	0	289	135			0	135
152	ECOLAB INC	278865100		12/28/2009	1/27/2011	250	0	225	25			0	25
153	ECOLAB INC	278865100		11/30/2009	1/27/2011	851	0	762	89			0	89
154	ECOLAB INC	278865100		11/3/2009	4/12/2011	2,538	0	2,192	346			0	346
155	ECOLAB INC	278865100		11/30/2009	4/12/2011	1,675	0	1,479	196			0	196
156	ECOLAB INC	278865100		1/29/2010	4/12/2011	3,300	0	2,902	398			0	398
157	ECOLAB INC	278865100		3/24/2010	4/12/2011	3,554	0	3,047	507			0	507
158	FISERV INC	337738108		11/30/2009	1/27/2011	1,069	0	784	285			0	285
159	FISERV INC	337738108		11/3/2009	8/12/2011	4,410	0	3,622	788			0	788
160	FISERV INC	337738108		11/30/2009	8/12/2011	3,473	0	2,905	568			0	568
161	FISERV INC	337738108		1/29/2010	8/12/2011	2,481	0	2,043	438			0	438
162	GOLDMAN SACHS GROUP INC	38141G104		12/22/2010	11/8/2011	752	0	1,185	-433			0	-433
163	HEWLETT PACKARD CO	428236103		8/17/2005	1/27/2011	935	0	523	412			0	412
164	HEWLETT PACKARD CO	428236103		7/11/2011	11/8/2011	527	0	685	-158			0	-158
165	HONEYWELL INTERNATIO 4 250% 3/01	438516AW6		3/28/2008	1/27/2011	106,750	0	100,955	5,795			0	5,795
166	HUSSMAN STRATEGIC GROWTH FUND	448108100		11/3/2009	1/27/2011	26,585	0	28,740	-2,155			0	-2,155
167	HUSSMAN STRATEGIC GROWTH FUND	448108100		11/3/2009	11/8/2011	29,516	0	30,629	-1,113			0	-1,113
168	INTEL CORP	458140100		12/28/2009	1/27/2011	437	0	409	28			0	28
169	INTEL CORP	458140100		11/8/2010	1/27/2011	219	0	215	4			0	4
170	INTEL CORP	458140100		1/29/2010	11/8/2011	591	0	479	112			0	112
171	IRON MOUNTAIN INC	462846106		11/3/2009	1/27/2011	639	0	610	29			0	29
172	IRON MOUNTAIN INC	462846106		11/30/2009	1/27/2011	383	0	360	23			0	23
173	INTEL CORP	458140100		1/29/2010	1/27/2011	437	0	400	37			0	37
174	LT CAPITAL GAIN DIVIDENDS					1,677	0	0	1,677			0	1,677

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

		Amount											
Long Term CG Distributions		0											
Short Term CG Distributions		0											
				Totals	1,315,626	0	1,239,491	76,135	0	0	0	76,135	
•	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
175	SECTION 1256 LOSS					0	0	1,308	-1,308			0	-1,308
176	ST CTF GAIN					4,599	0	0	4,599			0	4,599
177	LT CTF GAIN					1,502	0	0	1,502			0	1,502
178	ST LOSS FROM SALES					0	0	478	-478			0	-478
179	LT LOSS FROM SALES					1,657	0	0	1,657			0	1,657
180	FINAL YEAR K-1 ADJUSTMENT					711	0	0	711			0	711

[illegible]

Part

	0	0	
	Benefits	Expense Account	Explanation
1			
2			
3			
4			
5			
6			
7			
8			
9			
10			

Part VI, Line 6a (990-PF) - Estimated Tax Payments

	Date	Amount
1 Credit from prior year return		0
2 First quarter estimated tax payment		
3 Second quarter estimated tax payment	4/11/2011	1,682
4 Third quarter estimated tax payment	8/9/2011	841
5 Fourth quarter estimated tax payment	11/9/2011	841
6 Other payments		0
7 Total		3,364

FREEMAN E. FAIRFIELD MEEKER CHARITABLE TRUST 0101627300
0101627300
FYE 11/30/2011

					UNITS	FMV	FED COST
23	Invest - Corp Bonds	0101627300	879240AX7	TELE COMMUNICATIONS 7 875% 8/01/13	150000	164,939	150,663
23	Invest - Corp Bonds	0101627300	38141GCM4	GOLDMAN SACHS GROUP 5 500% 11/15/14	100000	103,177	101,519
23	Invest - Corp Bonds	0101627300	36962GP65	GENERAL ELEC CAP COR 4 875% 3/04/15	100000	107,314	101,375
23	Invest - Corp Bonds	0101627300	14912LZ46	CATERPILLAR FINL SVC 4 600% 1/15/14	100000	107,287	101,230
23	Invest - Corp Bonds	0101627300	548661CH8	LOWE'S COMPANIES INC 5 000% 10/15/15	100000	111,866	100,490
23	Invest - Corp Bonds	0101627300	025816AX7	AMERICAN EXPRESS 6 150% 8/28/17	50000	56,397	49,641
23	Invest - Corp Bonds	0101627300	02003MBQ6	ALLSTATE LF GLB FN 5 375% 4/30/13	100000	105,409	101,926
1	Invest - Corp Stock	0101627300	001055102	AFLAC INC	249	10,817	10,835
1	Invest - Corp Stock	0101627300	002824100	ABBOTT LABS	310	16,911	16,046
1	Invest - Corp Stock	0101627300	008252108	AFFILIATED MANAGERS GROUP, INC COM	173	16,361	12,852
1	Invest - Corp Stock	0101627300	037411105	APACHE CORP	84	8,353	8,024
1	Invest - Corp Stock	0101627300	037833100	APPLE INC	62	23,696	11,823
1	Invest - Corp Stock	0101627300	057224107	BAKER HUGHES INC COM	236	12,888	9,764
1	Invest - Corp Stock	0101627300	097023105	BOEING CO	149	10,235	10,327
1	Invest - Corp Stock	0101627300	126650100	CVS/CAREMARK CORPORATION	403	15,653	12,883
1	Invest - Corp Stock	0101627300	14040H105	CAPITAL ONE FINANCIAL CORP	210	9,379	7,870
1	Invest - Corp Stock	0101627300	17275R102	CISCO SYSTEMS INC	676	12,601	11,750
1	Invest - Corp Stock	0101627300	25243Q205	DIAGEO PLC - ADR	125	10,701	8,307
1	Invest - Corp Stock	0101627300	254687106	WALT DISNEY CO	300	10,755	8,620
1	Invest - Corp Stock	0101627300	268648102	E M C CORP MASS	429	9,871	7,086
1	Invest - Corp Stock	0101627300	428236103	HEWLETT PACKARD CO	291	8,133	7,820
1	Invest - Corp Stock	0101627300	458140100	INTEL CORP	501	12,480	9,561
1	Invest - Corp Stock	0101627300	478366107	JOHNSON CONTROLS INC	250	7,870	10,077
1	Invest - Corp Stock	0101627300	594918104	MICROSOFT CORP	363	9,286	9,230
1	Invest - Corp Stock	0101627300	641069406	NESTLE S A REGISTERED SHARES - ADR	208	11,675	9,716
1	Invest - Corp Stock	0101627300	66987V109	NOVARTIS AG - ADR	145	7,847	7,737
1	Invest - Corp Stock	0101627300	68389X105	ORACLE CORPORATION	395	12,383	9,955
1	Invest - Corp Stock	0101627300	806857108	SCHLUMBERGER LTD	145	10,923	9,739
1	Invest - Corp Stock	0101627300	872540109	TJX COS INC NEW	201	12,402	10,770
1	Invest - Corp Stock	0101627300	881624209	TEVA PHARMACEUTICAL INDUSTRIES - ADR	272	10,774	14,467
1	Invest - Corp Stock	0101627300	883556102	THERMO FISHER SCIENTIFIC INC	205	9,686	10,290
1	Invest - Corp Stock	0101627300	907818108	UNION PACIFIC CORP	176	18,200	12,751
1	Invest - Corp Stock	0101627300	38141G104	GOLDMAN SACHS GROUP INC	77	7,381	12,372
1	Invest - Corp Stock	0101627300	911312106	UNITED PARCEL SERVICE-CL B	144	10,332	9,391
1	Invest - Corp Stock	0101627300	87612E106	TARGET CORP	261	13,755	10,487
1	Invest - Corp Stock	0101627300	91324P102	UNITEDHEALTH GROUP INC	260	12,680	7,407

1	Invest - Corp Stock	0101627300	088606108	BHP BILLITON LIMITED - ADR	128	9,622	12,148
1	Invest - Corp Stock	0101627300	46625H100	JPMORGAN CHASE & CO	403	12,481	15,816
1	Invest - Corp Stock	0101627300	902973304	US BANCORP DEL NEW	439	11,379	10,711
1	Invest - Corp Stock	0101627300	03524A108	ANHEUSER-BUSCH INBEV SPN ADR	175	10,500	9,523
1	Invest - Corp Stock	0101627300	50075N104	KRAFT FOODS INC	230	8,315	7,079
1	Invest - Corp Stock	0101627300	G24140108	COOPER INDUSTRIES PLC NEW IRELAND	132	7,330	5,330
1	Invest - Corp Stock	0101627300	166764100	CHEVRON CORP	151	15,526	5,468
1	Invest - Corp Stock	0101627300	88579Y101	3M CO	148	11,994	12,742
1	Invest - Corp Stock	0101627300	084670702	BERKSHIRE HATHAWAY INC	163	12,838	9,893
1	Invest - Corp Stock	0101627300	20825C104	CONOCOPHILLIPS	127	9,058	4,157
1	Invest - Corp Stock	0101627300	20030N101	COMCAST CORP CLASS A	501	11,358	7,346
1	Invest - Corp Stock	0101627300	143658300	CARNIVAL CORP	170	5,644	5,238
1	Invest - Corp Stock	0101627300	150870103	CELANESE CORP	222	10,321	10,138
1	Invest - Corp Stock	0101627300	92857W209	VODAFONE GROUP PLC NEW ADR	345	9,367	10,342
22	Savings & Temp Inv	0101627300	VP0528308	FEDERATED TREAS OBL FD 68	96361 27	96,361	96,361
22	Savings & Temp Inv	0101627300	VP0528308	FEDERATED TREAS OBL FD 68	32141 82	32,142	32,142
34	Invest - Other	0101627300	589509108	MERGER FD SH BEN INT #260	4906 079	78,448	77,673
34	Invest - Other	0101627300	693390882	PIMCO FOREIGN BD FD USD H-INST #103	11485 53	121,172	123,000
34	Invest - Other	0101627300	464287804	ISHARES TR SMALLCAP 600 INDEX FD	3236	219,045	179,853
34	Invest - Other	0101627300	464287705	ISHARES S&P MIDCAP 400 VALUE	1440	109,066	97,391
34	Invest - Other	0101627300	464287200	ISHARES S & P 500 INDEX FUND	1220	152,988	151,385
34	Invest - Other	0101627300	51855Q655	LAUDUS MONDRIAN INTL FI-INST #2940	9919 771	118,938	117,153
34	Invest - Other	0101627300	464287606	ISHARES S&P MIDCAP 400 GROWTH	1041	104,808	84,724
34	Invest - Other	0101627300	464287465	ISHARES MSCI EAFE	7908	405,206	434,654
34	Invest - Other	0101627300	261980494	DREYFUS EMG MKT DEBT LOC C-I #6083	8467 881	116,433	125,400
34	Invest - Other	0101627300	448108100	HUSSMAN STRATEGIC GROWTH FUND #601	11641 45	148,894	149,958
34	Invest - Other	0101627300	922908553	VANGUARD REIT VIPER	2602	145,530	105,801
34	Invest - Other	0101627300	922042858	VANGUARD MSCI EMERGING MARKETS ETF	5642	230,306	228,465
34	Invest - Other	0101627300	921937827	VANGUARD SHORT TERM BOND ETF	366	29,738	29,802
34	Invest - Other	0101627300	78463X863	SPDR DJ WILSHIRE INTERNATIONAL REAL	4102	140,452	149,965
34	Invest - Other	0101627300	921937819	VANGUARD INTERMEDIATE TERM B	145	12,599	12,742
34	Invest - Other	0101627300	25264S833	DIAMOND HILL LONG-SHORT FD CL I #11	4942 18	83,721	80,533
34	Invest - Other	0101627300	76628T645	RIDGEWORTH SEIX HY BD-I #5855	22781 38	210,272	221,600
34	Invest - Other	0101627300	22544R305	CREDIT SUISSE COMM RT ST-CO #2156	22986 84	195,388	214,940
	Cash	0101627300				-	-
TOTAL CASH, SAVINGS, AND OTHER INVESTMENTS					963,970	3,997,653	3,844,272
TOTAL CASH AND SAVINGS					128,503	128,503	128,503
TOTAL OTHER INVESTMENTS					835,467	3,869,150	3,715,768