



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**

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

OMB No 1545-0052

2011Department 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 2011 or tax year beginning , and ending

Name of foundation HEIDEBRECHT FAMILY CHARITABLE TRUST		A Employer identification number 20-5873094
Number and street (or P O box number if mail is not delivered to street address) 104 WOODGLEN COURT	Room/suite	B Telephone number (see instructions) 828-698-0795
City or town, state, and ZIP code FLAT ROCK NC 28731-8518		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1 Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 555,656	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐
(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 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	3	3		
	4 Dividends and interest from securities	9,286	9,286		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10 Stmt 1	4,389			
	b Gross sales price for all assets on line 6a 34,103				
	7 Capital gain net income (from Part IV, line 2)		0		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10a Gross sales less returns & allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	13,678	9,289	0	
	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) Stmt 2	2,250			
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) Stmt 3	96			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach sch.) Stmt 4	2,040			
	24 Total operating and administrative expenses. Add lines 13 through 23	4,386	0	0	0
	25 Contributions, gifts, grants paid	12,050			12,050
	26 Total expenses and disbursements. Add lines 24 and 25	16,436	0	0	12,050
	27 Subtract line 26 from line 12	-2,758			
	a Excess of revenue over expenses and disbursements		9,289		
	b Net investment income (if negative, enter -0-)				
	c Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2011)

14

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	14,400	21,993	21,993
	3 Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (att schedule) ▶ Less: allowance for doubtful accounts ▶	0		
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule) See Stmt 5	465,382	454,325	533,663
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ▶ Less: accumulated depreciation (attach sch) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)			
	14 Land, buildings, and equipment basis ▶ Less: accumulated depreciation (attach sch) ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	479,782	476,318	555,656
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ ☐			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	479,782	476,318	
	30 Total net assets or fund balances (see instructions)	479,782	476,318	
	31 Total liabilities and net assets/fund balances (see instructions)	479,782	476,318	

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	479,782
2 Enter amount from Part I, line 27a	2	-2,758
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	477,024
5 Decreases not included in line 2 (itemize) ▶ See Statement 6	5	706
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	476,318

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 N/A				
b				
c				
d				
e				

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

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

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

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	
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 instructions). If (loss), enter -0- in Part I, line 8		3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

Yes ☒ No

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

1 Enter the appropriate amount in each column for each year, see 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))
2010	12,500	302,048	0.041384
2009	16,500	232,183	0.071065
2008	33,000	305,572	0.107994
2007	20,300	139,696	0.145316
2006	9,750	20,142	0.484063

2 Total of line 1, column (d)	2	0.849822
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	0.169964
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	545,242
5 Multiply line 4 by line 3	5	92,672
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	93
7 Add lines 5 and 6	7	92,765
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.	8	12,050

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b	1	186
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	186
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	186
6	Credits/Payments:		
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	
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	
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	186
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be Credited to 2012 estimated tax Refunded	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b 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
1c Did the foundation file Form 1120-POL for this year?		X
2 Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. (1) On the foundation \$ _____ (2) On foundation managers \$ _____		X
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
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
4b If "Yes," has it filed a tax return on Form 990-T for this year?		X
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	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) NC		
8b 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 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? 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	

N/A

Stmt 7

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 instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► JAMES HEIDEBRECHT 104 WOODGLEN COURT Located at ► FLAT ROCK NC ZIP+4 ► 28731-8518 Telephone no ► 828-698-0795			
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			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes	No 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 instructions)? Organizations relying on a current notice regarding disaster assistance check here ► N/A	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011? N/A	1c	
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? If "Yes," list the years ► 20 , 20 , 20 , 20 ☐ Yes ☒ No		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.) N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 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 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.) N/A	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b	X

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see 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 instructions)? **N/A** ☐ **5b**

Organizations relying on a current notice regarding disaster assistance check here ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? **N/A** ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** ☐ Yes ☒ No **X**

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If Yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **N/A** **7b**

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see 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
JAMES K. HEIDEBRECHT 104 WOODGLEN COURT NC 28731-8518	TRUSTEE 2.00	0	0	0
SUSAN A. HEIDEBRECHT 104 WOODGLEN COURT NC 28731-8518	TRUSTEE 2.00	0	0	0
BRIAN K. HEIDEBRECHT 67 FLORENCE STREET MA 02176	TRUSTEE 1.00	0	0	0
BRUCE J. HEIDEBRECHT 7 WATCH COURT MD 21136	TRUSTEE 1.00	0	0	0

2 Compensation of five highest-paid employees (other than those included on line 1—see 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

0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services (see 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 N/A	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1 N/A	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3 ▶	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	534,782
b	Average of monthly cash balances	1b	18,763
c	Fair market value of all other assets (see instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	553,545
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	553,545
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	8,303
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	545,242
6	Minimum investment return. Enter 5% of line 5	6	27,262

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

1	Minimum investment return from Part X, line 6	1	27,262
2a	Tax on investment income for 2011 from Part VI, line 5	2a	186
b	Income tax for 2011 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	186
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	27,076
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	27,076
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	27,076

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	12,050
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	12,050
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 instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	12,050

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				27,076
2 Undistributed income, if any, as of the end of 2011:				
a Enter amount for 2010 only				
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2011				
a From 2006				7,109
b From 2007				13,609
c From 2008				17,759
d From 2009				4,963
e From 2010				
f Total of lines 3a through e	43,440			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 12,050				
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2011 distributable amount				12,050
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	15,026			15,026
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	28,414			
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 instructions				
e Undistributed income for 2010. Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	28,414			
10 Analysis of line 9				
a Excess from 2007				5,692
b Excess from 2008				17,759
c Excess from 2009				4,963
d Excess from 2010				
e Excess from 2011				

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 Paid during the year See Statement 8				12,050
Total			▶ 3a	12,050
b Approved for future payment N/A				
Total			▶ 3b	

HEIDEBRECHT HEIDEBRECHT FAMILY CHARITABLE TRUST
Federal Statements

5/3/2012 11:57 AM

20-5873094

FYE: 12/31/2011

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets

Whom Sold	Description	Date Acquired	Date Sold	How Received		Cost	Expense	Depreciation	Net Gain / Loss
				Sale Price	Purchase				
200	EXXON MOBIL CORP	6/04/07	10/20/11	\$ 15,639	Purchase	16,824	\$	\$	-1,185
20	DIRECTV CL A	12/21/06	2/10/11	870	Purchase	345			525
135	GENZYME CORP	12/21/06	2/17/11	10,167	Purchase	8,680			1,487
27	LIBERTY GLOBAL INC-A	12/21/06	3/30/11	1,134	Purchase	799			335
23	LIBERTY GLOBAL INC-A	12/14/07	3/31/11	951	Purchase	932			19
45	LIBERTY MEDIA HLDG CORP-A	8/14/07	2/04/11	3,173	Purchase	719			2,454
80	MADISON SQUARE GARDEN INC	2/27/07	3/31/11	2,169	Purchase	1,415			754
Total				\$ 34,103	\$ 29,714	\$ 0	\$ 0	\$ 0	4,389

Statement 2 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
CARLAND & ANDERSEN, INC. - CPA	\$ 2,250	\$	\$	\$
Total	\$ 2,250	\$ 0	\$ 0	\$ 0

HEIDEBRECHT HEIDEBRECHT FAMILY CHARITABLE TRUST
Federal Statements

5/3/2012 11:57 AM

20-5873094

FYE: 12/31/2011

Statement 3 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
FEDERAL EXCISE TAX	\$ 96	\$	\$	\$
Total	\$ 96	\$ 0	\$ 0	\$ 0

Statement 4 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Expenses				
INVESTMENT ADVISORY FEES:				
CITIGROUP GLOBAL MKTS IN	1,380			
RAYMOND JAMES-61248	660			
Total	\$ 2,040	\$ 0	\$ 0	\$ 0

HEIDEBRECHT HEIDEBRECHT FAMILY CHARITABLE TRUST
Federal Statements

20-5873094

FYE: 12/31/2011

5/3/2012 11:57 AM

Statement 5 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
80 AMC NETWORKS INC-A	\$	1,888	Cost	\$ 3,006
285 SH SEAGATE TECHNOLOGY	6,889	6,889	Cost	4,674
305 SH WEATHERFORD INTL LTD	7,430	7,532	Cost	4,465
203 SH ANADARKO PETROLEUM	8,666	8,666	Cost	15,495
140 SH AUTODESK INC	5,795	5,795	Cost	4,246
150 SH BIOGEN IDEC INC	8,029	8,029	Cost	16,508
210 SH BROADCOM CORP CL A	6,442	6,374	Cost	6,166
320 SH CABLEVISION SYSTEMS CORP	6,877	4,989	Cost	4,550
20 SH CITRIX SYSTEMS INC	1,201	1,201	Cost	1,214
767 SH COMCAST CORP CL A	17,382	17,382	Cost	18,071
91 COVIDIEN LTD	3,716	3,716	Cost	4,096
90 SH CREE INC	1,984	2,375	Cost	1,984
204 DIRECTV CL A	4,362	4,017	Cost	8,723
98 SH DOLBY LABS INC-A	2,143	3,442	Cost	2,990
90 SH FLUOR CORP	152	5,717	Cost	4,522
340 SH FOREST LABORATORIES INC	11,672	13,976	Cost	10,288
70 FREEPORT-MCMORAN COPPER&GOLD	8,680	3,303	Cost	2,575
135 SH GENZYME CORP		2,250	Cost	665
90 HUMAN GENOME SCIENCES INC	93	617	Cost	822
71 SH IMMUNOGEN INC		562	Cost	577
80 ISIS PHARMACEUTICALS INC	6,333	6,333	Cost	4,668
70 SH L 3 COMMUNICATIONS HLDGS INC	1,731		Cost	
50 SH LIBERTY GLOBAL INC	9,861	9,861	Cost	7,556
466 SH LIBERTY MEDIA HLDG INTERACT	3,409	2,690	Cost	14,205
182 SH LIBERTY MEDIA HLDG CORP CAP	1,415		Cost	
80 SH MADISON SQUARE GARDEN INC	4,375	4,375	Cost	5,643
83 SH NATIONAL OILWELL VARCO INC	928	3,319	Cost	2,968
75 NUCOR CORP	5,444	5,444	Cost	8,287
145 SH PALL CORP	6,865	6,865	Cost	11,860
241 SH SANDISK CORP	7,291	7,325	Cost	6,532
212 SH TYCO ELECTRONICS LTD	10,052	10,052	Cost	10,603
227 SH TYCO INTL LTD	16,067	16,067	Cost	16,978
335 SH UNITEDHEALTH GROUP INC	920	920	Cost	1,129
34 SH VERTEX PHARMACEUTICALS INC	89,588	72,764	Cost	73,317
865 SH EXXON-MOBIL CORP	199,590	199,590	Cost	254,280
3,000 SH EXXON-MOBIL CORP				

HEIDEBRECHT HEIDEBRECHT FAMILY CHARITABLE TRUST
20-5873094
FYE: 12/31/2011

5/3/2012 11:57 AM

Federal Statements

Statement 5 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
Total	\$ 465,382	\$ 454,325		\$ 533,663

Federal Statements

Statement 6 - Form 990-PF, Part III, Line 5 - Other Decreases

Description	Amount
TO ADJUST TO BROKERS' BOOK VALUES	\$ 706
Total	\$ 706

HEIDEBRECHT HEIDEBRECHT FAMILY CHARITABLE TRUST
Federal Statements

5/3/2012 11:57 AM

20-5873094

FYE: 12/31/2011

Statement 7 - Form 990-PF, Part VII-A, Line 10 - Substantial Contributors

Name

Address

City, State, Zip

JAMES K. HEIDEBRECHT

104 WOODGLEN COURT

FLAT ROCK NC 28731

Form 990-PF, Part XV, Line 1a - Managers Who Contributed Over 2% or \$5,000

<u>Name of Manager</u>	<u>Amount</u>
JAMES K. HEIDEBRECHT	\$ <u> </u>
Total	\$ <u> 0</u>

HEIDEBRECHT HEIDEBRECHT FAMILY CHARITABLE TRUST Federal Statements

5/3/2012 11:57 AM

20-5873094

FYE: 12/31/2011

Statement 8 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the

Year

Name		Address		Relationship	Status	Purpose	Amount
HALLMARK HEALTH	MELROSE MA 02176			585 LEBANON STREET		SUPPORT YOUNG FAMILIES	500
HOOVER ELEMENTARY SCHOOL PTO	MELROSE MA 02176			37 GLENDOWER ROAD		SCHOOL SUPPLIES, FIELD TRIPS	1,000
COMFORT ZONE CAMP	RICHMOND VA 23230			4906 CUTSHAW AVE., 2ND FL		CAMPS FOR GRIEVING CHILDREN	750
BOYS & GIRLS CLUB	HENDERSONVILLE NC 28792			1304 ASHE STREET		YOUTH ENRICHMENT PROGRAMS	1,000
SALVATION ARMY	HENDERSONVILLE NC 28792			239 THIRD AVENUE, EAST		RELIEF FOR NEEDY PERSONS	1,000
THE FREE CLINICS	HENDERSONVILLE NC 28792			841 CASE STREET		FREE MEDICAL AND DENTAL SERVICES	1,000
AMERICAN SCHOOL IN							
LONDON FOUNDATION	LONDON, UK NW80NP			ONE WAVERLEY PLACE		HIGHER EDUCATION	250
AMERICAN CANCER SOCIETY	ATLANTA GA 30303-1002			250 WILLIAMS STREET		CANCER RESEARCH	1,000
ALPHA PHI OMEGA	INDEPENDENCE MO 64055			14901 EAST 42ND STREET		SERVICE FRATERNITY	500
EARLY CHILDHOOD CENTER	MELROSE MA 02176			16 FRANKLIN STREET		ENRICHMENT PROGRAMMING	500
MELROSE FAMILY YMCA	MELROSE MA 02176			497 MAIN STREET		ATHLETICS	250
BOY SCOUTS OF AMERICA	BALTIMORE MD 21211-2805			701 WYMAN PARK DRIVE		YOUTH TRAINING	500
REISTERSTOWN VFD	REISTERSTOWN MD 21136			108 MAIN STREET		EMERGENCY EQUIPMENT	500
TOWSON UNIVERSITY FNDN	TOWSON MD 21252-0001			8000 YORK ROAD		CHEMISTRY EQUIPMENT	500
IRVINE NATURE CENTER	OWINGS MILLS MD 21117			11201 GARRISON FOREST RD.		ENVIRONMENTAL LITERACY	800
VIRGINIA TECH	BLACKSBURG VA 24061			104 HUTCHESON HALL		STUDIES IN HORTICULTURE	500

HEIDEBRECHT HEIDEBRECHT FAMILY CHARITABLE TRUST
20-5873094
FYE: 12/31/2011

Federal Statements

5/3/2012 11:57 AM

**Statement 8 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year (continued)**

Name		Address		Relationship	Status	Purpose	Amount
ARTHRITIS FOUNDATION	CHARLOTTE NC 28209-3790	4530 PARK ROAD, SUITE 230	ARTHRITIS RESEARCH				500
HABITAT FOR HUMANITY	HENDERSONVILLE NC 28792	1111 KEITH STREET	LOW-INCOME HOUSING				500
DANA-FARBER CANCER INSTITUTE	BROOKLINE MA 02445-7226	10 BROOKLINE PLACE WEST	CANCER RESEARCH				500
Total							12,050