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Form 990-PF

Return of Private Foundation

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

2011

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 01-01-2011, and ending 12-31-2011

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

JOHN SCULLY FOUNDATION

A Employer identification number

26-6003516

Number and street (or P O box number if mail is not delivered to street address)
PO BOX 75000

Room/suite

B Telephone number (see page 10 of the instructions)

(612) 215-3603

City or town, state, and ZIP code
DETROIT, MI 482753302C 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 foundationI Fair market value of all assets at end of year (from Part II, col. (c), line 16) **\$ 3,410,206**

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)

1	Contributions, gifts, grants, etc., received (attach schedule)			
2	Check <input type="checkbox"/> if the foundation is not required to attach Sch B			
3	Interest on savings and temporary cash investments	9	9	
4	Dividends and interest from securities.	43,574	43,574	
5a	Gross rents	2,618	2,618	2,618
b	Net rental income or (loss) <u>2,542</u>			
6a	Net gain or (loss) from sale of assets not on line 10	-62,452		
b	Gross sales price for all assets on line 6a <u>628,515</u>			
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 and allowances			
b	Less Cost of goods sold . . .			
c	Gross profit or (loss) (attach schedule)			
11	Other income (attach schedule)	5,515		
12	Total. Add lines 1 through 11	-10,736	46,201	2,618

13	Compensation of officers, directors, trustees, etc	19,180	17,262	1,918
14	Other employee salaries and wages		0	0
15	Pension plans, employee benefits		0	0
16a	Legal fees (attach schedule)	98		98
b	Accounting fees (attach schedule)	900	450	450
c	Other professional fees (attach schedule)	31,565	31,565	0
17	Interest			0
18	Taxes (attach schedule) (see page 14 of the instructions)	5,543		0
19	Depreciation (attach schedule) and depletion . . .	0	0	
20	Occupancy			
21	Travel, conferences, and meetings		0	0
22	Printing and publications		0	0
23	Other expenses (attach schedule)	64,451	64,375	
24	Total operating and administrative expenses.			
	Add lines 13 through 23	121,737	113,652	0 2,466
25	Contributions, gifts, grants paid	159,000		159,000
26	Total expenses and disbursements. Add lines 24 and 25	280,737	113,652	0 161,466
27	Subtract line 26 from line 12			
a	Excess of revenue over expenses and disbursements	-291,473		
b	Net investment income (if negative, enter -0-) . . .		0	
c	Adjusted net income (if negative, enter -0-) . . .			2,618

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	96,928	183,264	183,343
3	Accounts receivable ►			
	Less allowance for doubtful accounts ►		0	0
4	Pledges receivable ►			
	Less allowance for doubtful accounts ►			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
7	Other notes and loans receivable (attach schedule) ►			
	Less allowance for doubtful accounts ►	0		
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments—U S and state government obligations (attach schedule)	53,846	55,463	57,707
b	Investments—corporate stock (attach schedule)	1,061,803	792,070	852,744
c	Investments—corporate bonds (attach schedule)	336,771	227,025	236,412
11	Investments—land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)			0
14	Land, buildings, and equipment basis ►	3,557,500		
	Less accumulated depreciation (attach schedule) ►		3,557,500	2,080,000
15	Other assets (describe ►)			
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	5,106,848	4,815,322	3,410,206
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
Net Assets or Fund Balances				
	Foundations that follow SFAS 117, check here ►			
	and complete lines 24 through 26 and lines 30 and 31.			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ►			
	and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds	5,106,848	4,815,322	
28	Paid-in or capital surplus, or land, bldg , and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds			
30	Total net assets or fund balances (see page 17 of the instructions)	5,106,848	4,815,322	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	5,106,848	4,815,322	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	5,106,848
2	Enter amount from Part I, line 27a	2	-291,473
3	Other increases not included in line 2 (itemize) ►	3	0
4	Add lines 1, 2, and 3	4	4,815,375
5	Decreases not included in line 2 (itemize) ►	5	53
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	4,815,322

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 Additional Data Table				
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 See Additional Data Table				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a See Additional Data Table				
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	-62,452
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)			3	
If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8				

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

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

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

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

 Yes No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	38,726	4,074,790	0.009504
2009	30,900	313,954	0.098422
2008	37,614	407,703	0.092258
2007	24,209	482,937	0.050129
2006	24,633	487,611	0.050518
2 Total of line 1, column (d).			2 0.300831
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 0.060166
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.			4 3,541,827
5 Multiply line 4 by line 3.			5 213,098
6 Enter 1% of net investment income (1% of Part I, line 27b).			6 0
7 Add lines 5 and 6.			7 213,098
8 Enter qualifying distributions from Part XII, line 4.			8 161,466

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1	(attach copy of letter if necessary—see instructions)	1	0
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	0
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		2	0
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		3	0
3	Add lines 1 and 2.	4	0	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	5	0	
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-			
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	0	
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments Add lines 6a through 6d.	7	0	
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> 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		
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 <input type="checkbox"/> Refunded <input type="checkbox"/>	11	0	

Part VII-A Statements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	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.	Yes	No
1a			1a	No
1b			1b	No
c	Did the foundation file Form 1120-POL for this year?	1c	No	
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	2	No	
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No	
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No	
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	5	No	
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input type="checkbox"/> SD	8b	Yes	
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation.</i>			
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 on page 27)? <i>If "Yes," complete Part XIV</i>	9	No	
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No	

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ► N/A				
14	The books are in care of ► COMERICA BANK Telephone no ► (877) 405-1091			
	Located at ► 101 NORTH MAIN STREET ANN ARBOR MI ZIP +4 ► 48104			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ► <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year. ► 15			
16	At any time during calendar year 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?	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ►				

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	► 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 20 of the instructions)?	1b	No
c	Organizations relying on a current notice regarding disaster assistance check here. ►		
1c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c	No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011?	► 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 20 of the instructions)	2b	No
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	► 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).	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	No
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	No

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

5a	During the year did the foundation pay or incur any amount to (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? (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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	<input type="checkbox"/> Yes	5b	
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? <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>	<input type="checkbox"/> Yes <input type="checkbox"/> No		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b	No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870.</i>		7b	
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?			

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
COMERICA BANK PO BOX 75000 M/C 5100 DETROIT, MI 482755100	TRUSTEE 1	19,180		

**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.				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 page 23 of the instructions). If none, enter "NONE".

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		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	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 23 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 N/A	
2	
All other program-related investments. See page 24 of the instructions	
3	
Total. Add lines 1 through 3.	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	1,374,360
b	Average of monthly cash balances.	1b	141,403
c	Fair market value of all other assets (see page 24 of the instructions).	1c	2,080,000
d	Total (add lines 1a, b, and c).	1d	3,595,763
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	3,595,763
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	53,936
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,541,827
6	Minimum investment return. Enter 5% of line 5.	6	177,091

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	177,091
2a	Tax on investment income for 2011 from Part VI, line 5.	2a	0
b	Income tax for 2011 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	0
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	177,091
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	177,091
6	Deduction from distributable amount (see page 25 of the instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	177,091

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	161,466
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	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
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	161,466
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	161,466

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 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				177,091
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only.			159,889	
b Total for prior years 2009, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2011				
a From 2006.	0			
b From 2007.	0			
c From 2008.	0			
d From 2009.	0			
e From 2010.	0			
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2011 from Part XII, line 4 ► \$ _____ 161,466				
a Applied to 2010, but not more than line 2a			159,889	
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 2011 distributable amount.			1,577	
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	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.		0		
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions.		0		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions.			0	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011.				175,514
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions).	0			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions).	0			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a.	0			
10 Analysis of line 9				
a Excess from 2007.	0			
b Excess from 2008.	0			
c Excess from 2009.	0			
d Excess from 2010.	0			
e Excess from 2011.	0			

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

1a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling. <input type="text"/>			
b	Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)			
2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.			
b	85% of line 2a.			
c	Qualifying distributions from Part XII, line 4 for each year listed.			
d	Amounts included in line 2c not used directly for active conduct of exempt activities.			
e	Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c.			
3	Complete 3a, b, or c for the alternative test relied upon			
a	"Assets" alternative test—enter			
(1)	Value of all assets.			
(2)	Value of assets qualifying under section 4942(j)(3)(B)(i).			
b	"Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.			
c	"Support" alternative test—enter			
(1)	Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).			
(2)	Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(III).			
(3)	Largest amount of support from an exempt organization			
(4)	Gross investment income			

Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see page 27 of the instructions.)**1 Information Regarding Foundation Managers:**

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

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

BRENDA PEARSON
60 S 6TH ST STE 2550
MINNEAPOLIS, MN 55402
(612) 215-3603

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

LETTER FORM

c Any submission deadlines

NONE

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

NONE

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				
DARTMOUTH COLLEGE 7 LEBANON STREET STE 309 HANOVER, NH 03755	NONE	EXEMPT	SCHOLARSHIPS	35,000
PURDUE UNIVERSITY 504 NORTHWESTERN AVE W LAFAYETTE, IN 47907	NONE	EXEMPT	SCHOLARSHIP	47,000
SOUTH DAKOTA SCHOOL OF MINES & TECHNOLOGY 501 E ST JOSEPH RAPID CITY, SD 57701	NONE	EXEMPT PUBLIC SCHOOL	SCHOLARSHIP	77,000
Total			► 3a	159,000
b Approved for future payment				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

12 Subtotal Add columns (b), (d), and (e).

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

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?

a Transfers from the reporting foundation to a noncharitable exempt organization or

b Other transactions

- (1) Sales of assets to a noncharitable exempt organization.
- (2) Purchases of assets from a noncharitable exempt organization.
- (3) Rental of facilities, equipment, or other assets.
- (4) Reimbursement arrangements.
- (5) Loans or loan guarantees.
- (6) Performance of services or membership or fundraising solicitations.

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

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.

	Yes	No
1a(1)		No
1a(2)		No
1b(1)		No
1b(2)		No
1b(3)		No
1b(4)		No
1b(5)		No
1b(6)		No
1c		No

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		
<p>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.</p>				
<p>*****</p>	<p>2012-11-07</p>	<p>*****</p>		
<p>Signature of officer or trustee</p>	<p>Date</p>	<p>Title</p>		
<p>Sign Here Paid Preparer's Use Only</p>	<p>Preparer's Signature</p>	<p>Date</p>	<p>Check if self-employed <input type="checkbox"/></p>	<p>PTIN</p>
	<p>RICHARD F FLORADAY JR</p>	<p>2012-11-07</p>		
	<p>Firm's name</p>	<p>THOMSON REUTERS TAX & ACCOUNTING</p>		<p>Firm's EIN <input type="checkbox"/></p>
	<p>6135 TRUST DRIVE SUITE 118</p>			
<p>Firm's address</p>	<p>HOLLAND, OH 43528</p>		<p>Phone no (419) 861-2300</p>	

May the IRS discuss this return with the preparer shown above? See instructions Yes No

Additional Data

Software ID:

Software Version:

EIN: 26-6003516

Name: JOHN SCULLY FOUNDATION

Form 990PF - Special Condition Description:

Special Condition Description

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
97 AT&T INC		2008-07-07	2011-12-16
5000 ABBOTT LABS 5 6% 05/15/2011		2006-12-14	2011-05-15
85 ALLEGHENY TECHNOLOGIES INC		2010-04-13	2011-04-29
15 AMAZON COM INC		2010-07-26	2011-09-19
30 AMERICAN EXPRESS CO		2010-05-17	2011-06-29
10 AMGEN INC		2010-05-25	2011-03-02
5 AMGEN INC		2009-09-17	2011-10-12
17 AMGEN INC		2009-09-17	2011-10-13
10 AMGEN INC		2007-11-15	2011-11-07
32 AMGEN INC		2010-05-25	2011-12-15
11 AMGEN INC		2011-03-22	2011-12-15
5 AON CORPORATION		2009-11-30	2011-06-09
3 APPLE COMPUTER INC		2009-07-28	2011-09-20
2050 BANK OF AMERICA CORP		2010-08-24	2011-09-30
15 BARRICK GOLD CORP		2002-12-17	2011-04-28
207 BECTON DICKINSON & CO		2008-07-07	2011-11-03
184 CATERPILLAR INC		2008-07-07	2011-02-24
13 CATERPILLAR INC		2010-08-24	2011-02-24
176 CISCO SYS INC		2010-11-05	2011-12-16
1 CITIGROUP INC		2011-03-28	2011-05-12
8 CITIGROUP INC		2008-07-29	2011-05-12
293 CITIGROUP INC		2010-08-24	2011-11-18
97 CONOCOPHILLIPS		2008-07-07	2011-04-29
34 CONOCOPHILLIPS		2008-07-07	2011-12-16
184 CONSOL ENERGY INC		2008-07-07	2011-04-29
65 COSTCO WHOLESALE CORP		2008-07-07	2011-04-29
6 COSTCO WHOLESALE CORP		2008-07-07	2011-07-07
38 COSTCO WHOLESALE CORP		2008-07-07	2011-12-16
81 DOVER CORP		2010-03-23	2011-04-29
81 DU PONT E I DE NEMOURS & CO		2008-07-07	2011-04-29

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
113 ECOLAB INC		2009-07-28	2011-01-13
64 EMERSON ELEC CO		2009-09-17	2011-12-16
398 ENCANA CORP		2010-08-24	2011-11-18
30 EXPRESS SCRIPTS INC CL A		2009-07-28	2011-06-03
5000 FED HOME LN MTG CORP 6 000% DUE 06/15/2011		2007-04-05	2011-06-15
611 FRONTIER OIL CORP		2010-04-28	2011-02-22
303 GENERAL ELECTRIC CO		2008-07-07	2011-04-29
8000 GENERAL ELEC CAP CORP 5 4% 02/15/2017		2008-07-07	2011-12-16
5000 GENERAL ELEC CAP CORP 4 8% 05/01/2013		2008-04-21	2011-12-06
95 GLAXO WELLCOME PLC ADR		2008-07-07	2011-12-16
15 GOLDMAN SACHS GROUP INC		2011-04-21	2011-09-06
50 GOLDMAN SACHS GROUP INC		2010-01-25	2011-09-06
4 GOOGLE INC CL A		2009-07-28	2011-08-17
173 GULFMARK OFFSHORE INC		2008-08-21	2011-04-29
73 HEWLETT PACKARD CO		2010-11-24	2011-09-30
282 HEWLETT PACKARD CO		2010-08-24	2011-09-30
95 HONEYWELL INTERNATIONAL INC		2008-07-07	2011-04-29
19 IBM CORP		2008-12-10	2011-04-29
27 IBM CORP		2008-12-10	2011-12-16
1 INTUITIVE SURGICAL INC		2011-01-04	2011-04-12
2 INTUITIVE SURGICAL INC		2010-12-06	2011-04-12
64 J P MORGAN CHASE & CO		2010-11-05	2011-04-29
70000 JPMORGAN CHASE & CO 5 6% 06/01/2011		2008-07-07	2011-06-01
30 JACOBS ENGR GROUP INC		2009-11-25	2011-04-12
35 JACOBS ENGR GROUP INC		2010-09-15	2011-08-09
70 JACOBS ENGR GROUP INC		2009-11-25	2011-08-09
55 JOHNSON & JOHNSON		2008-07-07	2011-12-16
5 KIMBERLY CLARK CORP		2002-12-23	2011-01-21
6 KIMBERLY CLARK CORP		2002-12-23	2011-02-03
11 KIMBERLY CLARK CORP		2002-12-23	2011-02-04

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
69000 KRAFT FOODS INC 5 625% DUE 11/01/2011		2008-07-07	2011-11-01
10 KROGER CO		2009-09-25	2011-02-22
21 KROGER CO		2009-09-25	2011-02-23
18 KROGER CO		2009-09-24	2011-06-21
18 KROGER CO		2009-09-24	2011-06-22
55 LINEAR TECHNOLOGY CORP		2010-04-15	2011-03-25
120 LINEAR TECHNOLOGY CORP		2010-04-15	2011-04-21
12 LOCKHEED MARTIN CORP		2009-09-01	2011-04-25
5 LOCKHEED MARTIN CORP		2003-12-11	2011-06-08
5 LOCKHEED MARTIN CORP		2003-12-11	2011-07-07
13 LOCKHEED MARTIN CORP		2003-12-11	2011-08-16
15 LOEWS CORP		2008-09-30	2011-04-05
231 MCDERMOTT INTERNATIONAL INC		2008-07-07	2011-04-29
104 MCDERMOTT INTERNATIONAL INC		2010-08-24	2011-08-10
254 MCDERMOTT INTERNATIONAL INC		2008-08-21	2011-08-10
10 MICROSOFT CORP		2010-07-23	2011-10-06
226 MICROSOFT CORP		2010-11-04	2011-10-06
930 MORGAN STANLEY		2008-07-07	2011-03-29
857 MOTOROLA SOLUTIONS INC		2008-01-07	2011-01-10
13 MOTOROLA SOLUTIONS INC		2008-01-07	2011-04-25
12 MOTOROLA SOLUTIONS INC		2003-09-24	2011-10-24
15 MOTOROLA SOLUTIONS INC		2009-12-01	2011-11-18
2 MOTOROLA SOLUTIONS INC		2009-12-02	2011-11-28
5 MOTOROLA MOBILITY HLDGS INC		2008-01-07	2011-01-06
21 MOTOROLA MOBILITY HLDGS INC		2008-01-07	2011-01-07
5 MOTOROLA MOBILITY HLDGS INC		2008-01-07	2011-01-10
46 MOTOROLA MOBILITY HLDGS INC		2010-02-01	2011-08-15
56 MOTOROLA MOBILITY HLDGS INC		2011-03-15	2011-08-15
5 NRG ENERGY INC		2008-03-06	2011-05-23
104 NATIONAL FUEL GAS CO		2008-07-07	2011-04-29

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
127 NATIONAL-OILWELL INC		2008-07-07	2011-04-29
46 NEXTERA ENERGY INC		2009-04-07	2011-12-16
51 NORFOLK SOUTHERN CORP		2008-07-07	2011-04-29
35 NORFOLK SOUTHERN CORP		2008-07-07	2011-12-16
9 OCCIDENTAL PETROLEUM CORP		2010-04-12	2011-06-30
92 ORACLE CORPORATION		2010-11-24	2011-12-16
64 PNC FINANCIAL SERVICES GROUP		2011-10-06	2011-12-16
70 PEPSICO INC		2009-10-09	2011-02-04
35 PERRIGO CO		2010-11-04	2011-04-12
477 PETROLEO BRASILEIRO SA PETROBRAS ADR 1 ADR REPRES 100		2008-07-29	2011-02-17
22 PETROLEO BRASILEIRO SA PETROBRAS ADR 1 ADR REPRES 100		2010-08-24	2011-02-17
34 PFIZER INC		2010-03-29	2011-06-08
289 PFIZER INC		2008-07-07	2011-12-16
9 PHILIP MORRIS INTL INC		2002-02-06	2011-02-25
7 PHILIP MORRIS INTL INC		2002-02-06	2011-11-30
15 PITNEY BOWES INC		2002-02-06	2011-03-08
11 PITNEY BOWES INC		2002-02-06	2011-03-25
17 PITNEY BOWES INC		2008-01-03	2011-04-28
11 PITNEY BOWES INC		2008-01-03	2011-07-20
41 PRAXAIR INC		2009-01-08	2011-12-16
236 QEP RES INC		2010-08-24	2011-11-18
888 QUESTAR CORPORATION		2010-08-11	2011-10-04
95 RANGE RESOURCES CORP		2010-05-28	2011-04-29
24 RANGE RESOURCES CORP		2010-05-28	2011-07-18
106 RANGE RESOURCES CORP		2010-05-28	2011-10-27
79 ROYAL DUTCH SHELL PLC ADR-B		2011-03-10	2011-12-16
39 SCHLUMBERGER LTD		2008-07-07	2011-04-29
124 SPECTRA ENERGY CORP		2010-08-23	2011-04-29
121 SPECTRA ENERGY CORP		2010-08-23	2011-12-16
30 STERICYCLE INC		2010-04-14	2011-01-25

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
116 TRANSCANADA CORP		2010-12-15	2011-12-16
275 US BANCORP		2010-10-25	2011-08-23
28 UNION PACIFIC CORP		2011-11-03	2011-12-16
5000 U S TREAS NTS 4 875% DUE 02/15/2012		2010-11-10	2011-12-23
2000 UNITED STATES TREAS NTS 4 875% 05/31/2011		2009-08-21	2011-05-31
3000 UNITED STATES TREAS NTS 4 75% 01/31/2012		2010-05-28	2011-10-14
3000 UNITED STATES TREASURY DTD 11/15/2010 2		2010-12-15	2011-08-09
20 VARIAN MEDICAL SYSTEMS INC		2009-07-28	2011-06-29
101 VERIZON COMMUNICATIONS		2008-07-07	2011-04-29
134 VERIZON COMMUNICATIONS		2008-07-07	2011-12-16
5 VIACOM INC NEW CL B		2004-12-03	2011-05-25
13 VIACOM INC NEW CL B		2006-01-04	2011-05-26
20 VISA INC CL A		2010-05-19	2011-06-29
20 VISA INC CL A		2010-05-19	2011-08-09
186 WILLIAMS COS INC		2011-10-04	2011-12-16
193 WEATHERFORD INTL LTD		2008-07-07	2011-04-29
842 WEATHERFORD INTL LTD		2010-08-24	2011-11-01

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,791		3,161	-370
5,000		5,106	-106
6,126		4,705	1,421
3,544		1,749	1,795
1,509		1,229	280
516		522	-6
285		299	-14
970		945	25
583		547	36
1,920		1,715	205
660		581	79
256		192	64
1,254		478	776
12,771		35,589	-22,818
773		265	508
15,087		16,711	-1,624
18,479		12,948	5,531
1,306		851	455
3,165		4,213	-1,048
4		4	
34		143	-109
7,741		40,805	-33,064
7,621		8,704	-1,083
2,330		3,051	-721
10,069		16,917	-6,848
5,262		4,676	586
491		432	59
3,138		2,734	404
5,500		3,769	1,731
4,585		3,349	1,236

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
5,532		4,016	1,516
3,136		2,636	500
7,773		11,180	-3,407
1,705		1,062	643
5,000		5,217	-217
16,813		8,647	8,166
6,212		8,214	-2,002
8,836		7,881	955
5,233		5,023	210
4,267		4,340	-73
1,566		2,310	-744
5,219		7,012	-1,793
2,138		1,898	240
7,385		8,722	-1,337
1,684		3,201	-1,517
6,504		12,006	-5,502
5,836		4,787	1,049
3,280		1,595	1,685
4,975		2,266	2,709
365		271	94
731		541	190
2,921		2,616	305
70,000		71,736	-1,736
1,454		1,097	357
1,168		1,273	-105
2,336		2,559	-223
3,512		3,570	-58
321		231	90
390		277	113
713		504	209

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
69,000		70,383	-1,383
232		206	26
485		432	53
442		370	72
443		369	74
1,822		1,723	99
4,101		3,760	341
933		878	55
386		242	144
408		242	166
921		629	292
654		577	77
5,329		6,560	-1,231
1,372		1,336	36
3,350		5,368	-2,018
262		257	5
5,924		6,125	-201
25,114		31,816	-6,702
33		51	-18
574		762	-188
558		532	26
692		568	124
90		66	24
165		254	-89
694		863	-169
16		25	-9
1,762		898	864
2,145		1,400	745
124		212	-88
7,624		5,803	1,821

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
9,754		10,337	-583
2,663		2,387	276
3,818		2,978	840
2,448		2,044	404
936		780	156
2,687		2,555	132
3,517		3,118	399
4,466		3,965	501
2,973		2,249	724
15,828		24,501	-8,673
730		660	70
702		587	115
6,098		5,008	1,090
560		238	322
532		185	347
376		607	-231
276		445	-169
446		641	-195
246		418	-172
4,247		2,583	1,664
7,572		6,007	1,565
15,021		12,072	2,949
5,314		4,312	1,002
1,435		1,089	346
7,387		4,811	2,576
5,753		5,394	359
3,493		3,835	-342
3,595		2,607	988
3,562		2,544	1,018
2,379		1,658	721

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
4,903		4,372	531
5,638		6,213	-575
2,796		2,835	-39
5,033		5,314	-281
2,000		2,135	-135
3,041		3,204	-163
3,072		2,802	270
1,398		715	683
3,815		3,332	483
5,178		4,421	757
251		218	33
650		552	98
1,502		1,464	38
1,580		1,464	116
5,748		4,284	1,464
4,144		8,089	-3,945
12,366		23,153	-10,787

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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

**(I) Gains (Col (h) gain minus
col (k), but not less than -0-) or
Losses (from col (h))**

(i) 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	(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
			-370
			-106
			1,421
			1,795
			280
			-6
			-14
			25
			36
			205
			79
			64
			776
			-22,818
			508
			-1,624
			5,531
			455
			-1,048
			-109
			-33,064
			-1,083
			-721
			-6,848
			586
			59
			404
			1,731
			1,236

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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

**(I) Gains (Col (h) gain minus
col (k), but not less than -0-) or
Losses (from col (h))**

(i) 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	(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
			1,516
			500
			-3,407
			643
			-217
			8,166
			-2,002
			955
			210
			-73
			-744
			-1,793
			240
			-1,337
			-1,517
			-5,502
			1,049
			1,685
			2,709
			94
			190
			305
			-1,736
			357
			-105
			-223
			-58
			90
			113
			209

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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

**(I) Gains (Col (h) gain minus
col (k), but not less than -0-) or
Losses (from col (h))**

(i) 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	(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
			-1,383
			26
			53
			72
			74
			99
			341
			55
			144
			166
			292
			77
			-1,231
			36
			-2,018
			5
			-201
			-6,702
			-18
			-188
			26
			124
			24
			-89
			-169
			-9
			864
			745
			-88
			1,821

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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

**(I) Gains (Col (h) gain minus
col (k), but not less than -0-) or
Losses (from col (h))**

(i) 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	(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
			-583
			276
			840
			404
			156
			132
			399
			501
			724
			-8,673
			70
			115
			1,090
			322
			347
			-231
			-169
			-195
			-172
			1,664
			1,565
			2,949
			1,002
			346
			2,576
			359
			-342
			988
			1,018
			721

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I

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

**(I) Gains (Col (h) gain minus
col (k), but not less than -0-) or
Losses (from col (h))**

(i) 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	(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
			531
			-575
			-39
			-281
			-135
			-163
			270
			683
			483
			757
			33
			98
			38
			116
			1,464
			-3,945
			-10,787

TY 2011 Investments Corporate Bonds Schedule

Name: JOHN SCULLY FOUNDATION

EIN: 26-6003516

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CORPORATE BONDS	223,971	233,209
CORPORATE BOND - FOREIGN	3,054	3,203

TY 2011 Investments Corporate Stock Schedule

Name: JOHN SCULLY FOUNDATION

EIN: 26-6003516

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CORPORATE STOCK	754,539	813,581
CORPORATE STOCK - FOREIGN	37,531	39,163

TY 2011 Investments Government Obligations Schedule

Name: JOHN SCULLY FOUNDATION

EIN: 26-6003516

US Government Securities - End of

Year Book Value: 55,463

US Government Securities - End of

Year Fair Market Value: 57,707

State & Local Government

Securities - End of Year Book
Value:

State & Local Government

Securities - End of Year Fair
Market Value:

TY 2011 Other Decreases Schedule

Name: JOHN SCULLY FOUNDATION**EIN:** 26-6003516

Description	Amount
DIFFERENCE BETWEEN ACCOUNTING INCOME AND TAX INCOME	53

TY 2011 Other Expenses Schedule

Name: JOHN SCULLY FOUNDATION

EIN: 26-6003516

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Rent and Royalty Expense	76			