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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

2011

For calendar year 2011 or tax year beginning

, and ending

Name of foundation THE ONEAMERICA FOUNDATION, INC		A Employer identification number 31-1146437
Number and street (or P.O. box number if mail is not delivered to street address) ONE AMERICAN SQ, PO BOX 368	Room/suite	B Telephone number 317-285-1057
City or town, state, and ZIP code INDIANAPOLIS, IN 46206-0368		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input checked="" type="checkbox"/> Address change		D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) <input type="checkbox"/> \$ 8,798,862. (Part I, column (d) must be on cash basis)	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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))		(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				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments		20.		
	4 Dividends and interest from securities	220,122.	161,691.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	85,201.			STATEMENT 1
	b Gross sales price for all assets on line 6a	497,591.			
	7 Capital gain net income (from Part IV, line 2)		143,612.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total Add lines 1 through 11	305,323.	305,323.	0.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	0.	0.	0.	0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees				
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 3	6,106.	0.	0.	0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 4	1,287.	0.	0.	0.
	24 Total operating and administrative expenses Add lines 13 through 23	7,393.	0.	0.	0.
	25 Contributions, gifts, grants paid	615,708.			615,708.
26 Total expenses and disbursements. Add lines 24 and 25	623,101.	0.	0.	615,708.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-317,778.				
b Net investment income (if negative, enter -0-)		305,323.			
c Adjusted net income (if negative, enter -0-)			0.		

4

Part II Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	13,982.	4,237.	4,237.
	2 Savings and temporary cash investments	348,823.	321,070.	321,070.
	3 Accounts receivable ▶	3.		
	Less: allowance for doubtful accounts ▶	695.	3.	
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 5	8,914,599.	8,473,555.	8,473,555.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶ FEDERAL EXCISE TAX)	4,893.	0.	0.
	16 Total assets (to be completed by all filers)	9,282,992.	8,798,865.	8,798,862.
	17 Accounts payable and accrued expenses	49.	55.	
	18 Grants payable			
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ FEDERAL EXCISE TAX)	0.	1,213.	
23 Total liabilities (add lines 17 through 22)	49.	1,268.		
Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	9,282,943.	8,797,597.	
	30 Total net assets or fund balances	9,282,943.	8,797,597.	
31 Total liabilities and net assets/fund balances	9,282,992.	8,798,865.		

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	9,282,943.
2 Enter amount from Part I, line 27a	2	-317,778.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	8,965,165.
5 Decreases not included in line 2 (itemize) ▶ UNREALIZED LOSS	5	167,568.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	8,797,597.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b SEE ATTACHED STATEMENTS			
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 497,591.		353,979.	143,612.

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

(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			
b			
c			
d			
e			143,612.

2 Capital gain net income or (net capital loss) If gain, also enter in Part I, line 7
If (loss), enter -0- in Part I, line 7 **2** 143,612.

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).
If (loss), enter -0- in Part I, line 8 **3** N/A

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 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	496,079.	8,821,466.	.056235
2009	214,200.	4,955,582.	.043224
2008	449,404.	5,429,829.	.082766
2007	493,615.	6,102,254.	.080891
2006	578,750.	5,862,205.	.098726

2 Total of line 1, column (d)	2 .361842
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 .072368
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4 9,015,967.
5 Multiply line 4 by line 3	5 652,467.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6 3,053.
7 Add lines 5 and 6	7 655,520.
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.	8 615,708.

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 <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	6,106.
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		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		3	6,106.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	6,106.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		6a	4,596.
5 Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-		6b	
6 Credits/Payments:		6c	2,000.
a 2011 estimated tax payments and 2010 overpayment credited to 2011		6d	
b Exempt foreign organizations - tax withheld at source		7	6,596.
c Tax paid with application for extension of time to file (Form 8868)		8	
d Backup withholding erroneously withheld		9	
7 Total credits and payments. Add lines 6a through 6d		10	490.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached		11	0.
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax 490. Refunded 490.			

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 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
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
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
b If "Yes," has it filed a tax return on Form 990-T for this year?		
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) IN		
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 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

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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 ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>DOUGLAS COLLINS</u> Telephone no. ► <u>317-285-2577</u> Located at ► <u>ONE AMERICAN SQUARE, P.O. BOX 368, INDIANAPOLIS, IN 46206-0368</u> ZIP+4 ► <u>46206-0368</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 <u>N/A</u>			
16	At any time during calendar year 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 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
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?		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 ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
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
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

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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)?

☐ 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

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.

(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
SEE STATEMENT 6		0.	0.	0.

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

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Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

[illegible]

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

0

Part IX-A	Summary of Direct Charitable Activities
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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
------------------	---

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

0.

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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	8,784,072.
b Average of monthly cash balances	1b	369,194.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	9,153,266.
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	9,153,266.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	137,299.
5 Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	9,015,967.
6 Minimum investment return Enter 5% of line 5	6	450,798.

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	450,798.
2a Tax on investment income for 2011 from Part VI, line 5	2a	6,106.
b Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	6,106.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	444,692.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	444,692.
6 Deduction from distributable amount (see instructions)	6	0.
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	444,692.

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	615,708.
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	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	615,708.
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	5	0.
6 Adjusted qualifying distributions Subtract line 5 from line 4	6	615,708.

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

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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				444,692.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006	298,204.			
b From 2007	196,963.			
c From 2008	185,728.			
d From 2009				
e From 2010	77,183.			
f Total of lines 3a through e	758,078.			
4 Qualifying distributions for 2011 from Part XII, line 4: ► \$	615,708.			
a Applied to 2010, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2011 distributable amount				444,692.
e Remaining amount distributed out of corpus	171,016.			
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:	929,094.			
a Corpus: Add lines 3f, 4c, and 4e. Subtract line 5				
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 instructions		0.		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
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)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	298,204.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	630,890.			
10 Analysis of line 9:				
a Excess from 2007	196,963.			
b Excess from 2008	185,728.			
c Excess from 2009				
d Excess from 2010	77,183.			
e Excess from 2011	171,016.			

Part XIV	Private Operating Foundations (see 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 2011, 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)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
CENTER FOR LEADERSHIP DEVELOPMENT 2450 DR. MARTIN LUTHER KING JR. STREET INDIANAPOLIS, IN 46208	N/A	509(A)	2011 OPERATING	32,000.
GLEANERS FOOD BANK OF INDIANA, INC. 3737 WALDEMERE AVE. INDIANAPOLIS, IN 46241	N/A	509(A)	2011 CAPITAL CAMPAIGN	14,000.
INDIANA UNIVERSITY FOUNDATION 1500 N. STATE ROAD 46 BYPASS INDIANAPOLIS, IN 47809	N/A	509(A)	MATCHING CONTRIBUTIONS	23,425.
MARIAN UNIVERSITY 3200 COLD SPRINGS ROAD INDIANAPOLIS, IN 46222	N/A	509(A)	2011 MATCHING CONTRIBUTIONS	8,250.
UNITED WAY OF CENTRAL INDIANA 3901 N. MERIDIAN INDIANAPOLIS, IN 46208	N/A	509(A)	2011 CONTRIBUTIONS	297,038.
Total	SEE CONTINUATION SHEET(S)			615,708.
b Approved for future payment				
NONE				
Total				0.

▶ 3b

Form 990-PF (2011)

Part XVI-A **Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		
1 Program service revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments			14			
4 Dividends and interest from securities			14	220,122.		
5 Net rental income or (loss) from real estate:						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property						
7 Other investment income						
8 Gain or (loss) from sales of assets other than inventory			18	85,201.		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)		0.		305,323.		0.
13 Total. Add line 12, columns (b), (d), and (e)					13	305,323.

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

[illegible]

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



		Yes	No
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 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
N/A		

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

Sign Here  11/9/12  TREASURER

Signature of officer or trustee Date Title

May the IRS discuss this return with the preparer shown below (see Instr.)? ☐ Yes ☐ No

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name ▶			Firm's EIN ▶	
	Firm's address ▶			Phone no.	

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)				
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)				
WOMENS FUND OF CENTRAL INDIANA 615 N. ALABAMA STREET, SUITE 119 INDIANAPOLIS, IN 46204	N/A	509(A)	2011 WOMEN'S FUND OF CENTRAL INDIANA	10,000.
ASSISTANCE LEAGUE OF INDIANAPOLIS 1475 WEST 86TH STREET, SUITE E INDIANAPOLIS, IN 46260	N/A	509(A)	2011 OPERATING	2,500.
BENECKI CENTER FOR REAL ESTATE STUDIES 1309 E. 10TH STREET, ROOM 746 INDIANAPOLIS, IN 47405	N/A	509(A)	2011 IU CENTER FOR REAL ESTATE STUDIES	1,000.
INDIANA LEGAL FOUNDATION 101 WEST OHIO STREET, 20TH FLOOR INDIANAPOLIS, IN 46204	N/A	509(A)	2011 OPERATING	1,000.
INDIANAPOLIS MATION COUNTY PUBLIC LIBRARY FOUNDATION 2450 NORTH MERIDIAN ST. INDIANAPOLIS, IN 46204	N/A	509(A)	2011 SUMMER READING PROGRAM	3,000.
KIDS AROUND THE WORLD 2424 CHARLES STREET ROCKFORD, IL 91108	N/A	509(A)	2011 FOOD PACKING EVENT	25,000.
FINANCIAL EXECUTIVES RESEARCH FOUNDATION 1250 HEADQUARTERS PLAZA, WEST TOWER, 7TH FLOOR MORRISTOWN, NJ 07960	N/A	509(A)	2011 FINANCIAL EXECUTIVE RESEARCH	1,000.
INDIANA FINANCIAL SERVICES FOUNDATION FOR EDUC INC 3009 E. 96TH STREET INDIANAPOLIS, IN 46240	N/A	509(A)	2011 FOUNDATION GIFT	5,000.
THE MIND TRUST 1630 N. MERIDIAN ST. SUITE 330 INDIANAPOLIS, IN 46204	N/A	509(A)	2011 CONTRIBUTION	100,000.
ANDERSON UNIVERSITY 1100 EAST FIFTH STREET ANDERSON, IN 46012	N/A	509(A)(1)	MATCHING GIFT	5,400.
Total from continuation sheets				240,995.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
BALL STATE UNIVERSITY 2000 W. UNIVERSITY AVENUE MUNCIE, IN 47306	N/A	509(A)(1)	MATCHING GIFT	400.
BIRMINGHAM SOUTHERN 900 ARKADELPHIA ROAD BIRMINGHAM, AL 35254	N/A	509(A)(1)	MATCHING GIFT	15,000.
BUTLER UNIVERSITY 4600 SUNSET AVENUE INDIANAPOLIS, IN 46208	N/A	509(A)(1)	MATCHING GIFT	2,100.
CROSSROADS BIBLE COLLEGE 601 N. SHORTRIDGE ROAD INDIANAPOLIS, IN 46219	N/A	509(A)(1)	MATCHING GIFT	5,000.
DEPAUW UNIVERSITY 408 SOUTH LOCUST STREET GREENCASTLE, IN 46135	N/A	509(A)(1)	MATCHING GIFT	8,945.
FRANKLIN COLLEGE 101 BANIGIN BOULEVARD FRANKLIN, IN 46131	N/A	509(A)(1)	MATCHING GIFT	2,500.
GOSHEN COLLEGE 1700 SOUTH MAIN STREET GOSHEN, IN 46526	N/A	509(A)(1)	MATCHING GIFT	200.
GRACE COLLEGE 200 SEMINARY DRIVE WINONA LAKE, IN 46590	N/A	509(A)(1)	MATCHING GIFT	200.
HANOVER COLLEGER 484 BALL DRIVE HANOVER, IN 47243	N/A	509(A)(1)	MATCHING GIFT	850.
INDIANA STATE UNIVERSITY 530 N. 5TH STREET TERRE HAUTE, IN 47809	N/A	509(A)(1)	MATCHING GIFT	3,400.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
IVY TECH 50 WEST FALL CREEK PARKWAY INDIANAPOLIS, IN 46208	N/A	509(A)(1)	MATCHING GIFT	500.
JAMESTOWN COLLEGE 6000 COLLEGE LANE JAMESTOWN, ND 58405	N/A	509(A)(1)	MATCHING GIFT	2,500.
LOYOLA UNIVERSITY 6363 SAINT CHARLES AVENUE NEW ORLEANS, LA 70118	N/A	509(A)(1)	MATCHING GIFT	1,000.
MIAMI UNIVERSITY 501 E HIGH STREET OXFORD, OH 45056	N/A	509(A)(1)	MATCHING GIFT	625.
MIDDLEBURY COLLEGE MIDDLEBURY VT MIDDLEBURY, VT 05753	N/A	509(A)(1)	MATCHING GIFT	2,500.
ND STATE UNIVERSITY PO BOX 6050 FARGO, ND 58102	N/A	509(A)(1)	MATCHING GIFT	2,500.
OHIO STATE UNIVERSITY 1480 WEST LANE AVENUE COLUMBUS, OH 43210	N/A	509(A)(1)	MATCHING GIFT	500.
OLIVET NAZARENE UNIVERSITY 1 UNIVERSITY AVENUE BOURBONNAIS, IL 60914	N/A	509(A)(1)	MATCHING GIFT	2,500.
PURDUE UNIVERSITY 610 PURDUE MALL WEST LAFAYETTE, IN 47907	N/A	509(A)(1)	MATCHING GIFT	10,500.
ROCKHURST UNIVERSITY 1100 ROCKHURST ROAD KANSAS CITY, MO 64110	N/A	509(A)(1)	MATCHING GIFT	1,250.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
ST. JOHNS UNIVERSITY 2850 ABBEY PLAZA COLLEGEVILLE, MN 56321	N/A	509(A)(1)	MATCHING GIFT	2,500.
ST. JOSEPH'S COLLEGE 1498 S. COLLEGE AVENUE RENSSELAER, IN 47978	N/A	509(A)(1)	MATCHING GIFT	500.
ST. MEINRAD 200 HILL DRIVE ST. MEINRAD, IN 47577	N/A	509(A)(1)	MATCHING GIFT	1,250.
TAYLOR UNIVERSITY 236 W. READE AVE. UPLAND, IN 46989	N/A	509(A)(1)	MATCHING GIFT	1,300.
THUNDERBIRD SCHOOL 1 GLOBAL PLACE GLENDALE, AZ 85306	N/A	509(A)(1)	MATCHING GIFT	250.
UNIVERSITY OF NORTH CAROLINA 1400 SPRING GARDEN STREET GREENSBORO, NC 27401	N/A	509(A)(1)	MATCHING GIFT	2,500.
UNIVERSITY OF INDIANAPOLIS 1400 EAST HANNA STREET INDIANAPOLIS, IN 46227	N/A	509(A)(1)	MATCHING GIFT	200.
UNIVERSITY OF IOWA 100 POMERANTZ CTR IOWA CITY, IA 52242	N/A	509(A)(1)	MATCHING GIFT	800.
UNIVERSITY OF MICHIGAN 1600 HURON PARKWAY ANN ARBOR, MI 48103	N/A	509(A)(1)	MATCHING GIFT	3,350.
UNIVERSITY OF NOTRE DAME NORTH EDDY STREET NOTRE DAME, IN 46556	N/A	509(A)(1)	MATCHING GIFT	5,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
UNIVERSITY OF ST. FRANCIS 500 WILCOX STREET FORT WAYNE , IN 46808	N/A	509(A)(1)	MATCHING GIFT	1,500.
UNIVERSITY OF VIRGINIA 1001 NORTH EMMET STREET CHARLOTTESVILLE, VA 22904	N/A	509(A)(1)	MATCHING GIFT	1,000.
UNIVERSITY OF CINCINNATI 2925 CAMPUS GREEN DRIVE CINCINNATI, OH 45221	N/A	509(A)(1)	MATCHING GIFT	500.
UNIVERSITY OF EVANSVILLE 1800 LINCOLN AVENUE EVANSVILLE, IN 47714	N/A	509(A)(1)	MATCHING GIFT	500.
VINCENNES UNIVERSTIY 1002 N. 1ST STREET VINCENNES, IN 47591	N/A	509(A)(1)	MATCHING GIFT	225.
WABASH COLLEGE 301 W. WABASH AVENUE CRAWFORDSVILLE, IN 47933	N/A	509(A)(1)	MATCHING GIFT	2,750.
Total from continuation sheets				

THE ONEAMERICA FOUNDATION, INC

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 AEGON N.V. ADS	P	12/29/09	06/27/11
b AMERICAN CENTURY HERITAGE INVESTOR	P	03/03/10	04/01/11
c FIDELITY GROWTH COMPANY FUND	P	01/13/06	04/01/11
d FIDELITY GROWTH COMPANY FUND	P	01/13/06	11/02/11
e ISHARES RUSSELL MID CAP INDEX FUND	P	09/14/05	04/01/11
f ISHARES S&P MID CAP 400 INDEX FUND	P	02/25/10	04/01/11
g ISHARES RUSSELL 1000 INDEX FUND	P	03/03/10	11/02/11
h T ROWE PRICE GROWTH STK	P	07/15/03	04/01/11
i T ROWE PRICE GROWTH STK	P	07/15/03	11/02/11
j SPDR S&P 500 ETF	P	06/02/03	11/02/11
k VANGUARD INDEX TRUST GROWTH INDEX	P	09/07/06	04/01/11
l VANGUARD INDEX TRUST GROWTH INDEX	P	09/07/06	11/02/11
m DREYFUS MONEY MARKET #521	P	09/17/08	03/23/11
n DREYFUS MONEY MARKET #521	P	09/17/08	03/31/11
o DREYFUS MONEY MARKET #521	P	04/20/10	03/31/11

(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		3.	-3.
b	56,356.	41,135.	15,221.
c	36,563.	27,200.	9,363.
d	27,485.	21,491.	5,994.
e	54,959.	43,250.	11,709.
f	59,669.	43,678.	15,991.
g	13,736.	12,448.	1,288.
h	15,300.	9,896.	5,404.
i	25,178.	17,152.	8,026.
j	24,820.	19,568.	5,252.
k	13,628.	11,148.	2,480.
l	30,986.	26,510.	4,476.
m	22,000.	22,000.	0.
n	28,500.	28,500.	0.
o	16,500.	16,500.	0.

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

(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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			-3.
b			15,221.
c			9,363.
d			5,994.
e			11,709.
f			15,991.
g			1,288.
h			5,404.
i			8,026.
j			5,252.
k			2,480.
l			4,476.
m			0.
n			0.
o			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

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).

If (loss), enter "-0-" in Part I, line 8

3

THE ONEAMERICA FOUNDATION, INC

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	(c) Date acquired	(d) Date sold
		P - Purchase D - Donation	(mo., day, yr.)	(mo., day, yr.)
1a	DREYFUS MONEY MARKET #521	P	04/20/10	11/02/11
b	STCG FROM MUTUAL FUNDS	P	06/30/11	12/31/11
c	LTCG FROM MUTUAL FUNDS	P	06/30/10	12/31/11
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

	(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	13,500.		13,500.	0.
b	11,363.			11,363.
c	47,048.			47,048.
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

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

(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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			0.
b			11,363.
c			47,048.
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	143,612.
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). If (loss), enter "-0-" in Part I, line 8	3	N/A

FORM 990-PF

GAIN OR (LOSS) FROM SALE OF ASSETS

STATEMENT 1

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
AEGON N.V. ADS				12/29/09	06/27/11
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
0.	3.	0.	0.	-3.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
AMERICAN CENTURY HERITAGE INVESTOR				03/03/10	04/01/11
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
56,356.	41,135.	0.	0.	15,221.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
FIDELITY GROWTH COMPANY FUND				01/13/06	04/01/11
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
36,563.	27,200.	0.	0.	9,363.	

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
FIDELITY GROWTH COMPANY FUND		01/13/06	11/02/11	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
27,485.	21,491.	0.	0.	5,994.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
ISHARES RUSSELL MID CAP INDEX FUND		09/14/05	04/01/11	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
54,959.	43,250.	0.	0.	11,709.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
ISHARES S&P MID CAP 400 INDEX FUND		02/25/10	04/01/11	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
59,669.	43,678.	0.	0.	15,991.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
ISHARES RUSSELL 1000 INDEX FUND		03/03/10	11/02/11	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
13,736.	12,448.	0.	0.	1,288.

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
T ROWE PRICE GROWTH STK				07/15/03	04/01/11
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
15,300.	9,896.	0.	0.	5,404.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
T ROWE PRICE GROWTH STK				07/15/03	11/02/11
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
25,178.	17,152.	0.	0.	8,026.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SPDR S&P 500 ETF				06/02/03	11/02/11
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
24,820.	19,568.	0.	0.	5,252.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
VANGUARD INDEX TRUST GROWTH INDEX				09/07/06	04/01/11
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
13,628.	11,148.	0.	0.	2,480.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
VANGUARD INDEX TRUST GROWTH INDEX				09/07/06	11/02/11
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
30,986.	26,510.	0.	0.	4,476.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
DREYFUS MONEY MARKET #521				09/17/08	03/23/11
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
22,000.	22,000.	0.	0.	0.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
DREYFUS MONEY MARKET #521				09/17/08	03/31/11
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
28,500.	28,500.	0.	0.	0.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
DREYFUS MONEY MARKET #521				04/20/10	03/31/11
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
16,500.	16,500.	0.	0.	0.	

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
DREYFUS MONEY MARKET #521		04/20/10	11/02/11	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
13,500.	13,500.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
STCG FROM MUTUAL FUNDS		06/30/11	12/31/11	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
11,363.	11,363.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
LTCG FROM MUTUAL FUNDS		06/30/10	12/31/11	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
47,048.	47,048.	0.	0.	0.

CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	85,201.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	2
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDEND INCOME	220,122.	0.	220,122.
TOTAL TO FM 990-PF, PART I, LN 4	220,122.	0.	220,122.

FORM 990-PF	TAXES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX	6,106.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 18	6,106.	0.	0.	0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MISCELLANEOUS EXPENSE	1,287.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 23	1,287.	0.	0.	0.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	5
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
DODGE & COX INTL FUND	FMV	290,792.	290,792.
DODGE & COX STOCK FUND	FMV	549,364.	549,364.
FIDELITY GROWTH CO FUND	FMV	508,798.	508,798.
ISHARE RUSSELL MIDCAP	FMV	191,919.	191,919.
ISHARES S&P MIDCAP 400 INDEX FUND	FMV	192,742.	192,742.
MFS INT'L NEW DISCOVERY	FMV	219,251.	219,251.
T. ROWE PRICE GROWTH	FMV	534,903.	534,903.
VANGUARD INTERM BOND	FMV	1,942,050.	1,942,050.
VANGUARD SHORT TERM	FMV	1,192,725.	1,192,725.
VANGUARD GROWTH INDEX	FMV	540,271.	540,271.
ISHARES RUSSELL 1000 INDEX FUND	FMV	0.	0.
T. ROWER PRICE EQUITY INCOME	FMV	573,272.	573,272.
SPDR S&P 500 ETF TRUST	FMV	272,335.	272,335.
AMERICAN CENTURY EQUITY INCOME	FMV	0.	0.
AMERICAN CENTURY HERITAGE FUND	FMV	0.	0.
VANGUARD SMALL CAP ETF	FMV	473,756.	473,756.
AMERICAN CENTURY EQUITY INCOME	FMV	528,166.	528,166.
AMERICAN CENTURY HERITAGE INVESTOR	FMV	192,668.	192,668.
ISHARES RUSSELL 1000 INDEX FUND	FMV	270,543.	270,543.
TOTAL TO FORM 990-PF, PART II, LINE 13		8,473,555.	8,473,555.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 6

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN	EXPENSE CONTRIB	ACCOUNT
DAYTON H. MOLENDORP ONE AMERICAN SQUARE, PO BOX 368 INDIANAPOLIS, IN 46206-0368	PRESIDENT/CHAIRMAN 1.00	0.	0.	0.	
JAMES W. FREEMAN ONE AMERICAN SQUARE, PO BOX 368 INDIANAPOLIS, IN 46206-0368	VICE PRESIDENT 1.00	0.	0.	0.	
DANIEL SCHLUGE ONE AMERICAN SQUARE, PO BOX 368 INDIANAPOLIS, IN 46206-0368	TREASURER 1.00	0.	0.	0.	
J. SCOTT DAVISON ONE AMERICAN SQUARE, PO BOX 368 INDIANAPOLIS, IN 46206-0368	DIRECTOR 1.00	0.	0.	0.	
MARK ROLLER ONE AMERICAN SQUARE, PO BOX 368 INDIANAPOLIS, IN 46206-0368	DIRECTOR 1.00	0.	0.	0.	
G. DAVID SAPP ONE AMERICAN SQUARE, PO BOX 368 INDIANAPOLIS, IN 46206-0368	DIRECTOR 1.00	0.	0.	0.	
THOMAS M. ZUREK ONE AMERICAN SQUARE, PO BOX 368 INDIANAPOLIS, IN 46206-0368	SECRETARY/DIRECTOR 1.00	0.	0.	0.	
ROBERT E. FERGUSON ONE AMERICAN SQUARE, PO BOX 368 INDIANAPOLIS, IN 46206-0368	ASSISTANT SECRETARY 1.00	0.	0.	0.	
JEFFRY D. HOLLEY ONE AMERICAN SQUARE, PO BOX 368 INDIANAPOLIS, IN 46206-0368	DIRECTOR 1.00	0.	0.	0.	
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.	

FORM 990-PF	GRANT APPLICATION SUBMISSION INFORMATION	STATEMENT	7
	PART XV, LINES 2A THROUGH 2D		

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

MR. JIM FREEMAN
ONE AMERICAN SQUARE, PO BOX 368
INDIANAPOLIS, IN 46206-0368

TELEPHONE NUMBER

317-285-1877

FORM AND CONTENT OF APPLICATIONS

A LETTER DESCRIBING THE ORGANIZATION AND THE PROJECT OR PROGRAM TO WHICH THE REQUEST PERTAINS. COPIES OF THE 501(C)(3) AND 509(A) DETERMINATION LETTERS SHOULD ACCOMPANY THE REQUEST.

ANY SUBMISSION DEADLINES

FOR BUDGETING PURPOSES THE PREFERRED DEADLINE IS SEPT. 30. REQUESTS CAN BE SUMITTED DURING THE YEAR.

RESTRICTIONS AND LIMITATIONS ON AWARDS

THERE ARE NO GEOGRAPHICAL OR OTHER RESTRICTIONS.

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

► File a separate application for each return.

If you are filing for an Automatic 3-Month Extension, complete only Part I and check this box ☒ **X**

• If you are filing for an Additional (Not Automatic) 3-Month Extension, complete only Part II (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on e-file for Charities & Nonprofits.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or
	THE ONEAMERICA FOUNDATION, INC	<input checked="" type="checkbox"/> 31-1146437
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P.O. box, see instructions.	Social security number (SSN)
	ONE AMERICAN SQUARE, P.O. BOX 368	<input type="checkbox"/>
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	INDIANAPOLIS, IN 46282	

Enter the Return code for the return that this application is for (file a separate application for each return) **04**

Application For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

DANIEL SCHLUGE - ONE AMERICAN SQUARE, P.O. BOX 368 -

• The books are in the care of ► **INDIANAPOLIS, IN 46204**

Telephone No. ► **317-285-1982**

FAX No. ► **317-285-7636**

• If the organization does not have an office or place of business in the United States, check this box ☐

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐ . If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2012**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
► ☒ calendar year **2011** or
► ☐ tax year beginning _____, and ending _____

2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	6,596.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b	\$	4,596.
Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	2,000.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

LHA For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form 8868 (Rev. 1-2012)

• If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box ☒ **X**

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

• If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	THE ONEAMERICA FOUNDATION, INC	<input checked="" type="checkbox"/> 31-1146437
	Number, street, and room or suite no. If a P.O. box, see instructions.	Social security number (SSN)
	ONE AMERICAN SQ, PO BOX 368	<input type="checkbox"/>
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	INDIANAPOLIS, IN 46206-0368	

Enter the Return code for the return that this application is for (file a separate application for each return)

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

DANIEL SCHLUGE - ONE AMERICAN SQUARE, P.O. BOX 368 -

• The books are in the care of ☒ **INDIANAPOLIS, IN 46204**

Telephone No.

FAX No.

• If the organization does not have an office or place of business in the United States, check this box ☐

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until **NOVEMBER 15, 2012.**

5 For calendar year **2011**, or other tax year beginning , and ending .

6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return

☐ Change in accounting period

7 State in detail why you need the extension **SEE STATEMENT 3**

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	6,596.
8b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	6,596.
8c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature Title **TREASURER**

Date

Form 8868 (Rev. 1-2012)