



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



Form 990-PF

Return of Private Foundation

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

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 **A** Employer identification number
 FRANK M TAIT FOUNDATION 31-6037499

Number and street (or P.O. box number if mail is not delivered to street address) **B** Telephone number (see page 10 of the instructions)
 KETTERING TOWER SUITE 1530 (937) 222-2401

City or town, state, and ZIP code **C** If exemption application is pending, check here
 DAYTON, OH 45423 **D** 1. Foreign organizations, check here
 2. Foreign organizations meeting the 85% test, check here and attach computation

H Check type of organization Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) **J** Accounting method **K** Cash **L** Accrual
 \$ 6,672,882 Other (specify) (Part I, column (d) must be on cash basis.) **M** If private foundation status was terminated under section 507(b)(1)(A), check here
N If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

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	193,069	193,209		
4	Dividends and interest from securities.	109,420	110,340		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	684,976			
b	Gross sales price for all assets on line 6a 6,823,201				
7	Capital gain net income (from Part IV, line 2)		685,150		
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) (attach schedule)				
11	Other income (attach schedule)				
12	Total. Add lines 1 through 11	987,465	988,699		

Revenue	13 Compensation of officers, directors, trustees, etc	37,206	3,721	33,485
	14 Other employee salaries and wages			
15	Pension plans, employee benefits			
16a	Legal fees (attach schedule)			
b	Accounting fees (attach schedule)	11,060	5,530	5,530
c	Other professional fees (attach schedule)	17,473	17,473	0
17	Interest			
18	Taxes (attach schedule) (see page 14 of the instructions)	10,284	691	0
19	Depreciation (attach schedule) and depletion			
20	Occupancy	8,804	881	7,923
21	Travel, conferences, and meetings	2,121	212	1,909
22	Printing and publications	777	78	699
23	Other expenses (attach schedule)	3,856	804	2,852
24	Total operating and administrative expenses.			
	Add lines 13 through 23	91,581	29,390	52,398
25	Contributions, gifts, grants paid	319,000		294,000
26	Total expenses and disbursements. Add lines 24 and 25	410,581	29,390	346,398
27	Subtract line 26 from line 12			
a	Excess of revenue over expenses and disbursements	576,884		
b	Net investment income (if negative, enter -0-)		959,309	
c	Adjusted net income (if negative, enter -0-)			

	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	138,735	21,233	21,233	
	2 Savings and temporary cash investments	17,562	129,966	129,966	
	3 Accounts receivable ►				
	Less allowance for doubtful accounts ►				
	4 Pledges receivable ►				
	Less allowance for doubtful accounts ►				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)				
	7 Other notes and loans receivable (attach schedule) ►				
	Less allowance for doubtful accounts ►				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges	590	560	560	
	10a Investments—U S and state government obligations (attach schedule)				
	b Investments—corporate stock (attach schedule)	0	4,153,251	3,732,924	
	c Investments—corporate bonds (attach schedule)	510,213	2,452,381	2,436,165	
	11 Investments—land, buildings, and equipment basis ►				
Less accumulated depreciation (attach schedule) ►					
12 Investments—mortgage loans					
13 Investments—other (attach schedule)	5,917,447	479,376	523,644		
14 Land, buildings, and equipment basis ►					
Less accumulated depreciation (attach schedule) ►					
15 Other assets (describe ► _____)	0	-99,598	-171,610		
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	6,584,547	7,137,169	6,672,882		
Liabilities	17 Accounts payable and accrued expenses	3,051	3,167		
	18 Grants payable		25,000		
	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 ► _____)	993	6,793		
	23 Total liabilities (add lines 17 through 22)	4,044	34,960		
	Foundations that follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds	8,796,002	8,796,002		
	28 Paid-in or capital surplus, or land, bldg , and equipment fund	0	0		
	29 Retained earnings, accumulated income, endowment, or other funds	-2,215,499	-1,693,793		
30 Total net assets or fund balances (see page 17 of the instructions)	6,580,503	7,102,209			
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	6,584,547	7,137,169			

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	6,580,503
2	Enter amount from Part I, line 27a	2	576,884
3	Other increases not included in line 2 (itemize) ►	3	0
4	Add lines 1, 2, and 3	4	7,157,387
5	Decreases not included in line 2 (itemize) ►	5	55,178
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	7,102,209

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)
1 a	PUBLICLY TRADED SECURITIES			
b	ALLIANCEBERNSTEIN HOLDING LP			
c	ALLIANCEBERNSTEIN HOLDING LP			
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	6,823,201		6,138,225	684,976
b				-85
c				259
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) 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	
a				684,976
b				-85
c				259
d				
e				
2	Capital gain net income or (net capital loss)	<small>If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7</small>	2	685,150
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)			
If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8				3

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	330,964	6,730,043	0 049177
2009	310,785	6,019,264	0 051632
2008	365,757	7,277,793	0 050257
2007	255,371	8,292,828	0 030794
2006	279,183	7,641,877	0 036533
2			2 0 218393
3			3 0 043679
4			4 7,011,354
5			5 306,249
6			6 9,593
7			7 315,842
8			8 346,398

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 checked="" type="checkbox"/> and enter "N/A" on line 1		1	9,593
	Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0
3	Add lines 1 and 2.		3	9,593
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	9,593
6	Credits/Payments			
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	2,800	
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments Add lines 6a through 6d.	7	2,800	
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed <input checked="" type="checkbox"/>	9	6,793	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid <input checked="" type="checkbox"/>	10		
11	Enter the amount of line 10 to be Credited to 2012 estimated tax <input checked="" type="checkbox"/> Refunded <input checked="" type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		Yes	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?		Yes	No
	<i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>			
1c	Did the foundation file Form 1120-POL for this year?		Yes	No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year			
	(1) On the foundation <input checked="" type="checkbox"/> \$ _____ 0 (2) On foundation managers <input checked="" type="checkbox"/> \$ _____ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ _____ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?		Yes	No
	<i>If "Yes," attach a detailed description of the activities.</i>			
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>		Yes	No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?		Yes	No
b	If "Yes," has it filed a tax return on Form 990-T for this year?		Yes	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?		Yes	No
	<i>If "Yes," attach the statement required by General Instruction T.</i>			
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?			
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>		Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input checked="" type="checkbox"/> OH			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i> .		Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV on page 27)? <i>If "Yes," complete Part XIV</i>		Yes	No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		Yes	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 ► JENNIFER A ROER Telephone no ► (937) 222-2401			
	Located at ► KETTERING TOWER SUITE 1530 DAYTON OH ZIP +4 ► 45423			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ►	15		
	and enter the amount of tax-exempt interest received or accrued during the year ►			
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
	Organizations relying on a current notice regarding disaster assistance check here. ►		
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	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?	2a	
	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	
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?	3a	
	If "Yes," ► 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))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? <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"/> ►	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? <input type="checkbox"/> Yes <input type="checkbox"/> No <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>		
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>		
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	7b	
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
See Additional Data Table				

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		

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.

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2		Amount
1		
2		
All other program-related investments See page 24 of the instructions		
3		
Total Add lines 1 through 3		0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	6,776,183
b	Average of monthly cash balances.	1b	341,943
c	Fair market value of all other assets (see page 24 of the instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	7,118,126
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	7,118,126
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	106,772
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	7,011,354
6	Minimum investment return. Enter 5% of line 5.	6	350,568

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	350,568
2a	Tax on investment income for 2011 from Part VI, line 5.	2a	9,593
b	Income tax for 2011 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	9,593
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	340,975
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	340,975
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	340,975

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	346,398
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	346,398
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	9,593
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	336,805

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				340,975
2 Undistributed income, if any, as of the end of 2011			0	
a Enter amount for 2010 only.				
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2011				
a From 2006.				
b From 2007.				
c From 2008.	5,675			
d From 2009.	13,380			
e From 2010.	48			
f Total of lines 3a through e.	19,103			
4 Qualifying distributions for 2011 from Part XII, line 4 ► \$ _____ 346,398				
a Applied to 2010, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions).	0			
d Applied to 2011 distributable amount.			340,975	
e Remaining amount distributed out of corpus	5,423			
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:	24,526			
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 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.				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions).	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	24,526			
10 Analysis of line 9				
a Excess from 2007.				
b Excess from 2008.	5,675			
c Excess from 2009.	13,380			
d Excess from 2010.	48			
e Excess from 2011.	5,423			

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.			
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))

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number of the person to whom applications should be addressed

JENNIFER A ROER EXECUTIVE DIRECTOR
KETTERING TOWER SUITE 1530
DAYTON, OH 45423
(937) 222-2401

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

THE GRANT REQUESTOR MUST CONTACT THE OFFICE AT 937-222-2401 TO DISCUSS THE PROSPECTIVE GRANT PROPOSAL AND TO OBTAIN APPROVAL FOR ITS SUBSEQUENT SUBMISSION. FAXED OR E-MAILED GRANT PROPOSALS WILL NOT BE ACCEPTED. PROSPECTIVE GRANTEES SHOULD OBTAIN A COMPLETE LIST OF THE INFORMATION AND MATERIALS REQUIRED TO BE INCLUDED IN THE GRANT PROPOSAL FROM THE FOUNDATION'S EXECUTIVE DIRECTOR

c Any submission deadlines

GRANT REQUESTS ARE REVIEWED QUARTERLY. OBTAIN SUBMISSION DEADLINES FROM THE EXECUTIVE DIRECTOR

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

THE TAIT FOUNDATION FOCUSES ON PROGRAMS THAT (1) DEVELOP YOUTH - PARTICULARLY EARLY CHILDHOOD DEVELOPMENT PROGRAMS AND (2) PROVIDE CULTURAL ENRICHMENT EXPERIENCES FOR UNDERSERVED YOUTH. THE FOUNDATION SUPPORTS ORGANIZATIONS IN MONTGOMERY COUNTY, OHIO. IT DOES NOT SUPPORT MEDICAL RESEARCH OR EQUIPMENT, OPERATING BUDGETS OR ANNUAL FUND DRIVES, EMERGENCY REQUESTS FOR CRASH PROGRAMS, ENDOWMENT FUNDS, RELIGIOUS PROGRAMS OR ACTIVITIES, OR LOBBYING OR PROPAGANDA ACTIVITIES

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)				
<i>a Paid during the year</i> See Additional Data Table				
Total			► 3a	294,000
<i>b Approved for future payment</i> DAYTON HISTORY 1000 CARILLON BLVD DAYTON, OH 45409	NONE	509(A)(3) TYPE I	JUVENILE MANUFACTURING EXHIBIT	25,000
Total			► 3b	25,000

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 (See page 28 of the instructions)	
		(a) Business code	(b) Amount	(c) Exclusion 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	193,069
4	Dividends and interest from securities.			14	109,420
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	684,976
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		987,465
13	Total. Add line 12, columns (b), (d), and (e).			13	987,465
(See worksheet in line 13 instructions on page 28 to verify calculations.)					

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

(1) Cash.

(2) Other assets.

Other transactions

(1) Sales of assets to a noncharitable exempt organization. . .

(2) Purchases of assets from a noncharitable exempt

(3) Rental of facilities, equipment,

(4) Reimbursement arrangements

(3) Performance of services or membership of fundraising solicitations.

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 522? 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>***** Signature of officer or trustee</p>		<p>2012-04-06 ***** Date</p>		
<p>***** Title</p>				
<p>Sign Here Paid Preparer's Use Only</p>	<p>Preparer's Signature KAREN O CRIM</p>	<p>Date</p>	<p>Check if self- employed ►</p>	<p>PTIN P00368385</p>
	<p>Firm's name ► BATTELLE & BATTELLE LLP</p>		<p>Firm's EIN ► 31-0210560</p>	
	<p>2000 WEST DOROTHY LANE</p>			
	<p>Firm's address ► DAYTON, OH 45439</p>		<p>Phone no (937) 298-0201</p>	

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

Additional Data

Software ID:

Software Version:

EIN: 31-6037499

Name: FRANK M TAIT FOUNDATION

Form 990PF - Special Condition Description:

Special Condition Description

Form 990PF Part VIII Line 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
IRVIN G BIESER JR	CHAIR 1 00	0	0	0
KETTERING TOWER SUITE 1530 DAYTON, OH 45423				
THOMAS BREITENBACH	TRUSTEE 1 00	0	0	0
KETTERING TOWER SUITE 1530 DAYTON, OH 45423				
ALLEN M HILL	SECRETARY/TREASURER 1 00	0	0	0
KETTERING TOWER SUITE 1530 DAYTON, OH 45423				
R DANIEL SADLIER	TRUSTEE 1 00	0	0	0
KETTERING TOWER SUITE 1530 DAYTON, OH 45423				
JAMES M WOODHULL II	TRUSTEE 1 00	0	0	0
KETTERING TOWER SUITE 1530 DAYTON, OH 45423				
JENNIFER A ROER	EXECUTIVE DIRECTOR 20 00	37,206	0	0
KETTERING TOWER SUITE 1530 DAYTON, OH 45423				

Form 990PF Part XV Line 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				
4C FOR CHILDREN - MIAMI VALLEY 1000 N KEOWEE STREET DAYTON, OH 45402	NONE	509(A)(1)	EARLY LITERACY PILOT PROJECT	27,000
AIR CAMPO BOX 752332 DAYTON, OH 45475	NONE	509(A)(1)	AIR CAMP - AVIATION SUMMER CAMP	15,000
DAYBREAK605 S PATTERSON BLVD DAYTON, OH 45402	NONE	509(A)(2)	INDEPENDENT LIVING PROGRAM	15,000
DAYTON ART INSTITUTE456 BELMONTE PARK NORTH DAYTON, OH 45405	NONE	509(A)(1)	EXPERIENCENTER EXHIBIT	12,500
DAYTON HISTORY1000 CARILLON BLVD DAYTON, OH 45409	NONE	509(A)(3) TYPE I	JUVENILE MANUFACTURING EXHIBIT	25,000
DAYTON OPERA ASSOCIATION138 N MAIN STREET DAYTON, OH 45402	NONE	509(A)(2)	OPERA MANIACS! AND OMG - IT'S OPERA	7,000
DAYTON PHILHARMONIC ORCHESTRA109 N MAIN STREET DAYTON, OH 45402	NONE	509(A)(2)	SCHOOL PARTNERS WITH ARTISTS REACHING KIDS (SPARK)	10,000
HUMAN RACE INC126 N MAIN STREET SUITE 300 DAYTON, OH 45402	NONE	509(A)(1)	SCHOLARSHIP FUND	3,500
LEARNING TREE FARM3376 S UNION ROAD DAYTON, OH 45417	NONE	170(B)(1)(A) (II)	EARLY LEARNERS DISCOVER THE FARM	5,000
MEMORIAL UNITED CHURCH OF CHRIST2338 E FIFTH STREET DAYTON, OH 45403	NONE	170(B)(1)(A) (I)	KIDS IN NEW DIRECTIONS (KIND)	12,000
MONTGOMERY COUNTY OHIO COLLEGE PROMISE FUND - DAYTON FOUNDATION40 N MAIN ST SUITE 500 DAYTON, OH 45423	NONE	509(A)(1)	COLLEGE PROMISE PROGRAM	15,000
MUSE MACHINE126 N MAIN STREET DAYTON, OH 45402	NONE	509(A)(1)	ELEMENTARY ARTS EDUCATION PROGRAM	10,000
ST VINCENT DE PAUL1133 S EDWIN C MOSES BLVD SUITE 300 DAYTON, OH 45417	NONE	509(A)(2)	TUTORING PROGRAM	5,000
SINCLAIR COLLEGE COMMUNITY FOUNDATION444 W THIRD ST DAYTON, OH 45402	NONE	170(B)(1)(A) (III)	PROJECT READ	5,000
THINK TV110 S JEFFERSON STREET DAYTON, OH 45402	NONE	509(A)(1)	READY TO LEAD IN LITERACY	10,000
UNITED REHABILITATION SERVICES4710 OLD TROY PIKE DAYTON, OH 45424	NONE	509(A)(1)	POSITIVE SOCIAL SKILL DEVELOPMENT	5,000
UNIVERSITY OF DAYTON300 COLLEGE PARK DAYTON, OH 45469	NONE	170(B)(1)(A) (II)	READY SET SOAR	100,000
VICTORIA THEATRE ASSOCIATION138 N MAIN STREET DAYTON, OH 45402	NONE	509(A)(2)	PHYSICIAN'S KIDS DISCOVERY THEATRE	12,000
Total			► 3a	294,000

Form 990PF Part XV Line 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)				
b Approved for future payment				
DAYTON HISTORY 1000 CARILLON BLVD DAYTON, OH 45409	NONE	509(A)(3) TYPE I	JUVENILE MANUFACTURING EXHIBIT	25,000
Total			► 3b	25,000

TY 2011 Accounting Fees Schedule

Name: FRANK M TAIT FOUNDATION

EIN: 31-6037499

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	11,060	5,530		5,530

**TY 2011 Investments Corporate
Bonds Schedule****Name:** FRANK M TAIT FOUNDATION**EIN:** 31-6037499

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CORPORATE BONDS	2,452,381	2,436,165

**TY 2011 Investments Corporate
Stock Schedule****Name:** FRANK M TAIT FOUNDATION**EIN:** 31-6037499

Name of Stock	End of Year Book Value	End of Year Fair Market Value
PREFERRED STOCK	1,237,953	1,207,998
EQUITIES	2,915,298	2,524,926

TY 2011 Investments - Other Schedule

Name: FRANK M TAIT FOUNDATION**EIN:** 31-6037499

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
CERTIFICATES OF DEPOSIT (OVER 1 YEAR MATURITIES)	AT COST	450,000	489,049
PROSHARES ULTRASHORT EURO FUND	AT COST	29,376	34,595

TY 2011 Other Assets Schedule

Name: FRANK M TAIT FOUNDATION**EIN:** 31-6037499

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
SHORT MARKET LIABILITY		-99,598	-171,610

TY 2011 Other Decreases Schedule

Name: FRANK M TAIT FOUNDATION**EIN:** 31-6037499

Description	Amount
COST BASIS ADJUSTMENTS - LIQUIDATION OF VANGUARD FUNDS	55,178

TY 2011 Other Expenses Schedule

Name: FRANK M TAIT FOUNDATION

EIN: 31-6037499

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OFFICE EXPENSE	3,656	804		2,852
STATE OF OHIO FILING FEE	200	0		0

TY 2011 Other Liabilities Schedule

Name: FRANK M TAIT FOUNDATION

EIN: 31-6037499

Description	Beginning of Year - Book Value	End of Year - Book Value
FEDERAL EXCISE TAX PAYABLE	993	6,793

TY 2011 Other Professional Fees Schedule

Name: FRANK M TAIT FOUNDATION**EIN:** 31-6037499

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT ADVISOR FEES	17,473	17,473		0

TY 2011 Taxes Schedule

Name: FRANK M TAIT FOUNDATION**EIN:** 31-6037499

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE TAX - ESTIMATES	2,800	0		0
FEDERAL EXCISE TAX - BALANCE DUE	6,793	0		0
FOREIGN TAXES	691	691		0