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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

OMB No 1545-0052

2011

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
GEORGE AND FRANCES BALL FOUNDATION

A Employer identification number
35-6033917

Number and street (or P O box number if mail is not delivered to street address) Room/suite
P O BOX 1408

B Telephone number (see page 10 of the instructions)

City or town, state, and ZIP code
MUNCIE, IN 47308

C If exemption application is pending, check here ▶ ☐
D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐
E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

H Check type of organization ☑ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 82,539,396

J Accounting method ☑ Cash ☐ Accrual
☐ Other (specify) _
(Part I, column (d) must be on cash basis.)

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))*

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	270	270	270	
	4	Dividends and interest from securities	2,139,030	2,139,030	2,139,030	
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	2,935,525			
	b	Gross sales price for all assets on line 6a 14,194,485				
	7	Capital gain net income (from Part IV, line 2)		2,935,525		
	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	5,074,825	5,074,825	2,139,300	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	42,000			42,000
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits	3,213			3,213
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	40,876	40,876	40,876	
	c	Other professional fees (attach schedule)	236,287	236,287	236,287	
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions)	149,960	33,331	33,331	
	19	Depreciation (attach schedule) and depletion	284	284	284	
	20	Occupancy	35,384			35,384
	21	Travel, conferences, and meetings	1,850	6	12	1,838
	22	Printing and publications				
	23	Other expenses (attach schedule)	3,358	3,358	3,358	
	24	**Total operating and administrative expenses.** Add lines 13 through 23	513,212	314,142	314,148	82,435
	25	Contributions, gifts, grants paid	3,900,100			3,900,100
	26	**Total expenses and disbursements.** Add lines 24 and 25	4,413,312	314,142	314,148	3,982,535
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	661,513			
	b	**Net investment income** (if negative, enter -0-)		4,760,683		
	c	**Adjusted net income** (if negative, enter -0-)			1,825,152	

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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets 1	Cash—non-interest-bearing			
2	Savings and temporary cash investments	2,020,401	1,097,669	1,097,669
3	Accounts receivable ▶ 7,979 Less allowance for doubtful accounts ▶	40	7,979	7,979
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			
10a	Investments—U S and state government obligations (attach schedule)	3,049,432	1,299,891	1,356,975
b	Investments—corporate stock (attach schedule)	52,950,162	54,308,769	63,097,825
c	Investments—corporate bonds (attach schedule)	13,856,760	15,824,248	16,978,416
11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)			
14	Land, buildings, and equipment basis ▶ 15,065 Less accumulated depreciation (attach schedule) ▶ 14,533	816	532	532
15	Other assets (describe ▶)		1	
16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	71,877,611	72,539,089	82,539,396
Liabilities 17	Accounts payable and accrued expenses	1,250	1,216	
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)	1		
23	**Total liabilities** (add lines 17 through 22)	1,251	1,216	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☑ **and complete lines 27 through 31.**			
27	Capital stock, trust principal, or current funds			
28	Paid-in or capital surplus, or land, bldg , and equipment fund	31,967,307	31,967,307	
29	Retained earnings, accumulated income, endowment, or other funds	39,909,053	40,570,566	
30	**Total net assets or fund balances** (see page 17 of the instructions)	71,876,360	72,537,873	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	71,877,611	72,539,089	

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	71,876,360
2	Enter amount from Part I, line 27a	2	661,513
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	72,537,873
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	72,537,873

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	See Additional Data Table			
b				
c				
d				
e				

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

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) 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	See Additional Data Table			
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	2,935,525
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	-5,992

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	3,825,874	81,276,742	0 04707
2009	4,425,642	75,039,084	0 05898
2008	4,983,695	90,306,961	0 05519
2007	4,682,875	102,961,125	0 04548
2006	4,672,356	97,011,929	0 04816

2	**Total** of line 1, column (d).	2	0 25488
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 05098
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4	86,638,217
5	Multiply line 4 by line 3.	5	4,416,470
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	47,607
7	Add lines 5 and 6.	7	4,464,077
8	Enter qualifying distributions from Part XII, line 4.	8	3,982,535

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 ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ________ **(attach copy of letter if necessary–see instructions)**			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b		1	95,214
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	
3	Add lines 1 and 2		3	95,214
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-		5	95,214
6	Credits/Payments			
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a 93,300		
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	93,300
8	Enter any **penalty** for underpayment of estimated tax Check here ☑ if Form 2220 is attached		8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	1,914
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	
11	Enter the amount of line 10 to be **Credited to 2012 estimated tax** ▶	**Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*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.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		No
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the 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*	8b	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)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
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 ▶BALL ASSOCIATES Telephone no ▶(765) 741-5500

Located at ▶P O BOX 1408 MUNCIE IN ZIP+4 ▶47308

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 |

			Yes	No
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		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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
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? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see page 20 of the instructions).	2b		No
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2011 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)*	3b		No
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))? ☐ **Yes** ☑ **No**

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

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

(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ **Yes** ☑ **No**

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ **Yes** ☑ **No**

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **5b** **No**

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? ☐ **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** **No**

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? **7b** **No**

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 ▶

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE".

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
NONE		

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

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

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments** (see page 23 of the instructions)

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

Total. Add lines 1 through 3. . . . . ▶

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	87,929,838
b	Average of monthly cash balances	1b	27,743
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	87,957,581
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	
3	Subtract line 2 from line 1d	3	87,957,581
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	1,319,364
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	86,638,217
6	**Minimum investment return.** Enter 5% of line 5	6	4,331,911

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	4,331,911
2a	Tax on investment income for 2011 from Part VI, line 5 — 2a: 95,214		
b	Income tax for 2011 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	95,214
3	Distributable amount before adjustments Subtract line 2c from line 1	3	4,236,697
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	4,236,697
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	4,236,697

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	3,982,535
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	3,982,535
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	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	3,982,535

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				4,236,697
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only.			3,714,953	
b Total for prior years 20___ , 20___ , 20___				
3 Excess distributions carryover, if any, to 2011				
a From 2006.				
b From 2007.				
c From 2008.				
d From 2009.				
e From 2010.				
f **Total** of lines 3a through e.				
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ $ 3,982,535				
a Applied to 2010, but not more than line 2a			3,714,953	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .	0			
d Applied to 2011 distributable amount.				267,582
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2011 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . .				
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				3,969,115
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2007. . . .				
b Excess from 2008. . . .				
c Excess from 2009. . . .				
d Excess from 2010. . . .				
e Excess from 2011. . . .				

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 ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2011	**(b)** 2010	**(c)** 2009	**(d)** 2008	
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

KRIS GROSS
PO BOX 1408
MUNCIE, IN 47308
(765) 741-5500

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

DESCRIPTION OF PROJECT, BUDGET, COPY OF IRS EXEMPTION LETTER

c Any submission deadlines

APPLICATIONS ACCEPTED ANYTIME

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

MIDWEST & EDUCATIONAL MAJOR AREAS OF SUPPORT

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* See Additional Data Table				
Total . . . . ▶ **3a**				3,900,100
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

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	270	
4 Dividends and interest from securities. . . .			14	2,139,030	
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	2,935,525	
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). .				5,074,825	

13 **Total.** Add line 12, columns (b), (d), and (e). 13 5,074,825

(See worksheet in line 13 instructions on page 28 to verify calculations)

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

Line No.	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions)

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)		No
(2) Other assets	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		No
(3) Rental of facilities, equipment, or other assets	1b(3)		No
(4) Reimbursement arrangements	1b(4)		No
(5) Loans or loan guarantees	1b(5)		No
(6) Performance of services or membership or fundraising solicitations	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		No

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

(a) Line No	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☑ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge

****** | 2012-05-10 | ******

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's Signature	Date	Check if self-employed ☐	PTIN
TAMARA S PHILLIPS CPA			
Firm's name ▶ Ball Associates		Firm's EIN ▶	
Firm's address ▶ 222 S Mulberry Street Muncie, IN 473052802		Phone no (765) 741-5500	

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

Additional Data

Software ID:	11000144
Software Version:	2011v1.2
EIN:	35-6033917
Name:	GEORGE AND FRANCES BALL FOUNDATION

Form 990PF - Special Condition Description:

Special Condition Description

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
400,000 FHLB - 2 000% - 12-3-15 - Called	P	2011-06-16	2011-06-29
500,000 Federal Farm Cr Bank - 2 950%-4/27/15	P	2010-06-29	2011-04-27
4,000 Wells Fargo & Co	P	1996-12-13	2011-04-25
2,000 Wells Fargo & Co	P	1996-12-13	2011-03-01
4,000 Wells Fargo & Co	P	1996-12-13	2011-02-18
2,000 Wells Fargo & Co	P	1996-12-13	2011-02-03
5,000 Wal Mart Stores Inc	P	1990-08-10	2011-06-15
4,000 Verizon Communications	P	1990-10-26	2011-06-15
105,983 802 Vanguard Total Bond Mkt SC- LTG	P	2010-01-01	2011-12-27
72,535 232 Vanguard Short Term Invest Adm Class-LTG	P	2010-01-01	2011-03-24
67,516 015 Vanguard Inflation Prot Adm Cl - LTG	P	2010-01-01	2011-12-29
3,000 US Bancorp Del Com	P	2010-01-01	2011-08-29
2,000 US Bancorp Del Com	P	2005-09-23	2011-06-15
2,000 US Bancorp Del Com	P	2004-12-16	2011-06-15
2,000 United Technologies Corporation	P	1981-10-01	2011-06-16
United Health Group Inc Class Action	P	2010-01-01	2011-03-24
4,000 Sysco Corporation	P	1995-09-15	2011-06-15
22,000 Staples Inc	P	2010-01-01	2011-04-25
6,100 Southern Company	P	2010-01-01	2011-03-11
7,900 Southern Company	P	2010-01-01	2011-03-11
408,901 74 SMA Guar Pool 5 110% 4-1-25	P	2008-09-02	2011-10-03
441,821 70 SMA Guar Pool - 5 110% - 4-1-25	P	2008-09-02	2011-04-01
2,500 Schlumberger Ltd	P	1998-02-12	2011-04-13
5,000 Robert Half International	P	2010-01-01	2011-04-25
800 Procter & Gamble Co	P	2010-01-01	2011-12-20
1,700 Procter & Gamble Co	P	2010-01-01	2011-04-25
800 Procter & Gamble Co	P	2001-06-13	2011-04-25
Proceeds frm Class Action Suit-Sara Lee	P	2010-01-01	2011-11-29
4,100 Pfizer Inc	P	2009-10-19	2011-03-11
2,600 Pfizer Inc	P	2009-10-19	2011-03-11

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
8,865 Pfizer Inc	P	2010-01-01	2011-03-11
3,800 Pfizer Inc	P	2010-01-01	2011-03-11
2,500 Pfizer Inc	P	2010-01-01	2011-03-11
4,000 Pfizer Inc	P	2010-01-01	2011-03-11
2,100 Pepsico	P	1990-10-29	2011-06-10
970 Pepsico	P	2002-07-19	2011-06-10
730 Pepsico	P	2003-02-27	2011-06-10
200 Pepsico	P	2003-01-29	2011-06-10
3,000 Nvidia Corporation	P	2006-09-22	2011-03-21
48,699 602 Nuveen Midcap Growth- LTG	P	2010-01-01	2011-12-20
56,780 207 Northern Small Cap Value - LTG	P	2010-01-01	2011-12-21
10,000 MSCI EAFE SPDR	P	2010-01-01	2011-09-21
7,000 MSCI EAFE	P	2010-01-01	2011-05-13
4,000 Microsoft Corporation	P	2010-01-01	2011-04-25
4,000 Masco Corporation	P	2010-01-01	2011-12-12
Lucent Technologies Class Action	P	2010-01-01	2011-10-31
7,000 Lowe's Companies	P	1998-07-16	2011-04-25
2,000 JP Morgan Chase	P	1992-02-27	2011-11-02
2,500 JP Morgan Chase	P	1992-02-27	2011-08-29
1,500 JP Morgan Chase	P	1992-02-27	2011-06-15
3,500 Johnson & Johnson	P	1990-10-26	2011-06-10
3,000 Johnson & Johnson	P	1990-10-26	2011-03-21
2,000 J P Morgan Chase & Co	P	1992-02-27	2011-03-21
3,000 J P Morgan Chase & Co	P	1992-02-27	2011-02-03
4,000 Intel Corporation	P	1993-04-14	2011-04-25
3,000 Intel Corporation	P	1993-04-14	2011-03-18
3,000 Intel Corporation	P	1993-04-14	2011-02-03
600 IBM Corporation	P	2000-12-26	2011-06-15
1,000 IBM Corporation	P	2010-01-01	2011-04-25
900 Hewlett Packard Co	P	2010-01-01	2011-06-14

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
7,100 Hewlett Packard Co	P	1996-10-28	2011-06-14
1,400 Graco Inc	P	2007-12-07	2011-04-28
24,400 General Electric Co	P	1982-10-19	2011-03-11
600 General Electric Co	P	1982-10-19	2011-03-11
21,841 344 Franklin Small Cap Value - LTG	P	2010-01-01	2011-12-20
143,226 75 FNMA PTP 5 000% 6-1-18	P	2005-03-17	2011-03-25
139,637 33 FNMA PTP - 5 000%-6-1-18	P	2005-03-17	2011-04-25
115,533 69 FNMA PTP - 5 000% 6-1-18	P	2005-03-17	2011-11-25
118,673 98 FNMA PTP - 5 000% 6-1-18	P	2005-03-17	2011-10-25
122,242 5 FNMA PTP - 5 000% 6-1-18	P	2005-03-17	2011-09-26
112,174 3 FNMA PTP - 5 000% 6/1/18	P	2005-03-17	2011-12-27
147,377 1 FNMA PTP - 5 000% 6/1/18	P	2005-03-17	2011-02-25
125,371 29 FNMA PTP - 5 000% - 6-1-18	P	2005-03-17	2011-08-25
128,326 04 FNMA PTP - 5 000% - 6-1-18	P	2005-03-17	2011-07-25
131,705 59 FNMA PTP - 5 000% - 6-1-18	P	2005-03-17	2011-06-27
135,664 78 FNMA PTP - 5 000% - 6-1-18	P	2005-03-17	2011-05-25
152,475 81 FNMA PTP - 5 000% - 6/1/18	P	2005-03-17	2011-01-25
1,500 First Merchants Corporation	P	1982-04-29	2011-12-14
1,500 First Merchants Corporation	P	1982-04-29	2011-11-08
4,000 First Merchants Corporation	P	1982-04-29	2011-07-01
4,000 First Merchants Corporation	P	1982-04-29	2011-05-13
4,000 First Merchants Corporation	P	1982-04-29	2011-05-10
2,500 First Merchants Corporation	P	1982-04-29	2011-02-15
3,000 First Merchants Corporation	P	1982-04-29	2011-01-28
2,000 First Merchants Corporation	P	1982-04-29	2011-01-18
2,000 First Merchants Corporation	P	1982-04-29	2011-01-06
1,500 First Merchants Corporation	P	1982-04-29	2011-01-05
27,863 777 Fidelity Diversified Intl Class	P	2010-01-01	2011-06-20
35,756 853 Fidelity Diversified Intl Class	P	2010-01-01	2011-05-16
Federated Total Return Bond - LTCG	P	2010-01-01	2011-12-31

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
259,151 85 FHLMC FHR 3203 VA CMO-5 000%-8/15/17	P	2007-12-06	2011-04-15
264,857 8 FHLMC FHR 3203 VA CMO-5 000%-8/15/17	P	2007-12-06	2011-02-15
235,847 59 FHLMC FHR 3203 VA CMO-5 000% 8/15/17	P	2007-12-06	2011-12-15
267693 03 FHLMC FHR 3203 VA CMO-5 000% - 8/15/17	P	2007-12-06	2011-01-18
247,596 61 FHLMC FHR 3203 VA CMO 5 000% 8-17	P	2007-12-06	2011-08-15
241,746 53 FHLMC FHR 3203 VA CMO 5 000% 8-15-17	P	2007-12-06	2011-10-17
19,022 50 FHLMC FHR 3203 VA CMO - 5 000% 8/15/17	P	2007-12-06	2011-11-15
250,503 46 FHLMC FHR 3203 VA CMO - 5 000% 8/15/17	P	2007-12-06	2011-07-15
244,677 65 FHLMC FHR 3203 VA 5 000% - 8-15-17	P	2007-12-06	2011-09-15
262,010 76 FHLMC FHR 3203 VA 5 000% - 8-15-17	P	2007-12-06	2011-03-15
256,281 03 FHLMC FHR 3203 - 5 000% 8-15-17	P	2007-12-06	2011-05-16
253,398 25 FHLMC FHR 3203 - 5 000% - 8-15-17	P	2007-12-06	2011-06-15
45,886 23 FHLMC CMO FHRR R004-5 125%-12/15/13	P	2006-06-26	2011-03-15
21,694 65 FHLMC CMO FHRR R004-5 125% 12-15-13	P	2006-06-26	2011-10-17
41,478 7 FHLMC CMO FHRR R004-5 125% - 12/15/13	P	2006-06-26	2011-04-15
15,629 63 FHLMC CMO FHRR R004 - 5 125% 12/15/13	P	2006-06-26	2011-12-15
55130 10 FHLMC CMO FHRR R004 - 5 125% 12/15/13	P	2006-06-26	2011-01-18
50,327 42 FHLMC CMO FHRR R004 - 5 125% - 12/15/13	P	2006-06-26	2011-02-15
25,014 72 FHLMC CMO FHRR 5 125% 12-15-13	P	2006-06-26	2011-09-15
27,804 76 FHLMC CMO FHRR 5 125% - 12-15-13	P	2006-06-26	2011-08-15
34,202 70 FHLMC CMO FHRR 5 125% - 12-15-13	P	2006-06-26	2011-06-15
19,022 50 FHLMC CMO FHRR - 5 125% 12/15/13	P	2006-06-26	2011-11-15
37,489 38 FHLMC CMO FHRR 5 125% - 12-15-13	P	2006-06-26	2011-05-16
30,971 94 FHLMC CMO FHRR - 5 125% - 12/15/13	P	2006-06-26	2011-07-15
171,356 88 FHLMC CMO FHR 5 500% 10-15-30	P	2006-03-07	2011-10-17
196,488 97 FHLMC CMO FHR 5 500% 10-15-30	P	2006-03-07	2011-08-15
183,890 13 FHLMC CMO FHR 5 500% - 10-15-30	P	2006-03-07	2011-09-15
260,479 27 FHLMC CMO FHR 3033-5 500% -10/15-30	P	2006-03-07	2011-03-15
247,547 25 FHLMC CMO FHR 3033 5 500%-10/15/30	P	2006-03-07	2011-04-15
286546 66 FHLMC CMO FHR 3033 5 500% 10/15/30	P	2006-03-07	2011-01-18

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
221,884 85 FHLMC CMO FHR 3033 - 5 500% 10/15/30	P	2006-03-07	2011-06-15
146,485 86 FHLMC CMO FHR - 5 500% 10/15/30	P	2006-03-07	2011-12-15
158,888 00 FHLMC CMO FHR - 5 500% 10/15/30	P	2006-03-07	2011-11-15
234,682 56 FHLMC CMO FHR - 5 500% - 10-15-30	P	2006-03-07	2011-05-16
209,153 77 FHLMC CMO FHR - 5 500% - 10/15/30	P	2006-03-07	2011-07-15
273,478 95 FHLMC CMO FHR - 5 500% - 10/15/30	P	2006-03-07	2011-02-15
250,000 FHLB - 5 500% 9-8-16	P	2006-08-30	2011-09-08
500,000 FHLB - 4 250% - 6-10-11 - Matured	P	2008-08-18	2011-06-10
750,000 FHLB - 4 080% - 2/11/15 - Called	P	2008-01-30	2011-02-11
1,500 Exxon Mobil Corporation	P	1982-04-29	2011-04-13
80 Exxon Mobil Corporation	P	2002-07-19	2011-03-18
1,420 Exxon Mobil Corporation	P	1982-04-29	2011-03-18
Enron Corp Class Action	P	2010-01-01	2011-03-24
2,000 Emerson Electric	P	1992-06-01	2011-08-29
200 Emerson Electric	P	1992-06-01	2011-04-25
2,100 Emerson Electric	P	2010-01-01	2011-04-25
1,700 Emerson Electric	P	2010-01-01	2011-04-25
2,000 Eli Lilly & Co	P	2010-01-01	2011-03-11
2,000 Eli Lilly & Co	P	1997-09-11	2011-02-18
4,000 Eli Lilly & Co	P	1997-09-11	2011-02-01
2,000 DuPont E I De Nemours	P	2005-03-16	2011-06-15
3,000 Danaher Corporation	P	2005-12-21	2011-06-15
4,000 ConocoPhillips	P	2010-01-01	2011-03-21
3,000 Chevron Corporation	P	2010-01-01	2011-04-21
3,000 Chevron Corporation	P	1996-11-15	2011-03-21
42,760 698 Black Rock Small Cap Growth- LTG	P	2010-01-01	2011-12-08
1,000 Ball Corporation	P	1982-04-29	2011-01-18
2,500 Automatic Data Processing	P	2010-01-01	2011-12-12
1,000 Automatic Data Processing	P	2010-01-01	2011-11-02
500 Automatic Data Processing	P	2000-03-23	2011-04-25

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
1,000 Automatic Data Processing	P	2010-01-01	2011-04-25
1,050 Automatic Data Processing	P	2010-01-01	2011-04-25
1,450 Automatic Data Processing	P	2010-01-01	2011-04-25
6,000 AT&T Inc	P	2010-01-01	2011-06-15
116,247 541 Artisan Midcap Value - LTG	P	2010-01-01	2011-12-20
2,600 Abbot Labs	P	2010-01-01	2011-12-12

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
400,000		400,000	
500,000		505,992	-5,992
114,198		60,814	53,384
63,919		30,407	33,512
130,187		60,814	69,373
65,237		30,407	34,830
260,522		52,787	207,735
140,249		114,415	25,834
3,285			3,285
2,108			2,108
2,363			2,363
68,729		86,543	-17,814
47,605		57,840	-10,235
47,605		60,078	-12,473
168,680		22,609	146,071
5,474			5,474
121,404		36,345	85,059
448,699		436,398	12,301
234,156		163,483	70,673
303,251		228,178	75,073
20,434		20,178	256
32,920		32,508	412
214,902		74,115	140,787
155,786		119,079	36,707
52,551		12,153	40,398
107,081		38,105	68,976
50,391		25,818	24,573
10			10
79,288		72,673	6,615
50,280		46,085	4,195

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
171,435		237,734	-66,299
73,486		118,505	-45,019
48,346		83,745	-35,399
77,354		142,884	-65,530
145,038		49,736	95,302
66,994		35,289	31,705
50,418		27,893	22,525
13,813		7,902	5,911
52,624		60,055	-7,431
77,223			77,223
1,391			1,391
493,382		759,614	-266,232
423,632		550,979	-127,347
101,838		111,663	-9,825
35,959		71,609	-35,650
29			29
184,607		78,506	106,101
66,981		57,398	9,583
92,873		71,748	21,125
60,569		43,049	17,520
231,723		50,052	181,671
176,367		42,901	133,466
90,878		57,398	33,480
135,600		86,097	49,503
87,681		19,564	68,117
59,849		14,673	45,176
64,289		14,673	49,616
96,977		52,564	44,413
167,678		91,982	75,696
31,362		14,193	17,169

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
247,411		165,208	82,203
70,967		54,989	15,978
487,478		46,941	440,537
11,987		1,169	10,818
38,709			38,709
3,589		3,612	-23
3,973		3,997	-24
3,359		3,380	-21
3,140		3,160	-20
3,569		3,591	-22
3,278		3,298	-20
4,150		4,176	-26
3,129		3,148	-19
2,955		2,973	-18
3,380		3,401	-21
3,959		3,984	-25
5,099		5,131	-32
12,701		2,003	10,698
12,660		2,003	10,657
35,824		5,342	30,482
35,919		5,341	30,578
37,001		5,341	31,660
22,581		3,338	19,243
27,134		4,006	23,128
18,301		2,671	15,630
18,036		2,671	15,365
13,617		2,003	11,614
450,000		686,733	-236,733
600,000		931,685	-331,685
4,289			4,289

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
2,871		2,874	-3
2,847		2,851	-4
2,968		2,972	-4
2,835		2,839	-4
2,919		2,923	-4
2,943		2,947	-4
2,956		2,959	-3
2,907		2,910	-3
2,931		2,935	-4
2,859		2,862	-3
2,883		2,886	-3
2,895		2,898	-3
4,408		4,305	103
2,672		2,610	62
3,989		3,896	93
3,158		3,084	74
4,803		4,691	112
4,441		4,338	103
3,320		3,243	77
2,790		2,725	65
3,231		3,156	75
3,393		3,314	79
3,287		3,210	77
3,167		3,093	74
12,468		12,437	31
12,599		12,567	32
12,533		12,502	31
12,932		12,900	32
12,865		12,833	32
13,068		13,035	33

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
12,731		12,699	32
13,256		13,223	33
12,403		12,372	31
12,798		12,766	32
12,665		12,633	32
13,000		12,967	33
250,000		250,000	
500,000		500,000	
750,000		750,000	
124,213		20,560	103,653
6,532		1,097	5,435
115,941		21,061	94,880
9,816			9,816
92,901		39,094	53,807
11,681		3,909	7,772
122,653		44,498	78,155
99,290		55,756	43,534
69,555		130,462	-60,907
69,179		136,529	-67,350
139,451		273,058	-133,607
99,070		103,460	-4,390
155,054		83,378	71,676
310,223		108,634	201,589
323,280		113,127	210,153
314,369		113,838	200,531
25,732			25,732
70,625		2,058	68,567
128,848		105,619	23,229
50,842		42,900	7,942
26,580		22,897	3,683

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
53,159		46,907	6,252
55,817		50,233	5,584
77,081		72,789	4,292
181,438		121,428	60,010
130,534			130,534
139,925		110,688	29,237

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** 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	
			-5,992
			53,384
			33,512
			69,373
			34,830
			207,735
			25,834
			3,285
			2,108
			2,363
			-17,814
			-10,235
			-12,473
			146,071
			5,474
			85,059
			12,301
			70,673
			75,073
			256
			412
			140,787
			36,707
			40,398
			68,976
			24,573
			10
			6,615
			4,195

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** 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	
			-66,299
			-45,019
			-35,399
			-65,530
			95,302
			31,705
			22,525
			5,911
			-7,431
			77,223
			1,391
			-266,232
			-127,347
			-9,825
			-35,650
			29
			106,101
			9,583
			21,125
			17,520
			181,671
			133,466
			33,480
			49,503
			68,117
			45,176
			49,616
			44,413
			75,696
			17,169

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** 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	
			82,203
			15,978
			440,537
			10,818
			38,709
			-23
			-24
			-21
			-20
			-22
			-20
			-26
			-19
			-18
			-21
			-25
			-32
			10,698
			10,657
			30,482
			30,578
			31,660
			19,243
			23,128
			15,630
			15,365
			11,614
			-236,733
			-331,685
			4,289

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** 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	
			-3
			-4
			-4
			-4
			-4
			-4
			-3
			-3
			-4
			-3
			-3
			-3
			103
			62
			93
			74
			112
			103
			77
			65
			75
			79
			77
			74
			31
			32
			31
			32
			32
			33

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** 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	
			32
			33
			31
			32
			32
			33
			103,653
			5,435
			94,880
			9,816
			53,807
			7,772
			78,155
			43,534
			-60,907
			-67,350
			-133,607
			-4,390
			71,676
			201,589
			210,153
			200,531
			25,732
			68,567
			23,229
			7,942
			3,683

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** 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	
			6,252
			5,584
			4,292
			60,010
			130,534
			29,237

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
TAMARA S PHILLIPS 7290 W CR 200 S YORKTOWN,IN 47396	Treasurer 4 00	0		
NORMAN E BECK 3708 ALLEN COURT MUNCIE,IN 47304	Executive Direc 20 00	42,000	3,213	
THOMAS C BRACKEN 1713 N NORTH PARK AVE APT 3 CHICAGO,IL 60614	Director 1 00	0		
RONALD K FAUQUHER 9001 W LONEBEECH DRIVE MUNCIE,IN 47304	Director 1 00	0		
JON H MOLL 2308 W WILSHIRE ROAD MUNCIE,IN 47304	Director 1 00	0		
ROBERT M SMITSON 5200 W PINERIDGE RD MUNCIE,IN 47304	DIRECTOR 1 00	0		
STEFAN S ANDERSON 2705 W TWICKINGHAM DRIVE MUNCIE,IN 47304	VP & Director 1 00	0		
JOAN McKEE 1012 N BRIAR ROAD MUNCIE,IN 47304	Secretary & Dir 1 00	0		
DOUGLAS J FOY PO BOX 1515 MUNCIE,IN 47308	Asst Treasurer 1 00	0		
JOSEPH F WIESE 5915 FIFE TRAIL CARMEL,IN 46033	Director 1 00	0		
FRANK A BRACKEN 5150 PLANTATION DRIVE INDIANAPOLIS,IN 46250	PRESIDENT & DIR 2 00	0		

Form 990PF Part XV Line 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*				
MUNCIE COMMUNITY SCHOOLS - SOUTHVIEW2100 S FRANKLIN STREET MUNCIE,IN 47302	NA	PC	SMART BOARDS FOR 30 CLASSROOMS	87,650
MUNCIE CHILDRENS MUSEUM 515 S HIGH STREET MUNCIE,IN 47305	N/A	PC	RENOVATIONS OF TOT SPOT	25,000
LEAD-ECI1208 W WHITE RIVER BLVD STE 100 MUNCIE,IN 47303	N/A	PC	ENGAGEMENT IN THE NEXT SEASON	7,000
IVY TECH FOUNDATION4301 S COWAN RD MUNCIE,IN 47302	NA	EOF	ACADEMIC SUCCESS CENTER	200,000
DELAWARE COUNTY SHERIFFS OFFICE100 WEST WASHINGTON ST MUNCIE,IN 47305	NA	PC	D A R E PROGRAM	2,500
DELAWARE COUNTY SOIL & WATER CONSERVATIO3641 N BRIARWOOD LANE MUNCIE,IN 47304	N/A	PC	PRAIRIE CREEK CONNECTOR TRAIL	25,000
CORNERSTONE CENTER FOR THE ARTS520 E MAIN ST MUNCIE,IN 47305	NA	PC	GENERAL OPERATIONS	50,000
BOYS & GIRLS CLUB OF MUNCIE 1710 S MADISON ST MUNCIE,IN 47302	NA	PC	EDUCATION PROGRAM - POWER HOUR	7,500
MOTIVATE OUR MINDSPO BOX 384 MUNCIE,IN 47308	N/A	PC	RECREATIONAL LEARNING SITE	25,000
FELLOWSHIP OF CHRISTIAN ATHLETES576 GEIGER DR SUITE B ROANOKE,IN 46783	N/A	PC	FULL-TIME STAFF PERSON	10,000
MUNCIE CIVIC THEATER216 E MAIN STREET MUNCIE,IN 47305	N/A	PC	UNDERWRITE SCRIPTS/ROYALTIES/MUSIC	16,250
ARTS PLACE INCPO BOX 804 PORTLAND,IN 47371	N/A	PC	MUSICWORKS PROGRAM	40,000
SECOND HARVEST FOOD BANK 6621 N OLD ST RD 3 MUNCIE,IN 47303	N/A	PC	ADDITIONAL FRESH PRODUCE	10,000
COMMUNITY FDTN OF MUNCIE & DELAWARE COPO BOX 807 MUNCIE,IN 47308	NA	PC	TUHEY PARK & POOL	25,000
BOY SCOUTS OF AMERICA300 S WALNUT ST MUNCIE,IN 47305	N/A	PC	MORE SCOUTS, MORE WAYS	25,000
VSA OF INDIANA4105 NORTH WALNUT STREET MUNCIE,IN 47303	N/A	PC	WEEKLY ART ACTIVITIES	6,000
UNITED WAY OF DELAWARE COUNTY INCPO BOX 968 MUNCIE,IN 47308	N/A	PC	ANNUAL CAMPAIGN	200,000
TEAMWORK FOR QUALITY LIVINGPO BOX 468 MUNCIE,IN 47308	N/A	PC	HELP PROGRAM GRADUATES WITH EMPLOYMENT	23,000
RED-TAIL CONSERVANCY INCPO BOX 8 MUNCIE,IN 47308	N/A	PC	OPERATIONS/LIVING LIGHTLY	20,000
MUNCIE SYMPHONY ORCHESTRA 1419 WEST MARSH STREET MUNCIE,IN 47306	N/A	PC	OPERATIONS & PICNIC & POPS EVENT	44,000
MINNETRISTA CULTURAL FOUNDATION INC1200 N MINNETRISTA PARKWAY MUNCIE,IN 47303	N/A	POF	OPERATIONS	1,130,700
KEUKA COLLEGE141 CENTRAL AVE KEUKA PARK,NY 14478	N/A	PC	GEORGE HARVEY BALL SCHOLARSHIP	50,000
JR ACHIEVEMENT OF CENTRAL INDIANA7435 N KEYSTONE AVENUE INDIANAPOLIS,IN 46240	N/A	PC	IN-SCHOOL PROGRAMS-MUNCIE COMM	3,500
INDIANA COUNCIL FOR ECONOMIC EDUCATION615 WEST STATE STREET WEST LAFAYETTE,IN 47907	N/A	PC	ECON CAMP	10,000
GREATER MUNCIE IN HABITAT FOR HUMANITYPO BOX 1119 MUNCIE,IN 47308	N/A	PC	25TH ANNIVERSARY - HOPE FOR 25 FAMILIES	20,000
FISHTOWN PRESERVATION SOCIETY INCPO BOX 721 LELAND,MI 49665	N/A	PC	LAND PRESERVATION IN LELAND, MI	50,000
ENERGIZE - ECIPO BOX 1912 MUNCIE,IN 47308	N/A	PC	EB-5 VISA REGIONAL CENTER SUPPORT	55,000
DELAWARE ADVANCEMENT CORPORATIONPO BOX 842 MUNCIE,IN 47308	N/A	PC	VISION 2011 AND BUSINESS EDUCATION PARTNERSHIP PROJECT	75,000
COLLEGE MENTORS FOR KIDS 212 W 10TH STREET INDIANAPOLIS,IN 46202	N/A	PC	BSU CHAPTER FOR PROGRAMMING	5,000
CHRISTIAN MINISTRIES OF DELAWARE COUNTYPO BOX 1088 MUNCIE,IN 47308	N/A	PC	SLEEPING ROOM	15,000

Form 990PF Part XV Line 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*				
BALL STATE UNIVERSITY FOUNDATIONDEPARTMENT OF JOURNALISM MUNCIE,IN 47306	N/A	EOF	MIDWEST WRITER'S WORKSHOP	5,000
BALL STATE UNIVERSITY FOUNDATIONPO BOX 672 MUNCIE,IN 47306	N/A	EOF	BOWEN CENTER FOR PUBLIC AFFAIRS	15,000
BALL STATE UNIVERSITY FOUNDATIONPO BOX 672 MUNCIE,IN 47308	N/A	EOF	IMMERSIVE LEARNING/HONOR COLLEGE	1,617,000
Total . . . . ▶ **3a**				3,900,100

TY 2011 Accounting Fees Schedule

Name: GEORGE AND FRANCES BALL FOUNDATION
EIN: 35-6033917
Software ID: 11000144
Software Version: 2011v1.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BALL ASSOCIATES	40,876	40,876	40,876	0

TY 2011 Investments Corporate Bonds Schedule

Name: GEORGE AND FRANCES BALL FOUNDATION

EIN: 35-6033917

Software ID: 11000144

Software Version: 2011v1.2

Name of Bond	End of Year Book Value	End of Year Fair Market Value
FT WAYNE AIR-ALLEN CNTY TAX 1-20	202,648	222,566
UTAH ST RECAP TAX 7-19	256,725	281,717
SOUTH BEND REDEV AUTH TAX 8-15	345,000	350,565
ROYAL BANK OF CANADA 1-22	200,000	204,540
BECTON DICKINSON 3.25% 11-20	235,118	258,902
WAL-MART STORES 2-19	259,063	280,098
200000 KNOX CNTY OH LTD 12-19	200,000	211,618
300000 ARKANSAS WATER & WASTE DISP 7-18	301,857	331,050
260000 HAMILTON SE SCH 1-18	262,405	274,625
250000 EVANSVILLE SEWER WKS 7-17	250,000	267,795
300000 MARYLAND ST DOT 6-17	300,915	326,607
320000 BRUNSWICK CO NC 4-17	320,000	354,550
IPS MULTI SCB TAXABLE 1-17	400,000	431,692
JOHNSON CO ECON DEV 12-16	250,000	266,402
HARLINGEN TEX SCH BAB 8-16	360,000	375,023
WAUKESHA CNTY WI 4-14	452,457	467,532
VANGUARD SHORT TERM INVEST ADMIRAL	1,056,385	1,050,988
VANGUARD TOTAL BOND MARKET SIGNAL CLASS	1,150,000	1,165,822
FEDERATED TOTAL RETURN BOND	900,000	918,118
400,000 INDIANA UNIVERSITY COP TAXABLE	401,600	437,352
400,000 IVY TECH COLLEGE TAXABLE	400,000	442,648
150,000 PURDUE UNIVERSITY COP TAXABLE	150,000	166,820
430,000 LAKE GENEVA WISC SCH TAXABLE	430,000	467,578
245,000 FAIRFIELD CO SC GO TAXABLE	245,000	269,939
250,000 PRAXAIR 9-15	250,937	267,432
VANGUARD INFLATION PROTECTED	1,560,000	1,870,869
500000 LOWES COMPANIES 10-15	482,765	560,390
500000 ABBOTT LABORATORIES 3-14	496,316	540,725
500000 BERKSHIRE HATHAWAY 5-13	503,550	525,920
750000 PAR TARGET CORP NOTES 6-13	468,906	497,947
600000 PAR PROCTER & GAMBLE 8-14	598,818	665,730
300000 PAR OKLA CITY OK TAXABLE-FA 10-12	297,321	309,498
600000 PAR JP MORGAN CHASE & CO	600,156	622,404
265456 PAR FED NATL MTG ASN PTP 6-18	109,577	117,618
350000 PAR FEDERAL HOME LN MTG CP 10-30	132,897	134,474
332319 PAR FEDERAL HOME LOAN MTG 8-17	233,171	255,951
193575 PAR FEDERAL HOME LOAN MTG 12-13	12,181	12,516
750000 PAR CONOCOPHILLIPS CORP	748,480	772,395

TY 2011 Investments Corporate Stock Schedule

Name: GEORGE AND FRANCES BALL FOUNDATION
EIN: 35-6033917
Software ID: 11000144
Software Version: 2011v1.2

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MFS NEW DISCOVERY INTL	1,150,000	994,096
AMERICAN EROPACIFIC GROWTH	500,000	422,503
FRANKLIN SMALL CAP VALUE	1,030,000	919,957
COVIDIEN ADR	163,730	135,030
MATERIALS SECTOR SPDR	152,560	134,000
XYLEM INC	298,805	256,900
TARGET CORP	164,640	179,270
OWENS & MINOR INC	101,706	100,044
OMNICOM GROUP	108,955	133,740
HENRY JACK & ASSOCIATES	282,509	302,490
FLOWERS FOOD INC	175,573	185,055
EXELIS INC	129,085	90,500
CULLEN FROST BANKERS	175,092	158,730
BUCKLE INC	189,123	183,915
NOBLE CORPORATION	169,158	120,880
ITT CORPORATION	99,717	96,650
HCC INSURANCE HLDGS	311,166	302,500
BED BATH & BEYOND	306,241	434,775
ADOBE SYSTEMS INC	267,380	262,911
TRANSOCEAN LTD	195,812	95,975
NORTHERN SMALL CAP VALUE	550,000	851,135
S&P 600 SMALL CAP GROWTH ISHARES	908,044	1,039,974
S&P 600 SMALL CAP VALUE ISHARES	1,033,936	1,092,442
ISHARES S&P SMALL CAP 600	149,795	233,586
VF CORP	273,213	546,057
3M COMPANY	149,476	163,460
JM SMUCKER COMPANY	328,604	469,020
MDU RES GROUP INC	352,100	397,010
ECOLAB INC	245,639	416,232
DONALDSON INC	162,289	374,440
CHUBB CORP	380,847	588,370
BECTON DICKINSON & CO	380,327	373,600
BAXTER INTERNATIONAL INC	260,856	272,140
BAKER HUGHES INC	311,334	389,120
APACHE CORP	338,905	317,030
ALLIANT CORP	253,109	419,045
VANGUARD FTSE ALL WORLD EXUS ETF	4,428,173	3,580,990
BLACK ROCK SMALL CAP GROWTH	900,000	942,873
S&P 400 MIDCAP VALUE ISHARES	1,805,227	1,948,127
S&P 400 MIDCAP GROWTH ISHARES	1,775,180	2,057,533
COLUMBIA MIDCAP VALUE	1,200,000	1,236,424
ROBERT HALF INTERNATIONAL		
NORTHERN TR CORP	379,046	237,960
ENDO PHARM HLDG INC	230,910	328,035
BEST BUY COMPANY INC	323,378	198,645
BANK OF NEW YORK MELLON CORP	327,232	199,100
VANGUARD INTL GROWTH	3,450,000	2,809,010
MSCI EAFE INDEX ISHARES	727,957	515,112
FID ADV DIV INTL FUND	1,281,582	786,553
DODGE & COX INTERNATIONAL STOCK	4,945,000	3,217,990
ISHARES RUSSELL 2000	600,084	574,144
S&P 400 MIDCAP SPDR	549,694	578,151
NUVEEN MIDCAP GROWTH	1,900,000	1,994,249
ARTISAN MID CAP VALUE FUND	2,220,000	2,290,077
WELLS FARGO & CO		
WAL-MART STORES	68,623	388,440
VERIZON COMMUNICATIONS	225,311	401,200
VECTREN CORP	335,949	423,220
UNITED TECHNOLOGIES	158,266	1,023,260
US BANCORP DEL	357,972	351,650
SYSCO CORP	145,380	469,280
STRYKER CORP	503,098	521,955
STAPLES INC		
SOUTHERN CO		
SCHLUMBERGER LTD	326,731	853,875
MSCI ACWI SPDR	3,285,285	2,374,418
PROCTOR & GAMBLE	177,743	780,507
T ROWE PRICE GROUP INC	464,322	854,250
PFIZER INC		
PEPSICO INC	260,521	729,850
ORACLE CORP	263,720	333,450
NVIDIA CORP	266,428	249,480
MICROCHIP TECHNOLOGY	417,087	483,516
MICROSOFT CORPORATION	462,772	519,200
MEDTRONIC INCORPORATED	523,221	382,500
MASCO CORP	151,319	94,320
LOWE'S COMPANIES	310,488	710,640
ELI LILLY & CO		
KOHL'S CORP	612,069	567,525
KIMBERLY CLARK	129,795	382,512
JOHNSON & JOHNSON	107,253	491,850
JP MORGAN CHASE & CO	247,001	299,250
BIOTECHNOLOGY I SHARES	398,872	573,925
IBM CORP	160,226	367,760
INTEL CORP	97,820	485,000
HEWLETT PACKARD		
HARRIS CORP DEL	532,599	414,460
GRACO INC	331,814	408,900
GENERAL ELECTRIC		
FIRST MERCHANTS CORP	86,799	550,550
EXXON MOBIL	164,480	1,017,120
EMERSON ELECTRIC	185,699	442,605
DU PONT EL DE NEMOURS	213,552	274,680
DANAHER CORP	293,371	517,440
CONOCOPHILLIPS	174,494	510,090
COLGATE PALMOLIVE CO	267,917	369,560
CISCO SYSTEMS	757,025	630,992
CHEVRON CORP	264,269	851,200
BALL CORP	68,936	2,392,570
AUTOMATIC DATA PROCESSING	312,647	864,160
ABBOTT LABS	511,877	730,990
AT&T INC	118,164	423,360
ACCENTURE LTD	474,665	638,760

TY 2011 Investments Government Obligations Schedule

Name:	GEORGE AND FRANCES BALL FOUNDATION
EIN:	35-6033917
Software ID:	11000144
Software Version:	2011v1.2
US Government Securities - End of Year Book Value:	1,299,891
US Government Securities - End of Year Fair Market Value:	1,356,975
State & Local Government Securities - End of Year Book Value:	
State & Local Government Securities - End of Year Fair Market Value:	

TY 2011 Land, Etc. Schedule

Name: GEORGE AND FRANCES BALL FOUNDATION

EIN: 35-6033917

Software ID: 11000144

Software Version: 2011v1.2

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
Furniture and Fixtures	15,065	14,533	532	
Auto./Transportation Equip.				532

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491131009712

TY 2011 Other Assets Schedule

Name: GEORGE AND FRANCES BALL FOUNDATION

EIN: 35-6033917

Software ID: 11000144

Software Version: 2011v1.2

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
Rounding		1	

TY 2011 Other Expenses Schedule

Name: GEORGE AND FRANCES BALL FOUNDATION

EIN: 35-6033917

Software ID: 11000144

Software Version: 2011v1.2

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OFFICE EXPENSE	3,358	3,358	3,358	

TY 2011 Other Professional Fees Schedule

Name: GEORGE AND FRANCES BALL FOUNDATION

EIN: 35-6033917

Software ID: 11000144

Software Version: 2011v1.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEES	236,287	236,287	236,287	0

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491131009712

TY 2011 Taxes Schedule

Name: GEORGE AND FRANCES BALL FOUNDATION

EIN: 35-6033917

Software ID: 11000144

Software Version: 2011v1.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES ON DIVIDENDS	33,331	33,331	33,331	
FEDERAL TAXES	116,629			