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 , 2011, and ending ,

ARCHIE & VIOLA MEINERZ
FAMILY FOUNDATION INC
622 NORTH WATER STREET, SUITE 500
MILWAUKEE, WI 53202

A Employer identification number 39-1713840

B Telephone number (see the instructions) 414-273-3939

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 ► ☐

G Check all that apply: ☐ Initial return ☐ Initial Return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

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, column (c), line 16)* ► $ 5,057,013.

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 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 (att sch)				
	2	Ck ► ☒ if the foundn is not req to att Sch B				
	3	Interest on savings and temporary cash investments	13.	13.	N/A	
	4	Dividends and interest from securities	144,647.	144,647.		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain/(loss) from sale of assets not on line 10	53,930.			
	b	Gross sales price for all assets on line 6a 1,115,445.				
	7	Capital gain net income (from Part IV, line 2)		53,930.		
	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/(loss) (att sch)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	198,590.	198,590.		
OPERATING AND ADMINISTRATIVE EXPENSES	13	Compensation of officers, directors, trustees, etc	0.			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule) SEE ST 1	7,200.			
	b	Accounting fees (attach sch)				
	c	Other prof fees (attach sch)				
	17	Interest				
	18	Taxes (attach schedule)(see instrs) SEE STM 2	16,685.	3,008.		
	19	Depreciation (attach sch) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule) SEE STATEMENT 3	46,361.	46,361.		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	70,246.	49,369.		
	25	Contributions, gifts, grants paid PART XV	227,500.			227,500.
	26	**Total expenses and disbursements.** Add lines 24 and 25	297,746.	49,369.		227,500.
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	-99,156.			
	b	**Net investment income** (if negative, enter -0-)		149,221.		
	c	**Adjusted net income** (if negative, enter -0-)				

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BAA For Paperwork Reduction Act Notice, see instructions. TEEA0504L 12/05/11 Form **990-PF** (2011)

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	-6,136.	-2,503.	-2,503.
	2	Savings and temporary cash investments	109,205.	151,178.	151,178.
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach sch) ▶			
		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)			
	b	Investments – corporate stock (attach schedule)	3,182,077.	3,065,695.	3,193,602.
	c	Investments – corporate bonds (attach schedule)	1,443,366.	1,414,986.	1,475,012.
	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 ▶			
		Less: accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers – see the instructions. Also, see page 1, item I)	4,728,512.	4,629,356.	4,817,289.
LIABILITIES	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, & other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0.	0.	
NET ASSETS OR FUND BALANCES		**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds	5,020,735.	5,020,735.	
	28	Paid-in or capital surplus, or land, building, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	-292,223.	-391,379.	
	30	**Total net assets or fund balances** (see instructions)	4,728,512.	4,629,356.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	4,728,512.	4,629,356.	

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	4,728,512.
2	Enter amount from Part I, line 27a	2	-99,156.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	4,629,356.
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	4,629,356.

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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a	PUBLICLY TRADED SECURITIES	P	VARIOUS	VARIOUS
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	1,115,445.		1,061,515.	53,930.
b				
c				
d				
e				

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

	(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a				53,930.
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	53,930.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	3	0.

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2010	195,000.	4,773,281.	0.040852
2009	171,000.	4,230,277.	0.040423
2008	304,000.	5,165,464.	0.058852
2007	300,000.	6,046,045.	0.049619
2006	320,000.	5,749,595.	0.055656

2	**Total** of line 1, column (d)	2	0.245402
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	0.049080
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	5,038,978.
5	Multiply line 4 by line 3	5	247,313.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,492.
7	Add lines 5 and 6	7	248,805.
8	Enter qualifying distributions from Part XII, line 4	8	227,500.

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.

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

1 a	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 instrs)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here. ▶ ☐ and enter 1% of Part I, line 27b	1	2,984.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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	2,984.
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	2,984.
6	Credits/Payments:		
a	2011 estimated tax pmts and 2010 overpayment credited to 2011 — 6a 8,355.		
b	Exempt foreign organizations – tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments. Add lines 6a through 6d	7	8,355.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	3.
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	0.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	5,368.
11	Enter the amount of line 10 to be: **Credited to 2012 estimated tax** ▶ 5,368. **Refunded** ▶	11	0.

Part VII-A Statements Regarding Activities

			Yes	No
1 a	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		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?	1b		X
	*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		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ▶ $ 0. (2) On foundation managers ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If 'Yes,' attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If 'Yes,' attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If 'Yes,' has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If 'Yes,' attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If 'Yes,' complete Part II, column (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions). ▶ WI			
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	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? *If 'Yes,' complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If 'Yes,' attach a schedule listing their names and addresses*	10		X

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 instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ► N/A

14 The books are in care of ► WILLIAM FITZHUGH FOX Telephone no. ► 414-273-3939

Located at ► 622 NORTH WATER STREET, SUITE 500 MILWAUKEE ZIP + 4 ► 53202

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** – Check here N/A. ► ☐

and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A

			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		X
	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
1 a During the year did the foundation (either directly or indirectly):				
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
(6) Agree to pay money or property to a government official? (**Exception.** Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No			
b If any answer is 'Yes' to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		1b	N/A	
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		X
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 instructions.)		2b	N/A	
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	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?		4b		X

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

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

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

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

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

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

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

b If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? **5b** N/A

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

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** X

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

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

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation **(If not paid, enter -0-)**	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
LEIGH PETERSON W240 N2385 PEWAUKEE ROAD WAUKESHA, WI 53188	PRES/DIR 0	0.	0.	0.
NANCY MEINERZ 4721 GUNDERSON ROAD WATERFORD, WI 53185	SEC/DIR 0	0.	0.	0.
WILLIAM FITZHUGH FOX 622 NORTH WATER STREET, #500 MILWAUKEE, WI 53202	TREAS/DIR 0	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1— see instructions). If none, enter 'NONE.'

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over $50,000 ► 0

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.'

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

Total number of others receiving over $50,000 for professional services ►	0

Part IX-A Summary of Direct Charitable Activities

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ►	0.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes:				
a Average monthly fair market value of securities			1a	4,983,482.
b Average of monthly cash balances			1b	132,232.
c Fair market value of all other assets (see instructions)			1c	
d **Total** (add lines 1a, b, and c)			1d	5,115,714.
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	5,115,714.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)			4	76,736.
5 **Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4			5	5,038,978.
6 **Minimum investment return.** Enter 5% of line 5			6	251,949.

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

1 Minimum investment return from Part X, line 6			1	251,949.
2a Tax on investment income for 2011 from Part VI, line 5	2a	2,984.		
b Income tax for 2011. (This does not include the tax from Part VI.)	2b			
c Add lines 2a and 2b			2c	2,984.
3 Distributable amount before adjustments. Subtract line 2c from line 1			3	248,965.
4 Recoveries of amounts treated as qualifying distributions			4	
5 Add lines 3 and 4			5	248,965.
6 Deduction from distributable amount (see instructions)			6	
7 **Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	248,965.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes:		
a Expenses, contributions, gifts, etc – total from Part I, column (d), line 26	1a	227,500.
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	227,500.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6 **Adjusted qualifying distributions.** Subtract line 5 from line 4	6	227,500.

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

Part XIII Undistributed Income (see instructions)

		(a) Corpus	**(b)** Years prior to 2010	**(c)** 2010	**(d)** 2011
1 Distributable amount for 2011 from Part XI, line 7					248,965.
2 Undistributed income, if any, as of the end of 2011:					
a Enter amount for 2010 only				0.	
b Total for prior years: 20___, 20___, 20___			0.		
3 Excess distributions carryover, if any, to 2011:					
a From 2006	1,455.				
b From 2007	4,621.				
c From 2008	47,784.				
d From 2009					
e From 2010					
f Total of lines 3a through e		53,860.			
4 Qualifying distributions for 2011 from Part XII, line 4: ► $ 227,500.					
a Applied to 2010, but not more than line 2a				0.	
b Applied to undistributed income of prior years (Election required – see instructions)			0.		
c Treated as distributions out of corpus (Election required – see instructions)		0.			
d Applied to 2011 distributable amount					227,500.
e Remaining amount distributed out of corpus		0.			
5 Excess distributions carryover applied to 2011 *(If an amount appears in column (d), the same amount must be shown in column (a).)*		21,465.			21,465.
6 Enter the net total of each column as indicated below:					
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5		32,395.			
b Prior years' undistributed income. Subtract line 4b from line 2b			0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed			0.		
d Subtract line 6c from line 6b. Taxable amount – see instructions			0.		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount – see instructions				0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012					0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)		0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)		0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a		32,395.			
10 Analysis of line 9:					
a Excess from 2007					
b Excess from 2008	32,395.				
c Excess from 2009					
d Excess from 2010					
e Excess from 2011					

Part XIV **Private Operating Foundations** (see instructions and Part VII-A, question 9) N/A

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 foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

Check here ► ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc, (see 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:

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

c Any submission deadlines:

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

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 STATEMENT 4				
Total ► **3a**				227,500.
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 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	13.	
4 Dividends and interest from securities			14	144,647.	
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	53,930.	
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)				198,590.	
13 **Total.** Add line 12, columns (b), (d), and (e)				13	198,590.

(See worksheet in line 13 instructions 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 foundation's exempt purposes (other than by providing funds for such purposes). (See instructions)
N/A	

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		**1 a (1)**		X
(2) Other assets		**1 a (2)**		X
b Other transactions:				
(1) Sales of assets to a noncharitable exempt organization		**1 b (1)**		X
(2) Purchases of assets from a noncharitable exempt organization		**1 b (2)**		X
(3) Rental of facilities, equipment, or other assets		**1 b (3)**		X
(4) Reimbursement arrangements		**1 b (4)**		X
(5) Loans or loan guarantees		**1 b (5)**		X
(6) Performance of services or membership or fundraising solicitations		**1 b (6)**		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees		**1 c**		X

d If the answer to any of the above is 'Yes,' complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

(a) Line no.	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements
N/A			

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

b If 'Yes,' complete the following schedule.

(a) Name of organization	**(b)** Type of organization	**(c)** Description of relationship
N/A		

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

Signature of officer or trustee — Date 5/1/12 — Title TREASURER

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

Paid Preparer Use Only

Print/Type preparer's name ALLAN T YOUNG	Preparer's signature	Date 4/30/12	Check ☐ if self-employed	PTIN P00008725

Firm's name ► FOX, O'NEILL & SHANNON, S.C.

Firm's EIN ► 391282087

Firm's address ► 622 N. WATER STREET, STE 500
MILWAUKEE, WI 53202

Phone no (414) 273-3939

STATEMENT 1
FORM 990-PF, PART I, LINE 16A
LEGAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOX O'NEILL & SHANNON SC	$ 7,200.			
TOTAL	$ 7,200.	$ 0.		$ 0.

STATEMENT 2
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
2010 EXCISE TAX	$ 5,322.			
2011 EXCISE TAX	8,355.			
FOREIGN TAX WITHHELD-DIVIDENDS	3,008.	$ 3,008.		
TOTAL	$ 16,685.	$ 3,008.		$ 0.

STATEMENT 3
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT EXPENSES	$ 46,361.	$ 46,361.		
TOTAL	$ 46,361.	$ 46,361.		$ 0.

STATEMENT 4
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUNDATION STATUS	PURPOSE OF GRANT	AMOUNT
MEDICAL COLLEGE OF WI 8701 WATERTOWN PLANK RD WAUWATOSA, WI 53226,	N/A	PUBLIC	MEDICAL RESEARCH	$ 20,000.
BOYS & GIRLS CLUBS OF GREATER MILWAUKEE 1437 NORTH PROSPECT AVE MILWAUKEE, WI 53202	N/A	PUBLIC	PUBLIC CHARITY	60,000.

STATEMENT 4 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUNDATION STATUS	PURPOSE OF GRANT	AMOUNT
PUIS XI HIGH SCHOOL 135 NORTH 76TH STREET MILWAUKEE, WI 53213	N/A	PUBLIC	EDUCATION	$ 23,000.
MILWAUKEE PUBLIC MUSEUM 800 WEST WELLS STREET MILWAUKEE, WI 53233	N/A	PUBLIC	EDUCATION	5,000.
MARQUETTE UNIVERSITY 1212 WEST WISCONSIN AVE MILWAUKEE, WI 53233	N/A	PUBLIC	EDUCATION	20,000.
ST ANNE CENTER 2801 EAST MORGAN AVENE MILWAUKEE, WI 53207	N/A	PUBLIC	RELIGIOUS	30,000.
ARCADIA SCHOOL DISTRICT 756 RAIDER DRIVE ARCADIA, WI 54612	N/A	PUBLIC	EDUCATION	10,000.
WISCONSIN BREAST CANCER 9564 NORTH WAKEFIELD COURT BAYSIDE, WI 53217,	N/A	PUBLIC	MEDICAL RESEARCH	2,000.
PLAYWORKS 517 4TH STREET OAKLAND, CA 94607	N/A	PUBLIC	PUBLIC WELFARE	15,000.
KRADWELL SCHOOL 1220 DEWEY AVENUE WAUWATOSA, WI 53213	N/A	PUBLIC	EDUCATION	5,000.
ACTS 1:8 MINISTRY 2121 S ONEIDA ST GREEN BAY, WI 54304	N/A	PUBLIC	RELIGIOUS	10,000.
GESU PARISH 1210 W MICHIGAN ST MILWAUKEE, WI 53233	N/A	PUBLIC	RELIGIOUS	10,000.
HOMES FOR OUR TROOPS 6 MAIN STREET TAUNTON, MA 02780	N/A	PUBLIC	PUBLIC WELFARE	5,000.
MILWAUKEE REPERTORY THEATRE 108 E WELLS ST MILWAUKEE, WI 53202	N/A	PUBLIC	PUBLIC WELFARE	2,500.
NOTRE DAME MIDDLE SCHOOL 1420 W SCOTT ST MILWAUKEE, WI 53204	N/A	PUBLIC	EDUCATION	2,500.

STATEMENT 4 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
VISION FORWARD 912 N HAWLEY RD MILWAUKEE, WI 53213	N/A	PUBLIC	PUBLIC WELFARE	$ 2,500.
WOUNDED WARRIOR PROJECT 4899 BELFORT RD, STE 300 JACKSONVILLE, FL 32256	N/A	PUBLIC	PUBLIC WELFARE	5,000.
			TOTAL	$ 227,500.

ARCHIE & VIOLA MEINERZ FAMILY FOUNDATION INC

39-1713840

ATTACHMENT TO 2011 FORM 990-PF

STATEMENT 5
INVESTMENTS

SUMMARY OF INVESTMENTS

	BOOK VALUE	MARKET VALUE
US EQUITIES PER ATTACHED SCHEDULE	1,953,912	2,205,393
INTL EQUITIES PER ATTACHED SCHEDULE	1,106,223	983,524
PLUS COST OF ESPRIT HOLDINGS NOT ON SCHEDULE	118	
JOHN HANCOCK BANK AND TRUST OPPORTUNITY FUND PER ATTACHED SCHEDULE	5,441	4,685
TOTAL CORPORATE STOCK	3,065,694	3,193,602
CORPORATE BONDS PER ATTACHED SCHEDULE	1,414,986	1,475,012

ARCHIE & VIOLA MEINERZ FAMILY FOUNDATION INC
39-1713840

ATTACHMENT TO 2011 FORM 990-PF

STATEMENT 5
INVESTMENTS

WILLIAM F FOX
MEINERZ FAMILY FOUNDATION

ASSET DETAIL

US EQUITIES

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
ABAXIS INC	ABAX	335.000	$27.670	$9,269 45	$8,341 47	$927.98	
ABBOTT LABORATORIES	ABT	757.000	$56.230	$42,566 11	$36,778 62	$5,787.49	$1,453.44
ADVISORY BOARD CO	ABCO	34.000	$74 210	$2,523.14	$1,347.08	$1,176.06	
ALLERGAN INC	AGN	419 000	$87.740	$36,763.06	$21,003.98	$15,759.08	$83.80
ALLSTATE CORP	ALL	459 000	$27.410	$12,581 19	$13,833.26	-$1,252.07	$385.56
AMERICAN EXPRESS COMPANY	AXP	384 000	$47.170	$18,113.28	$16,562.87	$1,550.41	$276.48
AMERISOURCEBERGEN CORP	ABC	958 000	$37.190	$35.628 02	$32,870 24	$2,757.78	$498.16
AMPHENOL CORP NEW-CL A	APH	148.000	$45 390	$6,717 72	$5,388 34	$1,329.38	$8.88
ANSYS INC	ANSS	262.000	$57.280	$15,007 36	$11,627.30	$3,380.06	
APACHE CORP	APA	254 000	$90.580	$23,007.32	$29,133.77	-$6,126.45	$152.40
APPLE INC	AAPL	90 000	$405 000	$36,450.00	$25,965.91	$10,484.09	
APTARGROUP INC	ATR	114.000	$52.170	$5,947.38	$4,642.82	$1,304.56	$100.32
AT&T INC	T	1,028.000	$30 240	$31,086 72	$29,071.74	$2,014 98	$1,809.28
BANK NEW YORK MELLON CORP	BK	642 000	$19 910	$12,782 22	$17,789 75	-$5,007.53	$333.84
BAXTER INTERNATIONAL INC	BAX	450.000	$49.480	$22,266 00	$19.302.53	$2,963.47	$603.00
BEAM INC	BEAM	269 000	$51 230	$13,780 87	$12,922.80	$858.07	$204.44
BED BATH & BEYOND INC	BBBY	543.000	$57.970	$31,477 71	$24.579.52	$6,898.19	

ARCHIE & VIOLA MEINERZ FAMILY FOUNDATION INC
39-1713840

ATTACHMENT TO 2011 FORM 990-PF

STATEMENT 5
INVESTMENTS

RBC Wealth Management®

A division of RBC Capital Markets, LLC, Member NYSE/FINRA/SIPC.

INVESTMENT ACCESS
ACCOUNT STATEMENT
WITH RBC TOTAL PORTFOLIO
2011 ANNUAL STATEMENT
DUPLICATE COPY

Account number 300-47638
Page 5 of 97

US EQUITIES
(continued)

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
BERKLEY W R CORPORATION	WRB	433.000	$34.390	$14,890.87	$11,830.17	$3,060 70	$138.56
BLACKBAUD INC	BLKB	365.000	$27.700	$10,110.50	$8,619.51	$1,490.99	$175.20
BORG WARNER AUTOMOTIVE INC	BWA	117.000	$63.740	$7,457.58	$7,287.81	$169.77	
BROADRIDGE FINANCIAL SOLUTIONS INC	BR	529 000	$22.550	$11,928 95	$11,682.24	$246 71	$338 56
BROWN & BROWN INC	BRO	959.000	$22.630	$21,702.17	$19,498 72	$2,203 45	$326 06
BROWN FORMAN CORP-CL B	BFB	112.000	$80 510	$9,017 12	$5,638.16	$3,378.96	$156.80
CABOT MICROELECTRONICS CORP	CCMP	109.000	$47.250	$5,150.25	$5,638.37	-$488.12	
CAMERON INTERNATIONAL CORPORATION	CAM	331.000	$49.190	$16,281.89	$13,519.99	$2,761.90	
CARBO CERAMICS INC	CRR	28 000	$123 330	$3,453.24	$1,900.43	$1,552 81	$26 88
CARMAX INC	KMX	406.000	$30 480	$12,374.88	$9,691.93	$2,682.95	
CHEVRON CORPORATION	CVX	371.000	$106.400	$39,474.40	$31,958.64	$7,515.76	$1,202 04
CISCO SYSTEMS INC	CSCO	773.000	$18.080	$13,975 84	$14,532.00	-$556.16	$185.52
COCA COLA CO	KO	621.000	$69.970	$43,451 37	$30,620.18	$12,831.19	$1,167.48
COHEN & STEERS INC	CNS	462 000	$28.900	$13,351.80	$11,644 29	$1,707 51	$277.20
COLGATE PALMOLIVE CO	CL	316.000	$92.390	$29,195.24	$26,706.36	$2,488.88	$733 12
COMPUTER PROGRAMS & SYSTEMS INC	CPSI	158.000	$51.110	$8,075.38	$6,955.16	$1,120.22	$227 52
CONOCOPHILLIPS	COP	352 000	$72 870	$25,650.24	$21,439.30	$4,210.94	$929.28
COPART INC	CPRT	577.000	$47.890	$27,632.53	$20,573.48	$7,059.05	
COSTCO WHOLESALE CORP-NEW	COST	267.000	$83.320	$22,246.44	$14,659 87	$7,586.57	$256.32
COVANCE INC	CVD	229 000	$45.720	$10,469.88	$10,833.98	-$364.10	
DENTSPLY INTERNATIONAL INC NEW	XRAY	431.000	$34 990	$15,080.69	$13,918.58	$1,162.11	$94.82
DISCOVERY COMMUNICATIONS INC COM SER C	DISCK	230 000	$37.700	$8,671.00	$7,492.30	$1,178 70	
DOVER CORP	DOV	433.000	$58.050	$25,135.65	$24,896.85	$238 80	$545.58
EBAY INC	EBAY	503.000	$30.330	$15,255 99	$12,205 19	$3,050.80	
ECOLAB INC	ECL	264.000	$57.810	$15,261 84	$12,763.54	$2,498.30	$211.20
EMC CORP-MASS	EMC	555.000	$21.540	$11,954.70	$11,809.92	$144.78	
EMERSON ELECTRIC CO	EMR	717.000	$46 590	$33,405.03	$38,312.57	-$4,907.54	$1,147 20
EOG RES INC	EOG	103 000	$98.510	$10,146 53	$9,103.55	$1,042.98	$65.92

ARCHIE & VIOLA MEINERZ FAMILY FOUNDATION INC
39-1713840

ATTACHMENT TO 2011 FORM 990-PF

STATEMENT 5
INVESTMENTS

WILLIAM F FOX
MEINERZ FAMILY FOUNDATION

Account number
300-47638

US EQUITIES
(continued)

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
EXPONENT INC	EXPO	239.000	$45.970	$10,986.83	$6,720 43	$4,266.40	
FACTSET RESEARCH SYSTEMS INC	FDS	84.000	$87.280	$7,331.52	$6,102.26	$1,229.26	$90.72
FEDERATED INVESTORS INC (PA.) CL B	FII	493.000	$15.150	$7,468.95	$11,171 20	-$3,702.25	$473.28
FLIR SYSTEMS INC	FLIR	445 000	$25.070	$11,156.15	$11,030.55	$125.60	$106 80
FLUOR CORP NEW	FLR	243.000	$50.250	$12,210 75	$10,741.12	$1,469.63	$121 50
FREEPORT MCMORAN COPPER & GOLD INC	FCX	768.000	$36.790	$28,254.72	$36,519.39	-$8,264.67	$768 00
GENERAL ELECTRIC CO	GE	2,564.000	$17.910	$45,921.24	$43,214.36	$2,706.88	$1,743.52
GLACIER BANCORP INC-NEW	GBCI	524.000	$12 030	$6,303 72	$6,491.77	-$188.05	$272.48
GOLDMAN SACHS GROUP INC	GS	143 000	$90 430	$12,931.49	$16,626 80	-$3,695.31	$200.20
GOOGLE INC CL A	GOOG	65.000	$645.900	$41,983.50	$25,430.00	$16,553.50	
HAEMONETICS CORP-MASS	HAE	180.000	$61.220	$11,019 60	$10,308 45	$711.15	
HALLIBURTON CO	HAL	915.000	$34.510	$31,576.65	$34,314.22	-$2,737.57	$329.40
HENRY JACK & ASSOCIATES INC	JKHY	440.000	$33.610	$14,788 40	$10,929 60	$3,858.80	$184.80
HESS CORPORATION	HES	216 000	$56.800	$12,268.80	$15,588.71	-$3,319 91	$86 40
HITTITE MICROWAVE CORP	HITT	233.000	$49.380	$11,505 54	$12,188.84	-$683 30	
HONEYWELL INTL INC	HON	366.000	$54.350	$19,892 10	$18,764.27	$1,127.83	$545.34
HUMANA INC	HUM	184.000	$87.610	$16,120.24	$10,467.30	$5,652.94	$184 00
IDEX CORP	IEX	289 000	$37 110	$10,724 79	$10,307 23	$417.56	$196.52
INTEL CORP	INTC	1,210.000	$24 250	$29,342.50	$26,267 89	$3,074.61	$1,016.40
JACOBS ENGINEERING GROUP INC	JEC	300.000	$40.580	$12,174.00	$11,647.87	$526.13	
JPMORGAN CHASE & CO	JPM	681.000	$33.250	$22,643 25	$8,620 58	$14,022 67	$681 00
KOHLS CORP	KSS	257.000	$49.350	$12,682 95	$14,229.83	-$1,546.88	$257 00
KRAFT FOODS INC CL A	KFT	1,097 000	$37.360	$40,983 92	$34,338 83	$6,645 09	$1,272 52
LABORATORY CORP AMER HLDGS NEW	LH	330 000	$85.970	$28,370.10	$25,747.08	$2,623 02	
LANDSTAR SYSTEMS INC	LSTR	173.000	$47.920	$8,290.16	$8,141.63	$148.53	$38.06
LEUCADIA NATIONAL CORP	LUK	349.000	$22.740	$7,936.26	$7,064.85	$871.41	$87.25
LIBERTY GLOBAL INC SERIES C	LBTYK	216.000	$39.520	$8,536.32	$6,084.21	$2,452.11	

ARCHIE & VIOLA MEINERZ FAMILY FOUNDATION INC
39-1713840

ATTACHMENT TO 2011 FORM 990-PF

STATEMENT 5
INVESTMENTS

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US EQUITIES
(continued)

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
LINCOLN ELEC HOLDINGS INC NEW	LECO	212.000	$39.120	$8,293 44	$5,998.53	$2,294 91	$144.16
M & T BANK CORP	MTB	130.000	$76 340	$9,924.20	$10,583.36	-$659.16	$364 00
MARKEL CORP HOLDING CO	MKL	52.000	$414.670	$21,562.84	$20,409.12	$1,153.72	-
MCCORMICK & CO INC NON-VOTING	MKC	154.000	$50.420	$7,764.68	$5,909.75	$1,854 93	$190 96
MCDONALDS CORP	MCD	458.000	$100 330	$45,951 14	$28,851.95	$17,099.19	$1,282 40
MEDCO HEALTH SOLUTIONS INC	MHS	368 000	$55.900	$20,571.20	$20,466.01	$105 19	
MICROSOFT CORP	MSFT	529 000	$25 960	$13,732 84	$14,282.95	-$550 11	$423 20
MONSANTO CO NEW	MON	293.000	$70.070	$20,530 51	$19,848.94	$681 57	$351.60
NEXTERA ENERGY INC	NEE	193.000	$60.880	$11,749.84	$9,080 70	$2,669.14	$424 60
NIKE INC-CL B	NKE	257.000	$96.370	$24,767.09	$16,423 59	$8,343 50	$370.08
OCCIDENTAL PETE CORP	OXY	304.000	$93.700	$28,484.80	$22,906.43	$5,578.37	$559 36
OMNICOM GROUP INC	OMC	685.000	$44.580	$30,537.30	$28,269.98	$2,267.32	$685.00
ORACLE CORP	ORCL	1,519 000	$25.650	$38,962.35	$46,689 62	-$7,727.27	$364.56
OWENS & MINOR INC HOLDING CO	OMI	376.000	$27.790	$10,449.04	$11,354.27	-$905 23	$300.80
PEPSICO INC	PEP	456.000	$66 350	$30,255 60	$27,680.29	$2,575.31	$939.36
PHILIP MORRIS INTERNATIONAL INC	PM	222.000	$78.480	$17,422.56	$12,862 66	$4,559.90	$683.76
POOL CORPORATION	POOL	470 000	$30.100	$14,147 00	$11,851.99	$2,295 01	$263.20
PRICE T ROWE GROUP INC	TROW	141.000	$56 950	$8,029 95	$7,135.97	$893 98	$174.84
PROCTER & GAMBLE CO	PG	987.000	$66.710	$65,842.77	$61,639.12	$4,203.65	$2,072 70
PUBLIC SERVICE ENTERPRISE GROUP INC	PEG	666 000	$33 010	$21,984.66	$21,104.54	$880 12	$912.42
QUALCOMM INC	QCOM	594 000	$54 700	$32,491.80	$26,080.36	$6,411 44	$510 84
QUEST DIAGNOSTICS INC	DGX	185 000	$58 060	$10,741.10	$9,238.62	$1,502.48	$125 80
RBC BEARINGS INC	ROLL	163.000	$41.700	$6,797.10	$4,987.79	$1,809.31	
RLI CORP	RLI	149 000	$72 860	$10,856.14	$8,313.48	$2,542.66	$178 80
ROLLINS INC	ROL	256 000	$22 220	$5,688.32	$3,667.69	$2,020.63	$71.68
SANDISK CORP	SNDK	389 000	$49 210	$19,142 69	$19,574.78	-$432.09	
STAPLES INC	SPLS	683.000	$13.890	$9,486.87	$14,296.97	-$4,810.10	$273 20
STRYKER CORP	SYK	673 000	$49.710	$33,454.83	$32,878 88	$575.95	$572.05

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STATEMENT 5
INVESTMENTS

WILLIAM F FOX
MEINERZ FAMILY FOUNDATION

US EQUITIES
(continued)

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
TECHNE CORP	TECH	337.000	$68 260	$23,003.62	$21,701.13	$1,302.49	$377.44
TEMPUR PEDIC INTERNATIONAL INC	TPX	240.000	$52.530	$12,607.20	$7,905.60	$4,701.60	
TIME WARNER CABLE INC	TWC	238.000	$63.570	$15,129.66	$15,686 22	-$556.56	$456 96
TIME WARNER INC NEW	TWX	2.000	$36.140	$72 28	N/A	N/A	$1.88
TJX COMPANIES INC NEW	TJX	724.000	$64.550	$46,734.20	$30,870 59	$15,863.61	$550.24
UNITED PARCEL SVC INC CL B	UPS	332.000	$73.190	$24,299.08	$23,733.28	$565.80	$690.56
UNITED TECHNOLOGIES CORP	UTX	284.000	$73.090	$20,757.56	$22,268.41	-$1,510 85	$545.28
US BANCORP DEL COM NEW	USB	545.000	$27 050	$14,742.25	$13,432.89	$1,309 36	$272 50
VALSPAR CORP	VAL	372.000	$38.970	$14,496.84	$11,523.66	$2,973.18	$297 60
VISA INC CL A COMMON STOCK	V	277.000	$101 530	$28,123.81	$23,230.99	$4,892.82	$243.76
WABTEC CORP	WAB	172.000	$69 950	$12,031.40	$6,584 93	$5,446.47	$20 64
WAL-MART STORES INC	WMT	474.000	$59.760	$28,326.24	$25,827.55	$2,498 69	$692 04
WATSON PHARMACEUTICALS INC	WPI	380.000	$60.340	$22,929.20	$18,760.57	$4,168 63	
WELLS FARGO & CO	WFC	1,119 000	$27.560	$30,839 64	$32,574.09	-$1,734 45	$537.12
WESTERN UNION CO	WU	630 000	$18.260	$11,503 80	$11,468.99	$34.81	$201.60
TOTAL US EQUITIES				$2,205,393.44	$1,953,911.60	$251,409.56	$39,897.04

INTERNATIONAL EQUITIES

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
ACCENTURE PLC IRELAND SHS CL A	ACN	259.000	$53.230	$13,786.57	$12,399.73	$1,386.84	$349 65
AMERICA MOVIL S A B DE C V SPONSORED ADR REPSTG SER L SHS	AMX	109.000	$22.600	$2,463.40	$2,487.34	-$23.94	$31.17
ARCH CAPITAL GROUP LTD	ACGL	263.000	$37.230	$9,791.49	$6,402.50	$3,388.99	
ASTRAZENECA PLC SPONSORED ADR	AZN	169.000	$46.290	$7,823.01	$5,985.46	$1,837.55	$456.30
AU OPTRONICS CORP SPONSORED ADR	AUO	367.000	$4.320	$1,585.44	$5,515.23	-$3,929.79	$33.03
AUSTRALIA & NEW ZEALAND BKG GROUP LTD-SPONSORED ADR	ANZBY	427.000	$21.047	$8,987.07	$6,226.80	$2,760 27	$604.21

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DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
BANCO SANTANDER S A ADR	STD	1,038.000	$7.520	$7,805.76	$8,461.93	-$656.17	$716.22
BARCLAYS PLC-ADR	BCS	665.000	$10.990	$7,308.35	$11,945.47	-$4,637.12	$235.41
BHP BILLITON LTD SPONSORED ADR	BHP	220.000	$70 630	$15,538.60	$10,054.53	$5,484.07	$444.40
BNP PARIBAS SPONSORED ADR REPSTG 1/2 SH	BNPQY	257.000	$19 699	$5,062.64	$8,767.12	-$3,704.48	$284.50
BROOKFIELD ASSET MANAGEMENT INC CLASS A LTD VTG SHS	BAM	603.000	$27 480	$16,570.44	$15,700.74	$869.70	$313.56
CHEUNG KONG HOLDINGS LTD UNSPONSORED ADR	CHEUY	383.000	$11.897	$4,556.55	$3,314.55	$1,242.00	$133.67
CHINA MINSHENG BANKING CORP LTD UNSPONSORED ADR	CMAKY	389.000	$8 665	$3,370.69	$3,711.06	-$340.37	
CHINA MOBILE LIMITED SPONSORED ADR RPSTG 5 ORD SHS	CHL	121.000	$48 490	$5,867 29	$5,757.28	$110.01	$222.16
COMPANHIA ENERGETICA DE MINAS GERAIS CEMIG SPONS ADR NEW	CIG	147.000	$17.790	$2,615 13	$3,057.60	-$442.47	$138.33
DANSKE BANK A/S ADR	DNSKY	977.000	$6.371	$6,224.47	$12,171.51	-$5,947.04	
DEUTSCHE LUFTHANSA A G SPONSORED ADR	DLAKY	575.000	$11.924	$6,856.30	$12,586 75	-$5,730.45	$365.70
EAST JAPAN RAILWAY CO UNSPONSORED ADR	EJPRY	631 000	$10 614	$6,697.43	$6,347.18	$350.25	$120 52
ENCANA CORP	ECA	230.000	$18.530	$4,261.90	$6,023.48	-$1,761.58	$184.00
ENI S P A SPONSORED ADR REPRESENTING 5 ORD	E	188.000	$41.270	$7,758.76	$9,670.74	-$1,911.98	$385 21
ENSCO PLC SPONSORED ADR	ESV	130.000	$46 920	$6,099.60	$5,440.25	$659.35	$182.00
ESPRIT HOLDINGS LTD HKD SPONSORED ADR	ESPGY	1.000	$2 580	$2.58	N/A	N/A	$0 39
EURASIAN NATURAL RESOURCES CORPORATION PLC UNSPONSORED ADR	EURNY	429.000	$4.938	$2,118 40	$2,559.72	-$441.32	$64 35
FINMECCANICA SPA ROMA UNSPONSORED ADRS REPRESENTING POST REORGANIZATION SHARES	FINMY	1,600.000	$1.855	$2,968.00	$9,764.66	-$6,796.66	$307 20

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INTERNATIONAL EQUITIES
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DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
FUJIFILM HOLDINGS CORPORATION ADR	FUJIY	486.000	$23.694	$11,515.28	$15,425.50	-$3,910 22	$144.83
GAZPROM O A O SPONSORED ADR	OGZPY	138.000	$11.500	$1,587.00	$1,555.95	$31.05	$28.43
GLAXOSMITHKLINE PLC SPONSORED ADR(FRM GLAXO WELL)	GSK	290.000	$45.630	$13,232.70	$12,701 66	$531.04	$639.74
HENDERSON LAND DEVELOPMENT LTD-SPONSORED ADR	HLDCY	1,383.000	$4.970	$6,873.51	$8,906.52	-$2,033.01	$142 45
HOLCIM LIMITED UNSPONSORED ADR REPRESENTING NAMEN AKT	HCMLY	594.000	$10.748	$6,384.31	$7,448.45	-$1,064.14	$180 58
IBERDROLA S A SPONSORED ADR REPSTG 1 ORD SHS	IBDRY	351.000	$25.127	$8,819.58	$10,257 60	-$1,438.02	$499 82
IMPERIAL TOBACCO GROUP PLC SPONSORED ADR	ITYBY	277.000	$75 685	$20,964.75	$13,860 23	$7,104.52	$851 22
INTERNATIONAL PWR PLC SPONSORED ADR	IPRPY	169.000	$52.404	$8,856.28	$8,151 40	$704 88	$2,764 67
MACQUARIE GROUP LTD SPONSORED ADR	MQBKY	216 000	$24.389	$5,268 02	$9,645.72	-$4,377 70	$360 29
MICHELIN COMPAGNIE GENERALE DES ETABLISSEMENTS MICHELIN UNSPONSORED ADR REP NOM SHARES	MGDDY	565.000	$11.859	$6,700.34	$7,262.25	-$561.91	$210 18
MITSUBISHI CORP SPONSORED ADR	MSBHY	229.000	$40.421	$9,256.41	$10,681 42	-$1,425.01	$369 61
MITSUBISHI UFJ FINL GROUP INC SPONSORED ADR	MTU	2,645.000	$4.190	$11,082.55	$24,968.38	-$13,885.83	$367 66
MUENCHENER RUECKVERSICHERUNGS GESELLSCHAFT AG ADR	MURGY	305.000	$12.304	$3,752.72	$4,037.36	-$284.64	$188.80
NATIONAL GRID PLC NEW SPONSORED ADR	NGG	179.000	$48.480	$8,677.92	$8,684.93	-$7.01	$536 46
NEXEN INC	NXY	362 000	$15.910	$5,759.42	$8,871.28	-$3,111 86	$73.12
NIPPON TELEGRAPH & TELEPHONE CORP-SPONSORED ADR	NTT	141.000	$25.330	$3,571.53	$2,933.64	$637 89	$106 88
NIPPON YUSEN KABUSHIKI KAISHA SPONSORED ADR	NPNYY	1,417.000	$5.121	$7,256.46	$9,973.24	-$2,716.78	$198.38

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INTERNATIONAL EQUITIES
(continued)

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NISSAN MOTOR CO LTD SPONSORED ADR	NSANY	657.000	$17.988	$11,818.12	$11,094.35	$723.77	$201.70
NITTO DENKO CORP ADR	NDEKY	136 000	$35.794	$4,867.98	$6,418.34	-$1,550.36	$145 52
NOBLE CORPORATION US LISTED	NE	280.000	$30.220	$8,461.60	$8,228 21	$233 39	$165.76
NTT DOCOMO INC SPONSORED ADR	DCM	418.000	$18.350	$7,670.30	$5,879 76	$1,790.54	$264 18
OPPENHEIMER DEVELOPING MKTS FDS CL Y	ODVYX	13,578 938	$28.970	$393,381.83	$476,484.92	-$83,103.09	$9,165 78
PETROLEO BRASILEIRO SA PETROBRAS SPONSORED ADR	PBR	223.000	$24.850	$5,541.55	$8,805.71	-$3,264 16	$33 45
PORSCHE AUTOMOBILE HOLDING SE UNSPONSORED ADR	POAHY	2,244.000	$5 368	$12,045.79	$12,223.32	-$177.53	$114.44
POSCO SPONSORED ADR	PKX	46.000	$82.100	$3,776 60	$3,759.20	$17.40	$86 25
POSTNL NV SPONSORED ADR	PNLYY	2.000	$3.193	$6.39	$44.14	-$37.75	$1 12
REPSOL YPF SA SPONSORED ADR	REPYY	274.000	$30.811	$8,442.21	$8,008.89	$433.32	$335.10
RITCHIE BROS AUCTIONEERS INC	RBA	489.000	$22.080	$10,797.12	$10,068.45	$728 67	$220.05
ROYAL DUTCH SHELL PLC SPONSORED ADR REPSTG B SHS	RDSB	211.000	$76.010	$16,038.11	$12,326.11	$3,712 00	$708.96
SALZGITTER AG UNSPONSORED ADR	SZGPY	1,097.000	$5 015	$5,501.46	$8,562.68	-$3,061.22	$31.81
SANOFI SPONSORED ADR	SNY	468 000	$36.540	$17,100.72	$15,868 97	$1,231 75	$619.16
SCHLUMBERGER LTD	SLB	239.000	$68 310	$16,326.09	$14,642.81	$1,683.28	$239 00
SEVEN & I HOLDINGS CO LTD UNSPONSORED ADR	SVNDY	183.000	$55.758	$10,203.71	$8,943.71	$1,260.00	$241.01
SHIN ETSU CHEMICAL CO LTD UNSPONSORED ADR	SHECY	452 000	$12 315	$5,566.38	$5,782 21	-$215 83	$123.85
STATOIL ASA SPONSORED ADR	STO	220.000	$25 610	$5,634.20	$4,370 62	$1,263 58	$214.28
STEINER LEISURE LTD	STNR	165 000	$45.390	$7,489 35	$7,545.44	-$56 09	

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INTERNATIONAL EQUITIES
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STEINHOFF INTERNATIONAL HOLDINGS LTD UNSPONSORED ADR	SNHFY	141.000	$14.650	$2,065.65	$2,505.57	-$439.92	$51.61
SUMITOMO CHEMICAL CO LTD UNSPONSORED ADR	SOMMY	529.000	$18.261	$9,660.07	$12,784 55	-$3,124.48	$333 27
SUNCORP GROUP LTD ADR	SNMYY	846.000	$8.591	$7,267.99	$6,587.61	$680.38	$260.57
SWISSCOM SPONSORED ADR (ORD SHS EQUALS 10 ADS)	SCMWY	396.000	$38.060	$15,071.76	$13,163 60	$1,908.16	$867 24
TELEFONICA SA SPONSORED ADR	TEF	402.000	$17.190	$6,910.38	$7,803 69	-$893.31	$688 22
TELSTRA CORPORATION LIMITED SPONSORED ADR FINAL INSTALLMNT	TLSYY	655.000	$17.070	$11,180.85	$9,557.44	$1,623.41	$865.91
TIGER BRANDS LTD SPONSORED ADR NEW	TBLMY	89.000	$31.075	$2,765.68	$2,701.15	$64.53	$89.09
TNT EXPRESS NV SPONSORED AMERICAN DEPOSITORY RECEIPT	TNTEY	2.000	$7.495	$14.99	N/A	N/A	$0 07
TORONTO-DOMINION BANK	TD	105 000	$74 810	$7,855 05	$5,603.64	$2,251.41	$280.35
TOTAL S.A. 1 ADR REPRESENTING 1 ORD SHS	TOT	216 000	$51.110	$11,039.76	$12,991 12	-$1,951 36	$582 12
TOYOTA MOTOR CORP-ADR NEW REPSTG 2 COM	TM	115.000	$66.130	$7,604 95	$9,096 10	-$1,491.15	$133.86
UNILEVER N V NEW YORK SHS NEW ADR	UN	478.000	$34.370	$16,428.86	$15,908 16	$520.70	$503 81
VALE S A SPONSORED ADR	VALE	92.000	$21.450	$1,973.40	$2,940.31	-$966.91	$2 58
VALLOUREC S A NEW SPONSORED ADR	VLOWY	809.000	$13.023	$10,535 61	$10,274 30	$261 31	$208 72
VODAFONE GROUP PLC SPONSORED ADR NEW	VOD	1.000	$28.030	$28.03	$30 24	-$2.21	$1 44
YARA INTERNATIONAL ASA SPONSORED ADR	YARIY	312.000	$40.215	$12,547.08	$15,980 51	-$3,433.43	$260 21
ZURICH FINANCIAL SERVICES SPONS ADR	ZFSVY	626.000	$22 725	$14,225 85	$9,519 73	$4,706.12	$1,145.58
TOTAL INTERNATIONAL EQUITIES				$983,524.12	$1,106,222.72	-$122,716.17	$32,421.17

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TAXABLE FIXED INCOME

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE/ ACCRUED INTEREST	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
BAIRD FDS INC INTER BD FD INSTL CL SHS	BIMIX	133,364.532	$11 060	$1,475,011.72	$1,414,985.88	$60,025.84	$51,478.71
TOTAL TAXABLE FIXED INCOME		133,364.532		$1,475,011.72	$1,414,985.88	$60,025.84	$51,478.71

OTHER ASSETS

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	NET COST *	UNREALIZED GAIN/LOSS *
JOHN HANCOCK BANK AND THRIFT OPPORTUNITY FUND	BTO	342.000	$13.700	$4,685 40	$5,441.22	-$755.82
TOTAL OTHER ASSETS				$4,685.40	$5,441.22	-$755.82