



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



Form **990-PF**

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
PROCTOR-MULLIGAN FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)
1525 W WT HARRIS BLVD D1114-044

City or town, state, and ZIP code
CHARLOTTE, NC 28288

A Employer identification number
43-6880485

B Telephone number (see page 10 of the instructions)
(336) 747-8190

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)
\$ 5,580,143

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 <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities.	132,520	131,429		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	69,599			
	b Gross sales price for all assets on line 6a <u>2,347,246</u>				
	7 Capital gain net income (from Part IV , line 2)		69,599		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	663			
	12 Total. Add lines 1 through 11	202,782	201,028		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	52,942	39,707		13,236
	14 Other employee salaries and wages		0	0	0
	15 Pension plans, employee benefits		0	0	
	16a Legal fees (attach schedule).				0
	b Accounting fees (attach schedule).				
	c Other professional fees (attach schedule)				0
	17 Interest				0
	18 Taxes (attach schedule) (see page 14 of the instructions)	1,915	1,249		0
	19 Depreciation (attach schedule) and depletion	0	0		
	20 Occupancy				
	21 Travel, conferences, and meetings		0	0	
	22 Printing and publications		0	0	
	23 Other expenses (attach schedule).	26	26		
	24 Total operating and administrative expenses. Add lines 13 through 23	54,883	40,982	0	13,236
	25 Contributions, gifts, grants paid	237,801			237,801
	26 Total expenses and disbursements. Add lines 24 and 25	292,684	40,982	0	251,037
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-89,902			
	b Net investment income (if negative, enter -0-)		160,046		
	c Adjusted net income (if negative, enter -0-)			0	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing		2,558	2,558
	2	Savings and temporary cash investments	69,586	317,112	317,112
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____		0	0
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____ 0			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	723,187	 122,253	136,701
	b	Investments—corporate stock (attach schedule)	3,632,188	 4,151,721	4,489,570
	c	Investments—corporate bonds (attach schedule).	816,161	 555,766	634,202
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			0
	14	Land, buildings, and equipment basis ▶ _____ 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)	5,241,122	5,149,410	5,580,143

Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)		0	

Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	5,241,122	5,149,410	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see page 17 of the instructions)	5,241,122	5,149,410	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	5,241,122	5,149,410	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year’s return)	1	5,241,122
2	Enter amount from Part I, line 27a	2	-89,902
3	Other increases not included in line 2 (itemize) ▶  _____	3	33
4	Add lines 1, 2, and 3	4	5,151,253
5	Decreases not included in line 2 (itemize) ▶  _____	5	1,843
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	5,149,410

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			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a 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	69,599
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	248,033	5,286,859	0 046915
2009	192,581	4,765,405	0 040412
2008	62,752	4,592,483	0 013664
2007	67,434	1,404,277	0 04802
2006	63,192	1,245,616	0 050732

2	Total of line 1, column (d).	2	0 199743
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 039949
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4	5,727,535
5	Multiply line 4 by line 3.	5	228,807
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	1,600
7	Add lines 5 and 6.	7	230,407
8	Enter qualifying distributions from Part XII, line 4.	8	251,037

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

1a		Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1			
		Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	1,600
c		All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2		Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0
3		Add lines 1 and 2.		3	1,600
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	1,600
6		Credits/Payments			
a		2011 estimated tax payments and 2010 overpayment credited to 2011	6a	888	
b		Exempt foreign organizations—tax withheld at source	6b		
c		Tax paid with application for extension of time to file (Form 8868)	6c	0	
d		Backup withholding erroneously withheld	6d		
7		Total credits and payments Add lines 6a through 6d.		7	888
8		Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		8	0
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	712
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	
11		Enter the amount of line 10 to be Credited to 2012 estimated tax <input checked="" type="checkbox"/>	Refunded <input type="checkbox"/>	11	0

Part VII-AStatements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		Yes	No
		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)?			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 <input checked="" type="checkbox"/> \$ _____ (2) On foundation managers <input checked="" type="checkbox"/> \$ _____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ _____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		No
	If "Yes," attach a detailed description of the activities.			
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		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		No
	If "Yes," attach the statement required by General Instruction T.			
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) <input checked="" type="checkbox"/> MO _____			
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)*

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				
14	The books are in care of	WELLS FARGO BANK NA		
	Telephone no	(336) 747-8190		
	Located at	1 W 4TH ST - 2ND FLOOR WINSTONSALEM NC		
	ZIP +4	27150		
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		
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?		Yes	No
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?		Yes	No
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?		Yes	No
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?		Yes	No
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?		Yes	No
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).		Yes	No
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	1b		No
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? 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?			
b	If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year did the foundation pay or incur any amount to				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(3) Provide a grant to an individual for travel, study, or other similar purposes?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions).		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.		5b		
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>		<input type="checkbox"/> Yes	<input type="checkbox"/> No	
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870.</i>		6b		No
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		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 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
WELLS FARGO BANK NA 1525 WEST WT HARRIS BLV D1114-044 CHARLOTTE,NC 282881161	Trustee 40	52,942		
2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				0

Part VIII

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		0

Part IX-A

Summary of Direct Charitable Activities

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

Part IX-B

Summary of Program-Related Investments (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
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	5,535,417
b	Average of monthly cash balances.	1b	279,339
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	5,814,756
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	5,814,756
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	87,221
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	5,727,535
6	Minimum investment return. Enter 5% of line 5.	6	286,377

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	286,377
2a	Tax on investment income for 2011 from Part VI, line 5.	2a	1,600
b	Income tax for 2011 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	1,600
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	284,777
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	284,777
6	Deduction from distributable amount (see page 25 of the instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	284,777

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	251,037
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	251,037
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	1,600
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	249,437
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				284,777
2	Undistributed income, if any, as of the end of 2011				
a	Enter amount for 2010 only.			251,037	
b	Total for prior years 2009 , 20__ , 20__		0		
3	Excess distributions carryover, if any, to 2011				
a	From 2006.				0
b	From 2007.				0
c	From 2008.				0
d	From 2009.				0
e	From 2010.				0
f	Total of lines 3a through e.	0			
4	Qualifying distributions for 2011 from Part XII, line 4 ➤ \$ 251,037				
a	Applied to 2010, but not more than line 2a			251,037	
b	Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c	Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .	0			
d	Applied to 2011 distributable amount.				0
e	Remaining amount distributed out of corpus	0			
5	Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6	Enter the net total of each column as indicated below:				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b	Prior years' undistributed income Subtract line 4b from line 2b.		0		
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d	Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . .		0		
e	Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f	Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011.				284,777
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions).	0			
8	Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions).	0			
9	Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a.	0			
10	Analysis of line 9				
a	Excess from 2007. . . .				0
b	Excess from 2008. . . .				0
c	Excess from 2009. . . .				0
d	Excess from 2010. . . .				0
e	Excess from 2011. . . .				0

Part XIVPrivate 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)

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year	Prior 3 years			(e) Total
		(a) 2011	(b) 2010	(c) 2009	(d) 2008	
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 XVSupplementary 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))

NA

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

NA

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

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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> FIRST BAPTIST CHURCH OF COLUMBIA ATTN CHAIR OF THE ENDOWMENT BOARD COLUMBIA,MO 65201	NONE	PUBLIC CHARITY	CONTRIBUTION	237,801
Total			 3a	237,801
b <i>Approved for future payment</i>				
Total			 3b	

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					
4 Dividends and interest from securities. . . .			14	132,520	
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	69,599	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a PR YR TAX REFUND _____			1	663	
b _____					
c _____					
d _____					
e _____					
12 Subtotal Add columns (b), (d), and (e). .				202,782	
13 Total. Add line 12, columns (b), (d), and (e).					202,782

[illegible]

Part XVII

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?		Yes	No
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

[illegible]

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

b If "Yes," complete the following schedule		
(a) Name of organization	(b) Type of organization	(c) Description of relationship

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					
	*****			2012-04-23	*****	
	Signature of officer or trustee			Date	Title	
	Paid Preparer's Use Only	Preparer's Signature		Date	Check if self-employed <input checked="" type="checkbox"/>	PTIN
		Firm's name			Firm's EIN	
Firm's address			Phone no			

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

Additional Data

Software ID:
Software Version:
EIN: 43-6880485
Name: PROCTOR-MULLIGAN 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)
25000 ABBOTT LABORATORIES 3 750% 3/15/11		2008-03-05	2011-03-15
2000 AGILENT TECHNOLOGIES INC COM		2009-03-31	2011-07-27
135 ALEXANDRIA REAL ESTATE EQUITIES INC COM W/RIGHTS ATTACHED EXP 2/1		2007-12-31	2011-07-27
2705 AUTOMATIC DATA PROCESSING INC COM		2008-05-21	2011-07-27
1775 AVERY DENNISON CORP COM		2008-05-21	2011-07-27
180 AVON PRODS INC COM W/RTS ATTACHED		2005-09-08	2011-07-27
7396 272 AMERICAN EUROPACIFIC GRTH CL F2 #616		2008-05-22	2011-07-27
10000 FEDERAL HOME LN MTG CORP BD DTD 03/15/2001 5 625% 03/15/2011		2002-07-26	2011-03-15
800 FEDEX CORP COM		2007-12-31	2011-07-27
560 FORWARD AIR CORP COM W/ RTS ATTACHED EXP 05/18/2009		2006-09-08	2011-07-27
3500 FORWARD HOOVER SM CAP EQ-I #103		2009-03-31	2011-07-27
850 FRANKLIN RES INC COM		2008-03-25	2011-07-27
3055 HENRY JACK & ASSOC INC COM		2009-03-31	2011-07-27
2175 ILLINOIS TOOL WORKS INC COM		2008-05-21	2011-07-27
3500 LOWES COS INC COM W/RIGHTS ATTACHED EXPIRING 9/9/2008		2008-04-29	2011-07-27
3000 OWENS ILLINOIS INC COM NEW		2008-11-18	2011-07-27
1675 PATTERSON COS INC		2007-12-31	2011-07-27
5130 PFIZER INC COM W/RTS ATTACHED EXP 10/15/2007		2008-05-21	2011-07-27
240 PROLOGIS INC		2007-12-31	2011-07-27
1890 QUEST DIAGNOSTICS INC COM		2008-03-25	2011-07-27
300 SCOTTS CO CL A		2008-03-25	2011-07-27
500 SECTO SPDR TRUST (ENERGY) SHARES OF BENEFICIAL INTEREST		2008-05-21	2011-07-27
1305 SEMPRA ENERGY COM		2009-03-31	2011-07-27
800 SHERWIN WILLIAMS CO COM W/RTS ATTACHED EXP 04/22/2007		2008-04-29	2011-07-27
1410 SIGMA ALDRICH CORP COM		2008-05-21	2011-07-27
1275 SMITH & NEPHEW PLC SPDN ADR NEW		2007-12-31	2011-07-27
31513 025 TEMPLETON FOREIGN FD - ADV #604		2008-05-22	2011-07-27
9000 UNITED STATES TREAS DTD 2/15/2001 5% 02/15/2011		2002-07-16	2011-02-15
1040 WAL MART STORES INC COM		2008-05-21	2011-12-05
1000 WEIGHT WATCHERS INTL INC COM		2007-12-31	2011-07-27

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)
2100 NOBLE CORPORATION		2008-11-18	2011-07-27
CAPITAL GAIN DIVIDENDS	P		

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)
25,000		25,369	-369
86,422		30,840	55,582
11,154		13,506	-2,352
142,468		115,522	26,946
57,787		91,565	-33,778
5,058		5,760	-702
315,081		331,770	-16,689
10,000		10,546	-546
71,911		71,688	223
17,920		18,227	-307
60,760		38,745	22,015
109,470		95,338	14,132
89,204		49,522	39,682
110,271		107,285	2,986
79,168		84,621	-5,453
78,479		57,671	20,808
52,606		56,853	-4,247
100,136		111,680	-11,544
8,453		10,662	-2,209
103,861		96,792	7,069
15,291		10,449	4,842
38,929		44,594	-5,665
67,522		59,847	7,675
62,471		42,656	19,815
96,753		66,772	29,981
68,760		70,518	-1,758
230,675		362,646	-131,971
9,000		9,253	-253
60,457		55,170	5,287
76,799		43,770	33,029

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)
77,909		88,010	-10,101
			46

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	
			-369
			55,582
			-2,352
			26,946
			-33,778
			-702
			-16,689
			-546
			223
			-307
			22,015
			14,132
			39,682
			2,986
			-5,453
			20,808
			-4,247
			-11,544
			-2,209
			7,069
			4,842
			-5,665
			7,675
			19,815
			29,981
			-1,758
			-131,971
			-253
			5,287
			33,029

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	
			-10,101

**TY 2011 Investments Corporate
Bonds Schedule****Name:** PROCTOR-MULLIGAN FOUNDATION**EIN:** 43-6880485

Name of Bond	End of Year Book Value	End of Year Fair Market Value
349913889 FORWARD HOOVER SMALL		
29875E100 AMERCAN EUROPACIFIC		
04315J837 ARTIO INTERNATIONAL		
880196506 TEMPLETON FOREIGN		
002824AQ3 ABBOTT LABS	24,801	27,036
17275RAC6 CISCO SYSTEMS INC	51,259	58,187
20825CAE4 CONOCOPHILLIPS	9,954	10,299
263534BQ1 E.I. DU PONT DE NEMO	40,670	46,735
291011AU8 EMERSON ELEC CO	25,379	27,956
291011AX2 EMERSON ELECTRIC CO	15,184	17,739
369604AY9 GENERAL ELECTRIC COM	25,955	26,053
369604BC6 GENERAL ELECTRIC CO	15,018	17,216
377372AD9 GLAXOSMITHKLINE CAPI	50,668	60,181
427866AM0 HERSHEY CO	9,969	11,160
459200GM7 IBM CORPORATION	49,749	67,098
494368AR4 KIMBERLY CLARK CORP	10,315	10,054
494368BB8 KIMBERLY-CLARK	26,953	30,580
68389XAC9 ORACLE CORP	50,795	60,674
724479AG5 PITNEY BOWES INC	49,659	52,887
78387GAP8 SBC COMMUNICATIONS	49,918	55,072
931142BY8 WAL-MART STORES	39,821	44,795
976656BX5 WISCONSIN ELECTRIC	9,699	10,480

TY 2011 Investments Corporate
Stock Schedule

Name: PROCTOR-MULLIGAN FOUNDATION
EIN: 43-6880485

Name of Stock	End of Year Book Value	End of Year Fair Market Value
548661107 LOWES CO		
580135101 MCDONALDS CORP	72,676	120,396
778296103 ROSS STORES	82,772	237,650
824348106 SHERWIN WILLIAMS CO		
948626106 WEIGHT WATCHERS		
054303102 AVON PROD		
487836108 KELLOGG CO	103,255	101,140
713448108 PEPSICO INC	103,229	112,132
742718109 PROCTER & GAMBLE CO	59,470	66,710
931142103 WAL MART STORES	48,022	60,059
81369Y506 AMEX ENERGY		
166764100 CHEVRON CORP	120,068	156,408
30231G102 EXXON MOBIL	113,154	120,359
674599105 OCCIDENTAL PETE	71,167	97,917
025816109 AMERICAN EXPRESS	12,631	22,642
084670702 BERKSHIRE HATHAWAY	112,033	114,450
354613101 FRANKLIN RESOURCES		
46625H100 JPMORGAN CHASE & CO	73,033	57,356
857477103 STATE STREET CORP	75,736	69,736
902973304 US BANCORP	75,021	84,802
478160104 JOHNSON & JOHNSON	101,196	104,928
703395103 PATTERSON CO		
717081103 PFIZER INC		
74834L100 QUEST DIAGNOSTIC		
883556102 THERMO FISHER	58,202	44,970
941848103 WATERS CORP	76,950	99,968
053611109 AVERY DENNISON CORP		
31428X106 FEDEX CORP		
349853101 FORWARD AIR		
452308109 ILLINOIS TOOL WORKS		
88579Y101 3M CO	93,893	96,033
00846U101 AGILENT TECHNOLOGIES		
053015103 AUTOMATIC DATA		
055921100 BMC SOFTWARE	46,004	45,892
17275R102 CISCO SYSTEMS	25,476	21,696
464281101 HENRY JACK & ASSOC		
459200101 INTERNATIONAL BUS	129,363	207,784
594918104 MICROSOFT CORP	127,942	114,224
959802109 WESTERN UNION	107,807	89,839
690768403 OWENS ILL INC		
826552101 SIGMA ALDRICH CORP		
810186106 THE SCOTTS MIRACLE		
00206R102 AT & T INC	93,610	108,864
816851109 SEMPRA ENERGY		
25243Q205 DIAGEO PLC	40,100	78,678
H5833N103 NOBLE CORPORATION		
83175M205 SMITH & NEPHEW PLC		
H89128104 TYCO INTERNATIONAL	84,878	149,472
015271109 ALEXANDRIA RE		
00163T109 AMB PPTY CORP		
78464A607 SPDR DOW JONES REIT	25,150	33,488
037833100 APPLE INC	45,129	50,625
04314H204 ARTISAN INTERNATIONA	75,000	65,778
04315J837 ARTIO INTERNATIONAL	83,000	95,500
088606108 BHP BILLITON LIMITED	64,284	54,385
097023105 BOEING CO	23,943	25,673
150870103 CELANESE CORP	46,130	40,950
20030N101 COMCAST CORP CLASS A	27,648	28,452
22544R305 CREDIT SUISSE COMM R	150,000	129,022
25264S833 DIAMOND HILL LONG-SH	75,000	77,803
256206103 DODGE & COX INT'L ST	75,000	63,510
268648102 E M C CORP MASS	25,415	21,540
339128100 JP MORGAN MID CAP VA	100,000	101,962
38142Y401 GOLDMAN SACHS GRTH O	100,000	94,655
428236103 HEWLETT PACKARD CO	20,832	15,456
448108100 HUSSMAN STRATEGIC GR	75,000	76,539
458140100 INTEL CORP	24,150	26,675
487300808 KEELEY SMALL CAP VAL	100,000	94,511
589509108 MERGER FD SH BEN INT	50,000	48,902
683974505 OPPENHEIMER DEVELOPI	100,000	83,801
78463X863 SPDR DJ WILSHIRE INT	175,303	142,439
87234N849 TCW SMALL CAP GROWTH	100,000	92,904
872540109 TJX COS INC NEW	21,524	25,820
87612E106 TARGET CORP	24,820	25,610
907818108 UNION PACIFIC CORP	41,803	45,025
922042858 VANGUARD MSCI EMERGI	220,068	176,530
922908553 VANGUARD REIT VIPER	174,834	167,910

TY 2011 Investments Government Obligations Schedule

Name: PROCTOR-MULLIGAN FOUNDATION

EIN: 43-6880485

US Government Securities - End of

Year Book Value:

122,253

US Government Securities - End of

Year Fair Market Value:

136,701

**State & Local Government
Securities - End of Year Book
Value:**

**State & Local Government
Securities - End of Year Fair
Market Value:**

TY 2011 Other Decreases Schedule**Name:** PROCTOR-MULLIGAN FOUNDATION**EIN:** 43-6880485

Description	Amount
MUTUAL FUNDS POSTING NEXT TAX YR EFFECTIVE CURRENT	1,802
RETURN OF CAPITAL ADJUSTMENT	32
ROUNDING	9

TY 2011 Other Expenses Schedule

Name: PROCTOR-MULLIGAN FOUNDATION

EIN: 43-6880485

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADR FEES	26	26		0

TY 2011 Other Income Schedule

Name: PROCTOR-MULLIGAN FOUNDATION

EIN: 43-6880485

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
PR YR TAX REFUND	663	0	

TY 2011 Other Increases Schedule

Name: PROCTOR-MULLIGAN FOUNDATION

EIN: 43-6880485

Description	Amount
MUTUAL FUNDS POSTING CURRENT TAX YR EFFECTIVE PREVIOUS	1
INCOME POSTING IN CURRENT YR EFFECTIVE NEXT YR	32

TY 2011 Taxes Schedule**Name:** PROCTOR-MULLIGAN FOUNDATION**EIN:** 43-6880485

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL ESTIMATES - PRINCIPAL	666	0		0
FOREIGN TAXES ON QUALIFIED FOR	791	791		0
FOREIGN TAXES ON NONQUALIFIED	458	458		0