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# INTERNAL REVENUE SERVICE

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

OMB No 1545-0052

2011

Form **990-PF**  
Department of the Treasury  
Internal Revenue Service

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

For calendar year 2011 or tax year beginning , 2011, and ending , 20

Name of foundation <b>RALPH L. SMITH FOUNDATION</b>		A Employer identification number <b>44-6008508</b>						
Number and street (or P.O. box number if mail is not delivered to street address) <b>BANK OF AMERICA, N.A. P.O. BOX 831041</b>		B Telephone number (see instructions) <b>(800) 357-7094</b>						
City or town, state, and ZIP code <b>DALLAS, TX 75283-1041</b>		C If exemption application is pending, check here <input type="checkbox"/>						
G Check all that apply: <table border="0"> <tr> <td><input type="checkbox"/> Initial return</td> <td><input type="checkbox"/> Initial return of a former public charity</td> </tr> <tr> <td><input type="checkbox"/> Final return</td> <td><input type="checkbox"/> Amended return</td> </tr> <tr> <td><input type="checkbox"/> Address change</td> <td><input type="checkbox"/> Name change</td> </tr> </table>		<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity	<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return	<input type="checkbox"/> Address change	<input type="checkbox"/> Name change	D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity							
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return							
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change							
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>						
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) <b>\$ 12,049,173.</b>		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>						
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____								

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 (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	282,270.	282,270.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	552,373.			
	b Gross sales price for all assets on line 6a	2,668,181.			
	7 Capital gain net income (from Part IV, line 2)		552,373.		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less: Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	834,643.	834,643.		
	13 Compensation of officers, directors, trustees, etc.	37,292.	22,375.		14,917.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	2,400.	NONE	NONE	2,400.
	c Other professional fees (attach schedule)	48,567.	48,567.		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	9,232.			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	8,386.			8,386.
	22 Printing and publications				
	23 Other expenses (attach schedule)	1,445.			1,445.
	24 Total operating and administrative expenses. Add lines 13 through 23	107,322.	70,942.	NONE	27,148.
	25 Contributions, gifts, grants paid	579,250.			579,250.
	26 Total expenses and disbursements. Add lines 24 and 25	686,572.	70,942.	NONE	606,398.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	148,071.			
	b Net investment income (if negative, enter -0-)		763,701.		
	c Adjusted net income (if negative, enter -0-)				

For Paperwork Reduction Act Notice, see instructions.

JSA

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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	Savings and temporary cash investments . . . . .	543,773.	546,756.	546,756.	
	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 schedule) ▶ Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use . . . . .				
	9	Prepaid expenses and deferred charges . . . . .				
	10 a	Investments - U S and state government obligations (attach schedule), .	1,633,845.	1,196,584.	1,250,061.	
	b	Investments - corporate stock (attach schedule) . . . . .	6,414,793.	6,037,332.	8,836,308.	
	c	Investments - corporate bonds (attach schedule). . . . .	250,862.	250,862.	250,608.	
	11	Investments - land, buildings, and equipment: basis Less: accumulated depreciation ▶ (attach schedule)				
	12	Investments - mortgage loans . . . . .				
	13	Investments - other (attach schedule) . . . . .	208,940.	1,169,070.	1,165,440.	
	14	Land, buildings, and equipment: basis Less: accumulated depreciation ▶ (attach schedule)				
15	Other assets (describe ▶)					
16	<b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I) . . . . .	9,052,213.	9,200,604.	12,049,173.		
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	<b>Total liabilities</b> (add lines 17 through 22) . . . . .					
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 and complete lines 27 through 31. <input checked="" type="checkbox"/>					
	27	Capital stock, trust principal, or current funds . . . . .	9,052,213.	9,200,604.		
	28	Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .				
	29	Retained earnings, accumulated income, endowment, or other funds . .				
	30	<b>Total net assets or fund balances</b> (see instructions) . . . . .	9,052,213.	9,200,604.		
	31	<b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .	9,052,213.	9,200,604.		

**Part III Analysis of Changes in Net Assets or Fund Balances**

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return) . . . . .	1	9,052,213.
2	Enter amount from Part I, line 27a . . . . .	2	148,071.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3	1,830.
4	Add lines 1, 2, and 3 . . . . .	4	9,202,114.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5	1,510.
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6	9,200,604.

**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.)
<b>1a PUBLICLY TRADED SECURITIES</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
(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)		
<b>a</b> 2,666,889.		2,115,808.	551,081.		
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
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			
<b>a</b>			551,081.		
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>2 Capital gain net income or (net capital loss)</b>			<b>2</b>	552,373.	
{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }					
<b>3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):</b>			<b>3</b>		
If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 . . . . .					

**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 (col. (b) divided by col. (c))
2010	664,406.	11,689,745.	0.056837
2009	2,053,727.	11,356,577.	0.180840
2008	5,430,075.	14,295,238.	0.379852
2007	1,219,829.	20,398,053.	0.059801
2006	1,107,951.	19,785,152.	0.055999
<b>2 Total of line 1, column (d)</b>			<b>2</b> 0.733329
<b>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</b>			<b>3</b> 0.146666
<b>4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5</b>			<b>4</b> 12,298,645.
<b>5 Multiply line 4 by line 3</b>			<b>5</b> 1,803,793.
<b>6 Enter 1% of net investment income (1% of Part I, line 27b)</b>			<b>6</b> 7,637.
<b>7 Add lines 5 and 6</b>			<b>7</b> 1,811,430.
<b>8 Enter qualifying distributions from Part XII, line 4</b>			<b>8</b> 606,398.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. . . . . Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . .		1	15,274.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . . . .		2	
3 Add lines 1 and 2 . . . . .		3	15,274.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . . . .		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- . . . . .		5	15,274.
6 Credits/Payments:			
a 2011 estimated tax payments and 2010 overpayment credited to 2011 . . . . .	6a	8,676.	
b Exempt foreign organizations - tax withheld at source . . . . .	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868) . . . . .	6c	NONE	
d Backup withholding erroneously withheld . . . . .	6d		
7 Total credits and payments. Add lines 6a through 6d . . . . .	7	8,676.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached . . . . .	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . .	9	6,598.	
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 type="checkbox"/> Refunded <input type="checkbox"/> . . . . .	11		

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . . . .		X
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)? . . . . . If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year? . . . . .		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes . . . . .		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .		X
b If "Yes," has it filed a tax return on Form 990-T for this year? . . . . .		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . . . .	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► 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 . . . . .	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV . . . . .		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses . . . . .		X

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address <b>NONE</b>				
14	The books are in care of <b>BANK OF AMERICA, N.A.</b> Telephone no. <b>(816) 292-4342</b> Located at <b>1200 MAIN ST, 14TH FL, KANSAS CITY, MO</b> ZIP + 4 <b>64105-2100</b>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <b>15</b>			
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 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 <b>▶</b>				

**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
<b>1a</b> During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
<b>b</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)?		X
Organizations relying on a current notice regarding disaster assistance check here <b>▶</b> <input type="checkbox"/>		
<b>c</b> 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?		X
<b>2</b> 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))		
<b>a</b> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
If "Yes," list the years <b>▶</b>		
<b>b</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)		X
<b>c</b> If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <b>▶</b>		
<b>3a</b> Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
<b>b</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.)		
<b>4a</b> Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
<b>b</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?		X

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**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)****5a** During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (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**Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

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

**6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ **6b** 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? ☐ **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
SEE STATEMENT 9		37,292.	- 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		NONE	NONE	NONE

**Total** number of other employees paid over \$50,000 ☐ NONE

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**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		NONE
Total number of others receiving over \$50,000 for professional services . . . . .		NONE

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	
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 NONE	
2 NONE	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3 . . . . .	

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	12,485,934.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	NONE
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	NONE
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	12,485,934.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	NONE
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	12,485,934.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	187,289.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	12,298,645.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	614,932.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	614,932.
<b>2a</b>	Tax on investment income for 2011 from Part VI, line 5	<b>2a</b>	15,274.
<b>b</b>	Income tax for 2011. (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	15,274.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	599,658.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	NONE
<b>5</b>	Add lines 3 and 4	<b>5</b>	599,658.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	NONE
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	599,658.

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	606,398.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	NONE
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	NONE
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	NONE
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	606,398.
<b>5</b>	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)	<b>5</b>	N/A
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	606,398.

**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
<b>1</b> Distributable amount for 2011 from Part XI, line 7 . . . . .				599,658.
<b>2</b> Undistributed income, if any, as of the end of 2011:				
<b>a</b> Enter amount for 2010 only . . . . .			NONE	
<b>b</b> Total for prior years 20 <u>09</u> , 20 <u>  </u> , 20 <u>  </u> . . . . .		NONE		
<b>3</b> Excess distributions carryover, if any, to 2011:				
<b>a</b> From 2006 . . . . .	160,085.			
<b>b</b> From 2007 . . . . .	232,838.			
<b>c</b> From 2008 . . . . .	4,717,029.			
<b>d</b> From 2009 . . . . .	1,491,634.			
<b>e</b> From 2010 . . . . .	88,593.			
<b>f</b> Total of lines 3a through e . . . . .	6,690,179.			
<b>4</b> Qualifying distributions for 2011 from Part XII, line 4: ► \$ <u>606,398.</u>				
<b>a</b> Applied to 2010, but not more than line 2a . . . . .			NONE	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions) . . . . .		NONE		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions) . . . . .	NONE			
<b>d</b> Applied to 2011 distributable amount . . . . .				599,658.
<b>e</b> Remaining amount distributed out of corpus . . . . .	6,740.			
<b>5</b> Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e. Subtract line 5 . . . . .	6,696,919.			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b . . . . .		NONE		
<b>c</b> 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 . . . . .		NONE		
<b>d</b> Subtract line 6c from line 6b Taxable amount - see instructions . . . . .		NONE		
<b>e</b> Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instructions . . . . .			NONE	
<b>f</b> Undistributed income for 2011. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012 . . . . .				NONE
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . . . .	NONE			
<b>8</b> Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions) . . . . .	160,085.			
<b>9</b> Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a . . . . .	6,536,834.			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2007 . . . . .	232,838.			
<b>b</b> Excess from 2008 . . . . .	4,717,029.			
<b>c</b> Excess from 2009 . . . . .	1,491,634.			
<b>d</b> Excess from 2010 . . . . .	88,593.			
<b>e</b> Excess from 2011 . . . . .	6,740.			

**Part XIV Private Operating Foundations** (see instructions and Part VII-A, question 9)**NOT APPLICABLE****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)

**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 XV Supplementary Information** (Complete this part only if the foundation 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:

SEE STATEMENT 11

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

SEE ATTACHED STATEMENT FOR LINE 2

**c** Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

**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)				
<b>a</b> <i>Paid during the year</i>  SEE STATEMENT 30				
<b>Total</b> . . . . .			▶ <b>3a</b>	579,250.
<b>b</b> <i>Approved for future payment</i>				
<b>Total</b> . . . . .			▶ <b>3b</b>	





## FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
AFLAC INC COM	1,500.	1,500.
ALBERTO-CULVER CO NEW COM	510.	510.
AMETEK AEROSPACE PRODS INC COM	1,440.	1,440.
AUTOMATIC DATA PROCESSING INC COM	7,788.	7,788.
BB&T CORP COM	4,980.	4,980.
BALCHEM CORP COM	632.	632.
BOFA TREASURY RESERVES TRUST CLASS	13.	13.
C H ROBINSON WORLDWIDE INC COM	3,886.	3,886.
CHURCH & DWIGHT CO COM	1,190.	1,190.
CISCO SYSTEMS INC COM	510.	510.
DANAHER CORP COM	454.	454.
ECOLAB INC COM	3,500.	3,500.
EXPEDITORS INTL WASH INC	2,125.	2,125.
FASTENAL CO COM	1,080.	1,080.
FEDERAL FARM CR BKS CONS BD	4,489.	4,489.
FEDERAL HOME LOAN BKS CONS BD	9,000.	9,000.
FEDERAL HOME LN BKS CONS BD	9,000.	9,000.
FEDERAL HOME LN BKS CONS BD	5,000.	5,000.
GOVERNMENT NATL MTG ASSN POOL #686884	15,875.	15,875.
ILLINOIS TOOL WORKS INC COM	6,210.	6,210.
ISHARES BARCLAYS 1-3 YR CR BD FUND	3,967.	3,967.
JOHNSON & JOHNSON COM	6,224.	6,224.
KIMBERLY CLARK CORP	45,574.	45,574.
MARSHALL & ILSLEY CORP NEW COM	340.	340.
MEDTRONIC INC COM	1,211.	1,211.
MICROSOFT CORP	5,334.	5,334.
NATIONAL CITY CAP TR II GTD TR PFD SECS	4,969.	4,969.
NATIONAL CITY CAP TR IV ENHANCED TR PFD	11,000.	11,000.
NATIONAL CITY CAP TR III TR PFD SECS	5,649.	5,649.
NORTHERN TR CORP COM	2,842.	2,842.
ORACLE CORPORATION COM,	1,495.	1,495.
PAYCHEX INC COM	6,022.	6,022.

## FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
PEPSICO INC COM	4,975.	4,975.
PRIVATE EXPT FDG CORP SECD NT SER R	19,896.	19,896.
PRIVATE EXPT FDG CORP SECD NT SER V	9,800.	9,800.
PROCTER & GAMBLE CO COM	6,582.	6,582.
PRIVATEBANCORP INC COM	510.	510.
QUALCOMM INC	2,923.	2,923.
SCHLUMBERGER LTD COM	2,832.	2,832.
STARBUCKS CORP	3,126.	3,126.
STRYKER CORP COM	2,340.	2,340.
TJX COMPANIES INC NEW COM	1,406.	1,406.
TARGET CORP	3,285.	3,285.
US BANCORP DEL COM NEW	3,188.	3,188.
USB CAP XI GTD TR PFD SECS	11,550.	11,550.
USB CAP XII GTD TR PFD SECS	3,150.	3,150.
VANGUARD TOTAL BD MARKET ETF	4,805.	4,805.
VANGUARD SHORT-TERM CORPORATE BOND ETF	8,868.	8,868.
WACHOVIA CAP TR IV GTD TR PFD SECS	3,188.	3,188.
WALGREEN CO COM	4,716.	4,716.
WELLS FARGO & CO FDIC GTD NT	1,321.	1,321.
WELLS FARGO & CO NEW PFD DEP SHS SER J	10,000.	10,000.
	-----	-----
TOTAL	282,270.	282,270.
	=====	=====



## FORM 990PF, PART I - ACCOUNTING FEES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
-----	-----	-----	-----	-----
TAX PREPARATION FEE - BANK OF AMERICA, N.A.	2,400.			2,400.
	-----	-----	-----	-----
TOTALS	2,400.	NONE	NONE	2,400.
	=====	=====	=====	=====

## FORM 990PF, PART I - OTHER PROFESSIONAL FEES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
INVESTMENT MGMT FEES - CAPITAL INVESTMENT SERVICES OF AMERICA	48,567.	48,567.
	-----	-----
TOTALS	48,567.	48,567.
	=====	=====

FORM 990PF, PART I - TAXES  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
EXCISE TAX - PRIOR YEAR	556.
FEDERAL EXCISE ESTIMATES	8,676.
	-----
TOTALS	9,232.
	=====

FORM 990PF, PART I - OTHER EXPENSES  
=====

REVENUE  
AND  
EXPENSES  
PER BOOKS  
-----

CHARITABLE  
PURPOSES  
-----

DESCRIPTION  
-----

D & O LIABILITY INSURANCE  
MEMBERSHIP DUES - ASSOCIATION  
OF SMALL FOUNDATIONS

750.

750.

695.

695.

TOTALS

-----  
1,445.  
=====

-----  
1,445.  
=====

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES  
=====DESCRIPTION  
-----AMOUNT  
-----

YEAR-END SALES ADJUSTMENT - 2011

32.

MUTUAL FUND ADJUSTMENT - 2010

1,798.

TOTAL

-----  
1,830.  
=====

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES  
=====DESCRIPTION  
-----AMOUNT  
-----

MUTUAL FUND ADJUSTMENT - 2011	1,467.
YEAR-END SALES ADJUSTMENT - 2010	35.
NET ROUNDING	8.

TOTAL

-----  
1,510.  
=====

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES  
=====

## OFFICER NAME:

BANK OF AMERICA, N.A.

## ADDRESS:

P.O. BOX 219119

KANSAS CITY, MO 64121-9119

## TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 20

COMPENSATION ..... 37,292.

## OFFICER NAME:

PAUL N. DOUTHAT; C/O BOA

## ADDRESS:

P.O. BOX 219119

KANSAS CITY, MO 64121-9119

## TITLE:

MANAGER

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

## OFFICER NAME:

NEIL T. SMITH; C/O BOA

## ADDRESS:

P.O. BOX 219119

KANSAS CITY, MO 64121-9119

## TITLE:

MANAGER

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

## OFFICER NAME:

ELIZABETH SMITH; C/O BOA

## ADDRESS:

P.O. BOX 219119

KANSAS CITY, MO 64121-9119

## TITLE:

MANAGER

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

=====

OFFICER NAME:

NEIL T. DOUTHAT; C/O BOA

ADDRESS:

P.O. BOX 219119

KANSAS CITY, MO 64121-9119

TITLE:

MANAGER

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:

SUZANNE D. BIRKANS; C/O BOA

ADDRESS:

P.O. BOX 219119

KANSAS CITY, MO 64121-9119

TITLE:

MANAGER

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

TOTAL COMPENSATION:

37,292.

=====



RECIPIENT NAME:

JAMES J. MUETH - BANK OF AMERICA,N.A.

ADDRESS:

P.O. BOX 219119

KANSAS CITY, MO 64121-9119

RECIPIENT'S PHONE NUMBER: 816-292-4342

FORM, INFORMATION AND MATERIALS:

LETTER OF NO MORE THAN 3 PAGES WITH APPROPRIATE ATTACHMENTS-

ATTACHMENTS TO BE DETERMINED UPON INITIAL TELEPHONE CALL

SUBMISSION DEADLINES:

NONE

RESTRICTIONS OR LIMITATIONS ON AWARDS:

RELIGIOUS, CHARITABLE, SCIENTIFIC, LITERARY, EDUCATIONAL AND  
ELEEMOSYNARY PURPOSES FOR THE BENEFIT OF THE PUBLIC

=====

## RECIPIENT NAME:

TWIN CITIES CONCERT ASSOCIATION

## ADDRESS:

P.O. BOX 205

NEVADA CITY, CA 95959

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

IN CONCERT SIERRA

## FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID ..... 500.

## RECIPIENT NAME:

CHILD ADVOCATES OF NEVADA COUNTY

## ADDRESS:

531 UREN ST

NEVADA CITY, CA 95959

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

SUPPORT 'CASA, A VOICE FOR CHILDREN'

## FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID ..... 500.

## RECIPIENT NAME:

THE SISTERS OF ST LOUIS

## ADDRESS:

22300 MULHOLLAND DR

WOODLAND HILLS, CA 91364

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

UNRESTRICTED CONTRIBUTION

## FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID ..... 5,000.

RECIPIENT NAME:  
MULTIPLE SCLEROSIS SOCIETY  
ADDRESS:  
7611 STATE LINE, SUITE 100  
KANSAS CITY, MO 64114  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
SUPPORT OLD WEST LAWRENCE WALKERS  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC 501(C) (3)  
AMOUNT OF GRANT PAID ..... 500.

RECIPIENT NAME:  
HOSPICE OF THE FOOTHILLS  
ADDRESS:  
11270 ROUGH & READY HWY  
GRASS VALLEY, CA 95945  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
UNRESTRICTED CONTRIBUTION  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC 501(C) (3)  
AMOUNT OF GRANT PAID ..... 500.

RECIPIENT NAME:  
THE FRIENDSHIP CLUB  
ADDRESS:  
138 NEW MOHAWK RD #275  
NEVADA CITY, CA 95959  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
UNRESTRICTED CONTRIBUTION  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC 501(C) (3)  
AMOUNT OF GRANT PAID ..... 500.

RECIPIENT NAME:  
FOOD BANK OF NEVADA COUNTY INC.  
ADDRESS:  
578 SUTTON WAY, SUITE 187  
GRASS VALLEY, CA  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
UNRESTRICTED CONTRIBUTION  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC 501(C) (3)  
AMOUNT OF GRANT PAID ..... 500.

RECIPIENT NAME:  
THE PLAZA ACADEMY  
ADDRESS:  
601 WESTPORT RD  
KANSAS CITY, MO 64171  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
UNRESTRICTED CONTRIBUTION  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC 501(C) (3)  
AMOUNT OF GRANT PAID ..... 1,000.

RECIPIENT NAME:  
HABITAT FOR HUMANITY INTERNATIONAL,  
INC.  
ADDRESS:  
P.O. BOX 2997  
GRASS VALLEY, CA 95945  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
UNRESTRICTED CONTRIBUTION  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC 501(C) (3)  
AMOUNT OF GRANT PAID ..... 500.

RECIPIENT NAME:  
PENINSULA OPEN SPACE TRUST  
ADDRESS:  
222 HIGH ST  
PALO ALTO, CA 94601  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
SUPPORT THE WAVECREST PROJECT  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC 501(C)(3)  
AMOUNT OF GRANT PAID ..... 28,000.

RECIPIENT NAME:  
UCLA  
ADDRESS:  
900 HILGUARD AVE, SUITE 301  
LOS ANGELES, CA 90044  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
SUPPORT UNICAMP  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC 501(C)(3)  
AMOUNT OF GRANT PAID ..... 10,000.

RECIPIENT NAME:  
BOYS & GIRLS CLUBS OF GREATER  
KANSAS CITY  
ADDRESS:  
6301 ROCKHILL RD, SUITE 303  
KANSAS CITY, MO 64131  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
UNRESTRICTED CONTRIBUTION  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC 501(C)(3)  
AMOUNT OF GRANT PAID ..... 1,000.

RECIPIENT NAME:

UNIVERSITY OF DENVER - DANIELS  
COLLEGE OF BUSINESS

ADDRESS:

2101 S UNIVERSITY BLVD  
DENVER, CO 80208

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

JAMES J & JEAN JOHNSTON ENDOWMENT FUND

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C) (3)

AMOUNT OF GRANT PAID ..... 1,500.

RECIPIENT NAME:

PEMBROKE HILL SCHOOL

ADDRESS:

5121 STATE LINE RD  
KANSAS CITY, MO 64112

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

UNRESTRICTED CONTRIBUTION

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C) (3)

AMOUNT OF GRANT PAID ..... 1,000.

RECIPIENT NAME:

HARVESTERS COMMUNITY FOOD  
NETWORK

ADDRESS:

1811 N TOPPING AVE  
KANSAS CITY, MO 64129

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

UNRESTRICTED CONTRIBUTION

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C) (3)

AMOUNT OF GRANT PAID ..... 7,000.

=====

## RECIPIENT NAME:

YMCA OF GREATER KANSAS CITY

## ADDRESS:

3100 BROADWAY, SUITE 1020

KANSAS CITY, MO 64111

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

UNRESTRICTED CONTRIBUTION

## FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C) (3)

AMOUNT OF GRANT PAID ..... 1,000.

## RECIPIENT NAME:

CHILDREN'S MERCY HOSPITAL

## ADDRESS:

2401 GILLHAM RD

KANSAS CITY, MO 64108

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

UNRESTRICTED CONTRIBUTION

## FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C) (3)

AMOUNT OF GRANT PAID ..... 4,000.

## RECIPIENT NAME:

POWELL GARDENS

## ADDRESS:

1609 NW US HIGHWAY 50

KINGSVILLE, MO 64061-9000

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

UNRESTRICTED CONTRIBUTION

## FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C) (3)

AMOUNT OF GRANT PAID ..... 2,000.

=====

## RECIPIENT NAME:

DRUID HILLS PRESBYTERIAN  
CHURCH

## ADDRESS:

1026 PONCE DE LEON AVE  
ATLANTA, GA 30306

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

SUPPORT NIGHT SHELTER AKA JOURNEY - CD

## FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C) (3)

AMOUNT OF GRANT PAID ..... 10,000.

## RECIPIENT NAME:

ORME SCHOOL

## ADDRESS:

HC 63, BOX 3040  
ORME, AZ 86333

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

UNRESTRICTED CONTRIBUTION

## FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C) (3)

AMOUNT OF GRANT PAID ..... 100,000.

## RECIPIENT NAME:

LITTLE BIG HORN COLLEGE

## ADDRESS:

P.O. BOX 370  
CROW AGENCY, MT 59022

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

SUPPORT SCHOLARSHIP PROGRAM

## FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C) (3)

AMOUNT OF GRANT PAID ..... 500.



RECIPIENT NAME:  
NORTH AMERICAN FOLK MUSIC AND  
DANCE ALLIANCE, INC.  
ADDRESS:  
5232 E 2ND ST  
TUCSON, AZ 85711  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
SUPPORT ODAIKO-SONORA FOR TAIKO DRUMMERS  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC 501(C) (3)  
AMOUNT OF GRANT PAID ..... 1,000.

RECIPIENT NAME:  
UNIVERSITY OF ARIZONA FOUNDATION  
ADDRESS:  
P.O. BOX 210109  
TUCSON, AZ 85721  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
SUPPORT METEORITE FUND  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC 501(C) (3)  
AMOUNT OF GRANT PAID ..... 500.

RECIPIENT NAME:  
UNIVERSITY OF ARIZONA FOUNDATION  
ADDRESS:  
P.O. BOX 210109  
TUCSON, AZ 85721  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
SUPPORT PHYSICS BUS PROJECT  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC 501(C) (3)  
AMOUNT OF GRANT PAID ..... 5,000.

RECIPIENT NAME:  
TUCSON BOTANICAL GARDENS  
ADDRESS:  
2150 N ALVERNON WAY  
TUCSON, AZ 85712  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
UNRESTRICTED CONTRIBUTION  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC 501(C) (3)  
AMOUNT OF GRANT PAID ..... 750.

RECIPIENT NAME:  
TSI-AKIM CORPORATION -  
MAIDU TRIBAL COUNCIL  
ADDRESS:  
760 S AUBUM ST, SUITE C-2  
GRASS VALLEY, CA 95945  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
UNRESTRICTED CONTRIBUTION  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC 501(C) (3)  
AMOUNT OF GRANT PAID ..... 1,000.

RECIPIENT NAME:  
SOUTHERN OREGON UNIVERSITY  
FOUNDATION  
ADDRESS:  
1250 SISKIYOU BLVD  
ASHLAND, OR 97520  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
SUPPORT NATIVE AMERICAN STUDIES  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC 501(C) (3)  
AMOUNT OF GRANT PAID ..... 1,750.

=====

## RECIPIENT NAME:

MARGARET LANDELL SCHOOL

## ADDRESS:

9739 DENNI ST

CYPRESS, CA 90630

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

UNRESTRICTED CONTRIBUTION

## FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID ..... 5,500.

## RECIPIENT NAME:

NEVADA CITY SCHOOLS FOUNDATION

## ADDRESS:

800 HOOVER LN

NEVADA CITY, CA 95959

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

SUPPORT SEVEN HILLS SCHOOL CHORAL FUND

## FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID ..... 500.

## RECIPIENT NAME:

CHICAGO PARK SCHOOL

## ADDRESS:

15725 MOUNT OLIVE RD

CHICAGO PARK, CA 95712

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

UNRESTRICTED CONTRIBUTION

## FOUNDATION STATUS OF RECIPIENT:

EXEMPT - LOCAL GOVT

AMOUNT OF GRANT PAID ..... 1,500.

=====

## RECIPIENT NAME:

ST. MARY'S OF MEDFORD INC.

## ADDRESS:

816 N BLACK OAK DR

MEDFORD, OR 97504

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

SUPPORT STUDENT SCHOLARSHIPS

## FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID ..... 1,000.

## RECIPIENT NAME:

STUDENTS RUN LA

## ADDRESS:

5252 CREBS AVE

TARZANA, CA 91356

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

SUPPORT MARATHON TRAINING

## FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID ..... 10,000.

## RECIPIENT NAME:

SAINT ANNE SCHOOL

## ADDRESS:

2015 COLOADO AVE

SANTA MONICA, CA 90404

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

STUDENT TUITION SCHOLARSHIPS

## FOUNDATION STATUS OF RECIPIENT:

EXEMPT - CHURCH

AMOUNT OF GRANT PAID ..... 10,000.

=====

## RECIPIENT NAME:

SAINT RAPHAEL CATHOLIC SCHOOL

## ADDRESS:

924 W 70TH ST

LOS ANGELES, CA 90044

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

STUDENT TUITION SCHOLARSHIPS

## FOUNDATION STATUS OF RECIPIENT:

EXEMPT - CHURCH

AMOUNT OF GRANT PAID ..... 10,000.

## RECIPIENT NAME:

CLARE FOUNDATION

## ADDRESS:

1871 9TH ST

SANTA MONICA, CA 90404

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

UNRESTRICTED CONTRIBUTION

## FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID ..... 5,000.

## RECIPIENT NAME:

BIG BROTHERS OF GREATER LOS

ANGELES, INC.

## ADDRESS:

800 S FIGUEROA ST, SUITE 620

LOS ANGELES, CA 90017

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

UNRESTRICTED CONTRIBUTION

## FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID ..... 20,000.

RECIPIENT NAME:  
ALZHEIMERS ASSOCIATION  
ADDRESS:  
225 N MICHIGAN AVE, FL 17  
CHICAGO, IL 60601  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
FUNDING FOR RESEARCH ONLY  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC 501(C) (3)  
AMOUNT OF GRANT PAID ..... 20,000.

RECIPIENT NAME:  
CHILDRENS HOSPITAL OF LOS ANGELES  
ADDRESS:  
4650 SUNSET BLVD MS #29  
LOS ANGELES, CA 90027  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
UNRESTRICTED CONTRIBUTION  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC 501(C) (3)  
AMOUNT OF GRANT PAID ..... 15,000.

RECIPIENT NAME:  
TUTWILER CLINIC  
ADDRESS:  
205 ALMA ST  
TUTWILER, MS 38963  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
UNRESTRICTED CONTRIBUTION  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC 501(C) (3)  
AMOUNT OF GRANT PAID ..... 5,000.

RECIPIENT NAME:  
ST. JOSEPH CENTER  
ADDRESS:  
204 HAMPTON DR  
VENICE, CA 90291  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
UNRESTRICTED CONTRIBUTION  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC 501(C) (3)  
AMOUNT OF GRANT PAID ..... 5,000.

RECIPIENT NAME:  
BOYS & GIRLS CLUBS OF SANTA MONICA  
ADDRESS:  
1228 LINCOLN BLVD  
SANTA MONICA, CA 90401  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
UNRESTRICTED CONTRIBUTION  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC 501(C) (3)  
AMOUNT OF GRANT PAID ..... 10,000.

RECIPIENT NAME:  
GREATER KANSAS CITY COMMUNITY  
FOUNDATION  
ADDRESS:  
1055 BROADWAY, SUITE 130  
KANSAS CITY, MO 64105  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
SUPPORT RLS ILLUMINATION DONOR ADVISED FUND  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC 501(C) (3)  
AMOUNT OF GRANT PAID ..... 100,000.

RECIPIENT NAME:  
EMORY UNIVERSITY  
ADDRESS:  
1762 CLIFTON RD, PLAZA 1000  
ATLANTA, GA 30322  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
SUPPORT RALPH L SMITH FOUNDATION FUND  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC 501(C) (3)  
AMOUNT OF GRANT PAID ..... 20,000.

RECIPIENT NAME:  
ALS ASSOCIATION  
ADDRESS:  
1275 K ST NW, SUITE 1050  
WASHINGTON, DC 20005  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
UNRESTRICTED CONTRIBUTION  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC 501(C) (3)  
AMOUNT OF GRANT PAID ..... 10,000.

RECIPIENT NAME:  
VILLAGE PRESBYTERIAN CHURCH  
ADDRESS:  
6641 MISSION RD  
SHAWNEE MISSION, KS 66205  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
UNRESTRICTED CONTRIBUTION  
FOUNDATION STATUS OF RECIPIENT:  
EXEMPT - CHURCH  
AMOUNT OF GRANT PAID ..... 8,000.



=====

## RECIPIENT NAME:

ALS ASSOCIATION - KEITH WORTHINGTON  
CHAPTER

## ADDRESS:

6950 SQUIBB RD, SUITE 210  
MISSION, KS 66202

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

SUPPORT BIOMARKER RESEARCH PROJECT

## FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID ..... 95,000.

## RECIPIENT NAME:

EPISCOPAL COMMUNITY SERVICES

## ADDRESS:

11 E 40TH ST  
KANSAS CITY, MO 64111

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

UNRESTRICTED CONTRIBUTION

## FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID ..... 500.

## RECIPIENT NAME:

NELSON GALLERY FOUNDATION

## ADDRESS:

4525 OAK ST  
KANSAS CITY, MO 64111

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

UNRESTRICTED CONTRIBUTION

## FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID ..... 6,000.

## RECIPIENT NAME:

CRISTO REY KANSAS CITY

## ADDRESS:

211 W LINWOOD BLVD

KANSAS CITY, MO 64111

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

UNRESTRICTED CONTRIBUTION

## FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID ..... 5,000.

## RECIPIENT NAME:

ANIMAL HAVEN

## ADDRESS:

9800 W 67TH ST

MERRIAM, KS 66203

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

UNRESTRICTED CONTRIBUTION

## FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID ..... 250.

## RECIPIENT NAME:

BISHOP MIEGE HIGH SCHOOL

## ADDRESS:

5041 REINHARDT DR

MISSION, KS 66205-1599

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

UNRESTRICTED CONTRIBUTION

## FOUNDATION STATUS OF RECIPIENT:

EXEMPT - CHURCH

AMOUNT OF GRANT PAID ..... 2,000.

RECIPIENT NAME:  
BRIDGE-BRIDGING THE GAP, INC.  
ADDRESS:  
6033 SWOPE PARKWAY  
KANSAS CITY, MO 64130  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
SUPPORT BRDIGE HOME FOR CHILDREN  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC 501(C)(3)  
AMOUNT OF GRANT PAID ..... 500.

RECIPIENT NAME:  
FRONT PORCH ALLIANCE, INC.  
ADDRESS:  
3210 MICHIGAN  
KANSAS CITY, MO 64109  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
UNRESTRICTED CONTRIBUTION  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC 501(C)(3)  
AMOUNT OF GRANT PAID ..... 1,000.

RECIPIENT NAME:  
HABITAT FOR HUMANITY KC, INC.  
ADDRESS:  
1423 E LINWOOD BLVD  
KANSAS CITY, MO 64109  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
UNRESTRICTED CONTRIBUTION  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC 501(C)(3)  
AMOUNT OF GRANT PAID ..... 1,000.

=====

## RECIPIENT NAME:

UNIVERSITY OF MISSOURI

## ADDRESS:

408 CORNELL HALL

COLUMBIA, MO 65211

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

SUPPORT ROBERT TRULASKE COLLEGE OF BUSINESS

## FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID ..... 1,000.

## RECIPIENT NAME:

TRUMAN MEDICAL CENTER

CHARITABLE FOUNDATION

## ADDRESS:

2310 HOLMES, SUITE 735

KANSAS CITY, MO 64108

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

SUPPORT RALPH L SMITH WELLNESS CENTER

## FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID ..... 25,000.

TOTAL GRANTS PAID:

579,250.

=====

**SCHEDULE D**  
**(Form 1041)**

Department of the Treasury  
Internal Revenue Service

# Capital Gains and Losses

► Attach to Form 1041, Form 5227, or Form 990-T. See the instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).

OMB No 1545-0092

**2011**

Name of estate or trust

RALPH L. SMITH FOUNDATION

Employer identification number

44-6008508

**Note:** Form 5227 filers need to complete *only* Parts I and II.

**Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less**

(a) Description of property (Example: 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
<b>1a</b>					

<b>b</b> Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b . . . . .	<b>1b</b>	-11,685.
<b>2</b> Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824 . . . . .	<b>2</b>	
<b>3</b> Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts . . . . .	<b>3</b>	
<b>4</b> Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2010 Capital Loss Carryover Worksheet . . . . .	<b>4</b>	( )
<b>5</b> <b>Net short-term gain or (loss).</b> Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back . . . . . ►	<b>5</b>	-11,685.

**Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year**

(a) Description of property (Example: 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
<b>6a</b>					
LONG-TERM CAPITAL GAIN DIVIDENDS					1,292.

<b>b</b> Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b . . . . .	<b>6b</b>	562,766.
<b>7</b> Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824 . . . . .	<b>7</b>	
<b>8</b> Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts . . . . .	<b>8</b>	
<b>9</b> Capital gain distributions . . . . .	<b>9</b>	
<b>10</b> Gain from Form 4797, Part I . . . . .	<b>10</b>	
<b>11</b> Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2010 Capital Loss Carryover Worksheet . . . . .	<b>11</b>	( )
<b>12</b> <b>Net long-term gain or (loss).</b> Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back . . . . . ►	<b>12</b>	564,058.

For Paperwork Reduction Act Notice, see the instructions for Form 1041.

Schedule D (Form 1041) 2011

<b>Part III Summary of Parts I and II</b>		(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
<b>Caution: Read the instructions before completing this part.</b>				
<b>13</b>	<b>Net short-term gain or (loss)</b> . . . . .	<b>13</b>		-11,685
<b>14</b>	<b>Net long-term gain or (loss):</b>			
a	Total for year . . . . .	<b>14a</b>		564,058
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.) . . . .	<b>14b</b>		
c	28% rate gain . . . . .	<b>14c</b>		
<b>15</b>	<b>Total net gain or (loss).</b> Combine lines 13 and 14a . . . . . ▶	<b>15</b>		552,373

**Note:** If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

<b>Part IV Capital Loss Limitation</b>	
<b>16</b>	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the <b>smaller</b> of: a The loss on line 15, column (3) or b \$3,000 . . . . .

**Note:** If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover.

<b>Part V Tax Computation Using Maximum Capital Gains Rates</b>	
<b>Form 1041 filers.</b> Complete this part <b>only</b> if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.	
<b>Caution:</b> Skip this part and complete the <b>Schedule D Tax Worksheet</b> in the instructions if: • Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or • Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.	
<b>Form 990-T trusts.</b> Complete this part <b>only</b> if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the <b>Schedule D Tax Worksheet</b> in the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.	

<b>17</b>	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34) . . . . .	<b>17</b>	
<b>18</b>	Enter the <b>smaller</b> of line 14a or 15 in column (2) but not less than zero . . . . .	<b>18</b>	
<b>19</b>	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T) . . . . .	<b>19</b>	
<b>20</b>	Add lines 18 and 19 . . . . .	<b>20</b>	
<b>21</b>	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- . . . ▶	<b>21</b>	
<b>22</b>	Subtract line 21 from line 20. If zero or less, enter -0- . . . . .	<b>22</b>	
<b>23</b>	Subtract line 22 from line 17. If zero or less, enter -0- . . . . .	<b>23</b>	
<b>24</b>	Enter the <b>smaller</b> of the amount on line 17 or \$2,300 . . . . .	<b>24</b>	
<b>25</b>	Is the amount on line 23 equal to or more than the amount on line 24? <input type="checkbox"/> <b>Yes.</b> Skip lines 25 and 26; go to line 27 and check the "No" box. <input type="checkbox"/> <b>No.</b> Enter the amount from line 23 . . . . .	<b>25</b>	
<b>26</b>	Subtract line 25 from line 24 . . . . .	<b>26</b>	
<b>27</b>	Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> <b>Yes.</b> Skip lines 27 thru 30, go to line 31 <input type="checkbox"/> <b>No.</b> Enter the smaller of line 17 or line 22 . . . . .	<b>27</b>	
<b>28</b>	Enter the amount from line 26 (If line 26 is blank, enter -0-) . . . . .	<b>28</b>	
<b>29</b>	Subtract line 28 from line 27 . . . . .	<b>29</b>	
<b>30</b>	Multiply line 29 by 15% (.15) . . . . .	<b>30</b>	
<b>31</b>	Figure the tax on the amount on line 23. Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . . .	<b>31</b>	
<b>32</b>	Add lines 30 and 31 . . . . .	<b>32</b>	
<b>33</b>	Figure the tax on the amount on line 17. Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . . .	<b>33</b>	
<b>34</b>	<b>Tax on all taxable income.</b> Enter the <b>smaller</b> of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) . . . . .	<b>34</b>	

Schedule D (Form 1041) 2011

**Department of the Treasury**  
**Internal Revenue Service**

► See instructions for Schedule D (Form 1041).

► **Attach to Schedule D** to list additional transactions for lines 1a and 6a.

2011

Name of estate or trust

Employer identification number

RALPH L. SMITH FOUNDATION

44-6008508

## Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example. 100 sh 7% preferred of "Z" Co.)	(b) Date acquired (mo , day, yr )	(c) Date sold (mo , day, yr )	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 500. NORTHERN TR CORP COM	10/26/2010	08/02/2011	21,802.00	25,094.00	-3,292.00
200. NORTHERN TR CORP COM	10/26/2010	08/02/2011	8,721.00	10,038.00	-1,317.00
1000. BB&T CORP COM	02/03/2011	09/09/2011	21,160.00	28,354.00	-7,194.00
1000. NATIONAL CITY CAP TR PFD SECS 6.625%	11/17/2010	11/15/2011	25,000.00	24,882.00	118.00
<b>1b Total.</b> Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . . .					-11,685.00

<b>1b Total.</b> Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . . .	-11,685.00
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**For Paperwork Reduction Act Notice, see the Instructions for Form 1041.**

Schedule D-1 (Form 1041) 2011

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side.

Employer identification number

RALPH L. SMITH FOUNDATION

44-6008508

**Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year**

(a) Description of property (Example: 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
<b>6a</b> 66. MEDTRONIC INC COM	08/05/1998	01/13/2011	2,443.00	1,944.00	499.00
384. MEDTRONIC INC COM	07/31/1997	01/13/2011	14,212.00	8,554.00	5,658.00
333. MEDTRONIC INC COM	10/31/1997	01/13/2011	12,324.00	7,350.00	4,974.00
534. MEDTRONIC INC COM	09/29/1998	01/13/2011	19,763.00	15,475.00	4,288.00
1400. MEDTRONIC INC COM	02/21/1997	01/13/2011	51,813.00	17,732.00	34,081.00
933. MEDTRONIC INC COM	07/31/1997	01/13/2011	34,530.00	20,783.00	13,747.00
334. MEDTRONIC INC COM	10/31/1997	01/13/2011	12,361.00	7,372.00	4,989.00
133. MEDTRONIC INC COM	02/21/1997	01/13/2011	4,922.00	1,685.00	3,237.00
400. RESMED INC COM	11/29/2007	01/20/2011	12,819.00	9,153.00	3,666.00
600. RESMED INC COM	11/29/2007	01/20/2011	19,228.00	13,729.00	5,499.00
500. STARBUCKS CORP	10/23/2007	01/26/2011	16,535.00	13,045.00	3,490.00
826.49 GOVERNMENT NATL MTG #686884	05/20/2008	01/31/2011	826.00	844.00	-18.00
826.49 GOVERNMENT NATL MTG #686884	05/20/2008	01/31/2011	826.00	844.00	-18.00
1267. MEDTRONIC INC COM	02/21/1997	01/31/2011	48,297.00	16,047.00	32,250.00
500. STARBUCKS CORP	10/23/2007	02/03/2011	16,185.00	13,045.00	3,140.00
500. STERICYCLE INC	07/29/2009	02/03/2011	38,819.00	25,914.00	12,905.00
350. STERICYCLE INC	07/29/2009	02/03/2011	27,173.00	18,140.00	9,033.00
300. STRATASYS INC COM	02/23/2007	02/15/2011	13,378.00	5,738.00	7,640.00
500. STRATASYS INC COM	02/07/2007	02/15/2011	22,297.00	8,036.00	14,261.00
830.91 GOVERNMENT NATL MTG #686884	05/20/2008	02/28/2011	831.00	849.00	-18.00
830.91 GOVERNMENT NATL MTG #686884	05/20/2008	02/28/2011	831.00	849.00	-18.00
600. STARBUCKS CORP	10/23/2007	03/10/2011	22,326.00	15,654.00	6,672.00
200. STARBUCKS CORP	01/24/2008	03/10/2011	7,442.00	4,070.00	3,372.00
100000. FEDERAL FARM CR BK	08/01/2007	03/21/2011	100,000.00	100,460.00	-460.00
75000. FEDERAL FARM CR BKS	08/01/2007	03/21/2011	75,000.00	75,345.00	-345.00

**6b Total.** Combine the amounts in column (f). Enter here and on Schedule D, line 6b

Schedule D-1 (Form 1041) 2011



Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side.

Employer identification number

RALPH L. SMITH FOUNDATION

44-6008508

**Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year**

(a) Description of property (Example: 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
<b>6a</b> 834.63 GOVERNMENT NATL MTG #686884	05/20/2008	03/31/2011	835.00	852.00	-17.00
834.63 GOVERNMENT NATL MTG #686884	05/20/2008	03/31/2011	835.00	852.00	-17.00
200. AUTOMATIC DATA PROCES	06/22/2005	04/06/2011	10,394.00	7,614.00	2,780.00
300. AUTOMATIC DATA PROCES	08/23/1989	04/06/2011	15,591.00	1,416.00	14,175.00
167. AUTOMATIC DATA PROCES	07/25/2002	04/06/2011	8,679.00	5,230.00	3,449.00
133. AUTOMATIC DATA PROCES	08/10/1995	04/06/2011	6,912.00	1,965.00	4,947.00
33. FISERV INC COM	10/02/2002	04/06/2011	2,046.00	928.00	1,118.00
267. FISERV INC COM	03/13/2000	04/06/2011	16,552.00	5,776.00	10,776.00
67. FISERV INC COM	06/26/2000	04/06/2011	4,153.00	1,974.00	2,179.00
433. FISERV INC COM	10/02/2002	04/06/2011	26,842.00	12,172.00	14,670.00
250. STRATASYS INC COM	02/23/2007	04/07/2011	12,955.00	4,781.00	8,174.00
500. STRATASYS INC COM	02/07/2007	04/07/2011	25,910.00	8,036.00	17,874.00
500. ANSYS INC	05/14/2008	04/11/2011	26,729.00	22,613.00	4,116.00
500. DANAHER CORP COM	06/14/2005	04/11/2011	25,800.00	13,630.00	12,170.00
500. AMETEK AEROSPACE PROD	11/29/2007	04/19/2011	22,067.00	14,680.00	7,387.00
500. AMETEK AEROSPACE PROD	11/29/2007	04/19/2011	22,067.00	14,680.00	7,387.00
828.04 GOVERNMENT NATL MTG #686884	05/20/2008	04/30/2011	828.00	846.00	-18.00
828.04 GOVERNMENT NATL MTG #686884	05/20/2008	04/30/2011	828.00	846.00	-18.00
1000. ALBERTO-CULVER CO NE	11/05/2007	05/10/2011	37,500.00	24,842.00	12,658.00
1500. ALBERTO-CULVER CO NE	11/05/2007	05/10/2011	56,250.00	37,263.00	18,987.00
1500. ALBERTO-CULVER CO NE	08/01/2007	05/10/2011	56,250.00	35,780.00	20,470.00
2000. ALBERTO-CULVER CO NE	08/01/2007	05/10/2011	75,000.00	47,707.00	27,293.00
842.3 GOVERNMENT NATL MTG #686884	05/20/2008	05/31/2011	842.00	860.00	-18.00
842.3 GOVERNMENT NATL MTG #686884	05/20/2008	05/31/2011	842.00	860.00	-18.00
3000. MARSHALL & ILSLEY CO	09/08/2008	06/02/2011	23,340.00	53,846.00	-30,506.00

**6b Total.** Combine the amounts in column (f). Enter here and on Schedule D, line 6b

Schedule D-1 (Form 1041) 2011

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Employer identification number

RALPH L. SMITH FOUNDATION

44-6008508

**Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year**

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
<b>6a</b> 2000. MARSHALL & ILSLEY CO	09/08/2008	06/02/2011	15,560.00	35,897.00	-20,337.00
1000. MARSHALL & ILSLEY CO	04/07/2010	06/02/2011	7,780.00	8,840.00	-1,060.00
3000. MARSHALL & ILSLEY CO	01/21/2010	06/02/2011	23,340.00	22,423.00	917.00
3000. MARSHALL & ILSLEY CO	01/21/2010	06/02/2011	23,340.00	22,423.00	917.00
2000. MARSHALL & ILSLEY CO	07/15/2009	06/02/2011	15,560.00	10,680.00	4,880.00
3000. MARSHALL & ILSLEY CO	07/15/2009	06/02/2011	23,340.00	16,020.00	7,320.00
1000. AFLAC INC COM	02/01/2005	06/13/2011	44,814.00	38,706.00	6,108.00
500. AFLAC INC COM	05/02/2005	06/13/2011	22,407.00	20,148.00	2,259.00
1000. AFLAC INC COM	02/01/2005	06/13/2011	44,814.00	38,706.00	6,108.00
350. TARGET CORP	06/27/2006	06/13/2011	16,307.00	17,178.00	-871.00
650. TARGET CORP	06/29/2004	06/13/2011	30,284.00	27,403.00	2,881.00
200. TARGET CORP	07/06/2005	06/13/2011	9,318.00	11,128.00	-1,810.00
300. TARGET CORP	06/19/2006	06/13/2011	13,977.00	14,760.00	-783.00
500. TARGET CORP	08/01/2006	06/13/2011	23,295.00	22,755.00	540.00
500. TARGET CORP	06/29/2004	06/13/2011	23,295.00	21,079.00	2,216.00
500. AUTOMATIC DATA PROCES	08/23/1989	06/16/2011	25,775.00	2,359.00	23,416.00
300. C H ROBINSON WORLDWID	04/22/2010	06/16/2011	22,926.00	18,302.00	4,624.00
300. C H ROBINSON WORLDWID	04/22/2010	06/16/2011	22,926.00	18,302.00	4,624.00
1000. CISCO SYSTEMS INC CO	07/18/2007	06/16/2011	14,980.00	29,220.00	-14,240.00
2500. CISCO SYSTEMS INC CO	11/21/2006	06/16/2011	37,449.00	67,441.00	-29,992.00
1000. CISCO SYSTEMS INC CO	07/18/2007	06/16/2011	14,980.00	29,220.00	-14,240.00
4000. CISCO SYSTEMS INC CO	11/21/2006	06/16/2011	59,919.00	107,905.00	-47,986.00
1000. KIMBERLY CLARK CORP	11/10/1971	06/17/2011	66,189.00	1,830.00	64,359.00
1000. KIMBERLY CLARK CORP	11/10/1971	06/20/2011	66,819.00	1,830.00	64,989.00
1000. KIMBERLY CLARK CORP	11/10/1971	06/21/2011	66,891.00	1,830.00	65,061.00

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Employer identification number

RALPH L. SMITH FOUNDATION

44-6008508

**Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year**

(a) Description of property (Example: 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 835.69 GOVERNMENT NATL MTG #686884	05/20/2008	06/30/2011	836.00	853.00	-17.00
835.69 GOVERNMENT NATL MTG #686884	05/20/2008	06/30/2011	836.00	853.00	-17.00
21115.36 GOVERNMENT NATL M #686884	05/20/2008	07/31/2011	21,115.00	21,564.00	-449.00
21115.36 GOVERNMENT NATL M #686884	05/20/2008	07/31/2011	21,115.00	21,564.00	-449.00
500. KIMBERLY CLARK CORP	11/10/1971	08/02/2011	32,319.00	915.00	31,404.00
200. NORTHERN TR CORP COM	05/05/2009	08/02/2011	8,721.00	10,662.00	-1,941.00
500. NORTHERN TR CORP COM	04/01/1999	08/02/2011	21,802.00	22,094.00	-292.00
167. NORTHERN TR CORP COM	09/12/2002	08/02/2011	7,282.00	6,617.00	665.00
350. NORTHERN TR CORP COM	04/01/1999	08/02/2011	15,261.00	15,466.00	-205.00
166. NORTHERN TR CORP COM	12/10/2002	08/02/2011	7,238.00	6,004.00	1,234.00
166. NORTHERN TR CORP COM	09/12/2002	08/02/2011	7,238.00	6,577.00	661.00
334. NORTHERN TR CORP COM	10/25/2002	08/02/2011	14,564.00	12,064.00	2,500.00
167. NORTHERN TR CORP COM	12/10/2002	08/02/2011	7,282.00	6,040.00	1,242.00
300. NORTHERN TR CORP COM	03/24/2003	08/02/2011	13,081.00	9,279.00	3,802.00
333. NORTHERN TR CORP COM	10/25/2002	08/02/2011	14,520.00	12,028.00	2,492.00
250. WATERS CORP COM	06/27/2008	08/02/2011	21,069.00	16,119.00	4,950.00
200. WATERS CORP COM	06/27/2008	08/02/2011	16,855.00	12,895.00	3,960.00
333. PAYCHEX INC COM	09/19/2001	08/23/2011	8,625.00	10,602.00	-1,977.00
226. PAYCHEX INC COM	06/30/1999	08/23/2011	5,846.00	4,652.00	1,194.00
83. PAYCHEX INC COM	01/25/2000	08/23/2011	2,150.00	2,286.00	-136.00
375. PAYCHEX INC COM	02/05/1999	08/23/2011	9,700.00	7,702.00	1,998.00
167. PAYCHEX INC COM	10/02/2002	08/23/2011	4,326.00	4,110.00	216.00
1687. PAYCHEX INC COM	03/30/1998	08/23/2011	43,636.00	28,704.00	14,932.00
666. PAYCHEX INC COM	09/12/2002	08/23/2011	17,250.00	15,658.00	1,592.00
375. PAYCHEX INC COM	12/30/1998	08/23/2011	9,713.00	8,473.00	1,240.00

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Schedule D-1 (Form 1041) 2011

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Employer identification number

RALPH L. SMITH FOUNDATION

44-6008508

**Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year**

(a) Description of property (Example 100 sh. 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 500. PAYCHEX INC COM	06/30/1999	08/23/2011	12,951.00	10,292.00	2,659.00
375. PAYCHEX INC COM	02/05/1999	08/23/2011	9,713.00	7,702.00	2,011.00
1688. PAYCHEX INC COM	03/30/1998	08/23/2011	43,721.00	28,721.00	15,000.00
740.85 GOVERNMENT NATL MTG #686884	05/20/2008	08/31/2011	741.00	757.00	-16.00
740.85 GOVERNMENT NATL MTG #686884	05/20/2008	08/31/2011	741.00	757.00	-16.00
232. MICROSOFT CORP	06/29/2004	09/09/2011	5,962.00	6,624.00	-662.00
332. MICROSOFT CORP	11/20/2002	09/09/2011	8,532.00	9,246.00	-714.00
334. MICROSOFT CORP	12/10/2002	09/09/2011	8,584.00	9,055.00	-471.00
1000. MICROSOFT CORP	08/26/2005	09/09/2011	25,700.00	26,979.00	-1,279.00
102. MICROSOFT CORP	08/16/2005	09/09/2011	2,621.00	2,747.00	-126.00
1000. STARBUCKS CORP	10/23/2007	09/09/2011	37,919.00	26,090.00	11,829.00
500. WALGREEN CO COM	09/02/2009	09/09/2011	17,710.00	16,925.00	785.00
500. WALGREEN CO COM	09/02/2009	09/09/2011	17,710.00	16,925.00	785.00
67. WALGREEN CO COM	10/29/2001	09/09/2011	2,373.00	2,263.00	110.00
433. WALGREEN CO COM	09/25/2001	09/09/2011	15,337.00	14,107.00	1,230.00
744.28 GOVERNMENT NATL MTG #686884	05/20/2008	09/30/2011	744.00	760.00	-16.00
744.28 GOVERNMENT NATL MTG #686884	05/20/2008	09/30/2011	744.00	760.00	-16.00
747.69 GOVERNMENT NATL MTG #686884	05/20/2008	10/31/2011	748.00	764.00	-16.00
747.69 GOVERNMENT NATL MTG #686884	05/20/2008	10/31/2011	748.00	764.00	-16.00
1000. NATIONAL CITY CAP TR PFD SECS 6.625%	09/07/2010	11/15/2011	25,000.00	24,444.00	556.00
1000. NATIONAL CITY CAP TR PFD SECS 6.625%	09/07/2010	11/15/2011	25,000.00	24,444.00	556.00
751.24 GOVERNMENT NATL MTG #686884	05/20/2008	11/30/2011	751.00	767.00	-16.00
751.24 GOVERNMENT NATL MTG #686884	05/20/2008	11/30/2011	751.00	767.00	-16.00
100000. PRIVATE EXPT FDG C SER V	05/09/2007	12/15/2011	100,000.00	100,182.00	-182.00
100000. PRIVATE EXPT FDG C SER V	05/09/2007	12/15/2011	100,000.00	100,182.00	-182.00

**6b Total.** Combine the amounts in column (f). Enter here and on Schedule D, line 6b

Schedule D-1 (Form 1041) 2011

Employer identification number

44-6008508

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<b>6b Total.</b> Combine the amounts in column (f). Enter here and on Schedule D, line 6b . . . . .	562,766.00
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Schedule D-1 (Form 1041) 2011

**RALPH L. SMITH FOUNDATION**  
**44-6008508**  
**Balance Sheet**  
**12/31/2011**



<b>Cusip</b>	<b>Asset</b>	<b>Units</b>	<b>Basis</b>	<b>Market Value</b>
00724F101	ADOBE SYS INC	5750.000	173,163.50	162,552.50
031100100	AMETEK INC NEW	5750 000	150,274 00	242,075.00
03662Q105	ANSYS INC	4250 000	115,864.11	243,440.00
037604105	APOLLO GROUP INC	3758.000	124,905.66	202,443.46
053015103	AUTOMATIC DATA PROCESSING INC	4633.000	23,872.56	250,228.33
054937107	BB&T CORP	8250.000	226,091.43	207,652.50
057665200	BALCHEM CORP	4216 000	102,382.88	170,916.64
12541W209	C H ROBINSON WORLDWIDE INC	2900 000	147,603 95	202,362.00
156782104	CERNER CORP	2500 000	100,037 50	153,125 00
171340102	CHURCH & DWIGHT INC	3500.000	145,325.05	160,160 00
222816100	COVANCE INC	3200.000	196,456.54	146,304 00
235851102	DANAHER CORP DEL	5100.000	135,068 00	239,904 00
278865100	ECOLAB INC	5000 000	189,571.10	289,050 00
302130109	EXPEDITORS INTL WASHINGTON INC	4250.000	140,164.05	174,080 00
311900104	FASTENAL CO	4000.000	138,520.00	174,440 00
3133X9ZZ6	FEDERAL HOME LOAN BKS	200000.000	193,142 00	200,072.00
3133XCTG8	FEDERAL HOME LN BKS	200000.000	204,514.00	205,824.00
3133XES91	FEDERAL HOME LN BKS	100000 000	98,320.00	105,529.00
337738108	FISERV INC	3967 000	87,335 01	233,021.58
36296CCV0	GOVERNMENT NATL MTG ASSN	285225.100	291,286.16	310,316.35
38259P508	GOOGLE INC	300.000	162,011.50	193,770 00
452308109	ILLINOIS TOOL WKS INC	4500 000	46,109.82	210,195.00
464288646	ISHARES	2000 000	208,940.00	208,400.00
469814107	JACOBS ENGR GROUP INC DEL	3500.000	146,202 00	142,030 00
478160104	JOHNSON & JOHNSON	2766.000	168,059.36	181,394 28
494368103	KIMBERLY CLARK CORP	13900.000	16,324 03	1,022,484 00
594918104	MICROSOFT CORP	6432 000	89,123.97	166,974.72
63540U207	NATIONAL CITY CAP TR IV	6000 000	156,560.00	153,180.00
63540X201	NATIONAL CITY CAP TR III	3411.000	82,909 24	87,287 49
68389X105	ORACLE CORP	6500.000	138,315 00	166,725 00
713448108	PEPSICO INC	2500.000	136,782.50	165,875 00
742651CY6	PRIVATE EXPT FDG CORP	400000.000	409,322.00	428,320 00
742718109	PROCTER & GAMBLE CO	3200 000	185,329 60	213,472.00
742962103	PRIVATEBANCORP INC	14250.000	284,097.95	156,465.00

**RALPH L. SMITH FOUNDATION**  
**44-6008508**  
**Balance Sheet**  
**12/31/2011**



<b>Cusip</b>	<b>Asset</b>	<b>Units</b>	<b>Basis</b>	<b>Market Value</b>
747525103	QUALCOMM INC	3500 000	155,386 00	191,450.00
761152107	RESMED INC	5000.000	101,490.19	127,000.00
779376102	ROVI CORP	3000.000	138,078.40	73,740.00
806857108	SCHLUMBERGER LTD	2950 000	142,122.00	201,514.50
855244109	STARBUCKS CORP	4700 000	79,801.00	216,247.00
858912108	STERICYCLE INC	2500.000	80,314.42	194,800.00
862685104	STRATASYS INC	5950.000	118,694.30	180,939.50
863667101	STRYKER CORP	3250.000	186,908 50	161,557 50
872540109	TJX COS INC NEW	3700.000	185,393.50	238,835.00
87612E106	TARGET CORP	1850.000	77,992.30	94,757.00
902973304	US BANCORP DEL	8500 000	229,783.20	229,925.00
903300200	USB CAP XI	7000.000	172,839 80	176,050.00
903305209	USB CAP XII	4000 000	101,640.00	101,040.00
921937835	VANGUARD TOTAL BD MARKET	4000.000	331,850.00	334,160 00
92206C409	VANGUARD SHORT-TERM CORPORATE	8000.000	628,280.00	622,880 00
92978U207	WACHOVIA CAP TR IV	2000.000	48,680.00	50,320 00
931422109	WALGREEN CO	4817 000	149,659.24	159,250.02
941848103	WATERS CORP	2500.000	125,710.59	185,125.00
949744AD8	WELLS FARGO & CO	250000.000	250,862.50	250,607.50
949746879	WELLS FARGO & CO NEW	5000 000	134,378.00	142,150.00
	Cash/Cash Equivalent	546755 650	546,755 65	546,755.65
		<b>Totals</b>	<b>9,200,604 06</b>	<b>12,049,172.52</b>