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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2011

For calendar year 2011, or tax year beginning 01-01-2011 , and ending 12-31-2011

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

Name of foundation
CHARLES A SULLIVAN FOUNDATION
C/O BANK OF BLUE VALLEY CO-TRUSTEE

A Employer identification number
48-1196696

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
PO BOX 26128

B Telephone number (see page 10 of the instructions)
(816) 751-4285

City or town, state, and ZIP code
OVERLAND PARK, KS 662256128

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)* ▶$ 8,326,579

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))*

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	143,027	143,027		
	4	Dividends and interest from securities	151,099	151,099		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	53,922			
	b	Gross sales price for all assets on line 6a 639,102				
	7	Capital gain net income (from Part IV, line 2)		53,922		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	-3,136	1,577		
	12	**Total.** Add lines 1 through 11	344,912	349,625		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0	0		0
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	2,435	2,435		0
	c	Other professional fees (attach schedule)	49,004	44,104		4,900
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions)	5,201	0		5,201
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings	3,086	0		3,086
	22	Printing and publications				
	23	Other expenses (attach schedule)	106	31		75
	24	**Total operating and administrative expenses.** Add lines 13 through 23	59,832	46,570		13,262
	25	Contributions, gifts, grants paid	400,500			400,500
	26	**Total expenses and disbursements.** Add lines 24 and 25	460,332	46,570		413,762
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-115,420			
	b	**Net investment income** (if negative, enter -0-)		303,055		
	c	**Adjusted net income** (if negative, enter -0-)				

Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	406,473	424,545	424,545
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	391,547	221,699	224,894
	b	Investments—corporate stock (attach schedule)	3,631,455	3,765,287	5,154,420
	c	Investments—corporate bonds (attach schedule)	2,154,835	2,114,581	2,349,415
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	199,639	103,066	173,301
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)	0	4	4
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	6,783,949	6,629,182	8,326,579
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	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☑ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	6,783,949	6,629,182	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	0	0	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	6,783,949	6,629,182	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	6,783,949	6,629,182	

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

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	6,783,949
2	Enter amount from Part I, line 27a	2	-115,420
3	Other increases not included in line 2 (itemize) ▶	3	3,580
4	Add lines 1, 2, and 3	4	6,672,109
5	Decreases not included in line 2 (itemize) ▶	5	42,927
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	6,629,182

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a	See Additional Data Table			
b				
c				
d				
e				

2	Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	53,922
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	397,273	6,593,225	0 060255
2009	395,686	6,792,402	0 058254
2008	436,787	6,256,525	0 069813
2007	428,277	354,926	1 206666
2006	426,475	8,757,708	0 048697

2	**Total** of line 1, column (d).	2	1 443685
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 288737
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4	8,214,819
5	Multiply line 4 by line 3.	5	2,371,922
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	3,031
7	Add lines 5 and 6.	7	2,374,953
8	Enter qualifying distributions from Part XII, line 4.	8	413,762

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions on page 18

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1				
	Date of ruling or determination letter ___________ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	6,061
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	6,061
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	6,061
6	Credits/Payments				
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	4,760		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	4,760
8	Enter any **penalty** for underpayment of estimated tax Check here ☑ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	1,301
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11	Enter the amount of line 10 to be **Credited to 2012 estimated tax** ▶	**Refunded** ▶		11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ 0 **(2)** On foundation managers ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ 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)*

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶BANK OF BLUE VALLEY Telephone no ▶(913) 234-3000

Located at ▶PO BOX 26128 OVERLAND PARK KS ZIP+4 ▶66225

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 |

		Line	Yes	No
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No

See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ▶

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		Line	Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ **Yes** ☑ **No**			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ **Yes** ☑ **No**			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ **Yes** ☑ **No**			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ **Yes** ☑ **No**			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ **Yes** ☑ **No**			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ **Yes** ☑ **No**			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b		No
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ **Yes** ☑ **No**			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see page 20 of the instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ **Yes** ☑ **No**			
b	If "Yes," did it have excess business holdings in 2011 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		No

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **5b**

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

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No

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

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

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**

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
CHARLES SULLIVAN 2120 W 117TH ST LEAWOOD, KS 66211	TRUSTEE 0 00	0	0	0
JACQUELINE SULLIVAN 2120 W 117TH ST LEAWOOD, KS 66211	TRUSTEE 0 00	0	0	0
TIMOTHY SULLIVAN 14501 S BLACKFOOTE DR OLATHE, KS 66062	TRUSTEE 0 00	0	0	0
BANK OF BLUE VALLEY 13401 MISSION ROAD LEAWOOD, KS 66211	TRUSTEE 2 00	0	0	0

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. . . . . ▶	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	7,918,110
b	Average of monthly cash balances	1b	282,743
c	Fair market value of all other assets (see page 24 of the instructions)	1c	139,065
d	**Total** (add lines 1a, b, and c)	1d	8,339,918
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	8,339,918
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	125,099
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	8,214,819
6	**Minimum investment return.** Enter 5% of line 5	6	410,741

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	410,741
2a	Tax on investment income for 2011 from Part VI, line 5	2a	6,061		
b	Income tax for 2011 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	6,061
3	Distributable amount before adjustments Subtract line 2c from line 1			3	404,680
4	Recoveries of amounts treated as qualifying distributions			4	0
5	Add lines 3 and 4			5	404,680
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	404,680

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	413,762
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	413,762
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	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	413,762

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				404,680
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only.			0	
b Total for prior years 20___, 20___, 20___		0		
3 Excess distributions carryover, if any, to 2011				
a From 2006.				
b From 2007. 18,359				
c From 2008. 129,127				
d From 2009. 60,622				
e From 2010. 72,336				
f Total of lines 3a through e.	280,444			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ $ 413,762				
a Applied to 2010, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .	0			
d Applied to 2011 distributable amount.				404,680
e Remaining amount distributed out of corpus	9,082			
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	289,526			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . .		0		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	0			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions)	0			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	289,526			
10 Analysis of line 9				
a Excess from 2007. . . . 18,359				
b Excess from 2008. . . . 129,127				
c Excess from 2009. . . . 60,622				
d Excess from 2010. . . . 72,336				
e Excess from 2011. . . . 9,082				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling. . . . . . . ▶

b Check box to indicate whether the organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2011	**(b)** 2010	**(c)** 2009	**(d)** 2008	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon **a** "Assets" alternative test—enter **(1)** Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . . .					
c "Support" alternative test—enter **(1)** Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . .					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the organization had $5,000 or more in assets at any time during the year—see page 27 of the instructions.)

1 Information Regarding Foundation Managers:

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

See Additional Data Table

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

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				400,500
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments			14	143,027	
4 Dividends and interest from securities. . . .			14	151,099	
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.			14	1,577	
8 Gain or (loss) from sales of assets other than inventory			18	53,922	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a KINDER MORGAN ENERGY PARTNERS, LP	211110	-2,554			
b INERGY, LP	211110	-698			
c QR ENERGY, LP	211110	-1,461			
d					
e					
12 Subtotal Add columns (b), (d), and (e). .		-4,713		349,625	0

13 **Total.** Add line 12, columns (b), (d), and (e). 13 344,912

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

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

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

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash	1a(1)		No
(2) Other assets	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		No
(3) Rental of facilities, equipment, or other assets	1b(3)		No
(4) Reimbursement arrangements	1b(4)		No
(5) Loans or loan guarantees	1b(5)		No
(6) Performance of services or membership or fundraising solicitations	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		No

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

****** | 2012-05-09 | ******

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's Signature JEFFREY W BIRK CPA	Date	Check if self-employed ☐	PTIN P00109144
Firm's name BGBC PARTNERS LLP		Firm's EIN 20-5804172
Firm's address 300 N MERIDIAN ST STE 1100 INDIANAPOLIS, IN 46204		Phone no (317) 633-4700

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

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)
BECKMAN COULTER, INC		2004-01-09	2011-09-01
BECKMAN COULTER, INC		2009-05-19	2011-08-17
CAPITOL FEDERAL FINANCIAL, INC		2010-12-31	2011-01-04
CREDIT SUISSE USA INC		2006-02-27	2011-03-02
DOW CHEMICAL		2008-09-12	2011-03-15
FFCB		2011-04-19	2011-12-27
FFCB		2010-10-25	2011-09-23
FORD MOTOR CREDIT CO		2010-09-29	2011-03-20
FORTUNE BRANDS, INC		2009-05-13	2011-01-15
GNMA I POOL		2004-01-09	2011-01-18
GNMA I POOL		2004-01-09	2011-02-15
GNMA I POOL		2004-01-09	2011-03-15
JEFFERIES GROUP INC		2009-09-16	2011-11-21
US TREASURY INFLATION INDEX BOND		2004-09-13	2011-01-18
US TREASURY INFLATION INDEX BOND		2008-12-19	2011-01-18
WEIGHT WATCHERS INTL INC		2010-09-29	2011-08-01
WORLD WRESTLING FEDN ENTMT INC		2010-03-31	2011-08-01
WORLD WRESTLING FEDN ENTMT INC		2010-09-29	2011-08-01
SEC 1250 GAIN	P		
KINDER MORGAN ENERGY PARTNERS, LP - 1231 GAIN	P		
CAPITAL GAINS 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)
83,500		34,905	48,595
25,429		26,681	-1,252
6		6	0
50,000		50,000	0
100,000		100,000	0
50,000		50,619	-619
50,000		50,721	-721
40,000		40,600	-600
25,000		25,425	-425
83		96	-13
133		154	-21
101		117	-16
19,625		24,750	-5,125
61,868		61,608	260
61,868		61,813	55
38,984		15,764	23,220
19,705		34,941	-15,236
4,926		6,980	-2,054
63			63
30			30
7,781			7,781

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	
			48,595
			-1,252
			0
			0
			0
			-619
			-721
			-600
			-425
			-13
			-21
			-16
			-5,125
			260
			55
			23,220
			-15,236
			-2,054
			63
			30
			7,781

Form 990PF Part XV Line 1a - 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).

CHARLES SULLIVAN
JACQUELINE SULLIVAN

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ADVICE & AID PREGNANCY CENTER11031 W 75TH TERRACE OVERLAND PARK,KS 66214	NONE	EXEMPT	GENERAL	10,000
ALEXANDRA'S HOUSE638 WEST 39TH TERRACE KANSAS CITY,MO 64111	NONE	EXEMPT	GENERAL	5,000
ARCHBISHOP'S CALL TO SHARE PO BOX 2568 SHAWNEE MISSION,KS 66201	NONE	EXEMPT	GENERAL	10,000
BETHANY HOUSEPO BOX 5930 TOLEDO,OH 43613	NONE	EXEMPT	GENERAL	10,000
BIRTHRIGHT OF KANSAS CITY 6309 WALNUT STREET KANSAS CITY,MO 64113	NONE	EXEMPT	GENERAL	5,000
BISHOP SULLIVAN CENTER6435 TRUMAN ROAD KANSAS CITY,MO 64126	NONE	EXEMPT	GENERAL	13,000
BRIGHT FUTURES FUNDPO BOX 419037 KANSAS CITY,MO 64141	NONE	EXEMPT	GENERAL	1,000
CATHOLIC CHARITIES9720 W 87TH STREET OVERLAND PARK,KS 66212	NONE	EXEMPT	GENERAL	15,000
CATHOLIC CHARITIES OF KANSAS CITY301 E ARMOUR BLVD SUITE 620 KANSAS CITY,MO 64111	NONE	EXEMPT	GENERAL	10,000
CATHOLIC LEADERSHIP INSTITUTE750 SPRINGDALE DRIVE SUITE 200 EXTON,PA 19341	NONE	EXEMPT	GENERAL	5,000
CATHOLIC RELIEF SERVICESPO BOX 17152 BALTIMORE,MD 21298	NONE	EXEMPT	GENERAL	5,000
CENTRAL CATHOLIC HIGH SCHOOL2550 CHERRY STREET TOLEDO,OH 43608	NONE	EXEMPT	GENERAL	25,000
CENTRAL CITY MINISTRY OF TOLEDO1933 SPIELBUSCH AVENUE TOLEDO,OH 43697	NONE	EXEMPT	GENERAL	5,000
COMPASSION PREGNANCY CENTERS37540 GRATIOT STE 100 CLINTON TOWNSHIP,MI 48036	NONE	EXEMPT	GENERAL	5,000
CRISIS PREGNANCY CENTERSPO BOX 908 250 S MAIN FLORENCE,AZ 85232	NONE	EXEMPT	GENERAL	10,000
CRISTO REY KANSAS CITY211 LINWOOD BLVD KANSAS CITY,MO 64111	NONE	EXEMPT	GENERAL	5,000
DIOCESE OF PHOENIXPO BOX 13600 PHOENIX,AZ 85002	NONE	EXEMPT	GENERAL	2,000
FLORENCE CRITTENTON SERVICESPO BOX 36392 CHARLOTTE,NC 28236	NONE	EXEMPT	GENERAL	5,000
FOOTHILLS FOOD BANKPO BOX 715 CAREFREE,AZ 85377	NONE	EXEMPT	GENERAL	1,000
GRACE LYNCH SCHOLARSHIP CO NOTRE DAME1100 GRACE HALL NOTOR DAME,IN 46556	NONE	EXEMPT	GENERAL	3,000
HARVESTERS3801 TOPPING AVENUE KANSAS CITY,MO 64129	NONE	EXEMPT	GENERAL	8,000
HEARTBEAT OF TOLEDO2130 MADISON AVENUE TOLEDO,OH 43624	NONE	EXEMPT	GENERAL	10,000
HOLY NAME CATHOLIC SCHOOL 1007 SOUTHWEST BLVD KANSAS CITY,KS 66103	NONE	EXEMPT	GENERAL	5,000
HOPE HOUSEPO BOX 577 LEE S SUMMIT,MO 64063	NONE	EXEMPT	GENERAL	10,000
KANSANS FOR LIFE2501 E CENTRAL WICHITA,KS 67214	NONE	EXEMPT	GENERAL	5,000
KIDS UNLIMITED8927 ROYAL OAK DRIVE HOLLAND,OH 43528	NONE	EXEMPT	GENERAL	10,000
LIFE CHOICES WOMEN'S CLINIC 9303 N 7TH STREET SUITE 4 PHOENIX,AZ 85020	NONE	EXEMPT	GENERAL	5,000
LIGHTHOUSE1300 ASKEW AVE KANSAS CITY,MO 64113	NONE	EXEMPT	GENERAL	11,000
MAGGIE'S PLACEPO BOX 1102 PHOENIX,AZ 85001	NONE	EXEMPT	GENERAL	10,000
MARY'S CHOICE PREGNANCY CENTER CO CATHOLIC ARCHDIOCESE12615 PARALLEL DRIVE KANSAS CITY,KS 66109	NONE	EXEMPT	GENERAL	20,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
MIDDLE WAY HOUSEPO BOX 95 BLOOMINGTON,IN 47402	NONE	EXEMPT	GENERAL	5,000
MOM'S HOUSE2505 FRANKLIN AVENUE TOLEDO,OH 43610	NONE	EXEMPT	GENERAL	15,000
MOTHER'S REFUGE14400 E 42ND SOUTH SUITE 220 INDEPENDENCE,MO 64055	NONE	EXEMPT	GENERAL	10,000
NOTRE DAME ACADEMY731 GRACE HALL NOTOR DAME,IN 46556	NONE	EXEMPT	GENERAL	10,000
PREGNANCY CENTER OF GREATER TOLEDO716 N WESTWOOD AVENUE TOLEDO,OH 46307	NONE	EXEMPT	GENERAL	5,000
ROCKHURST HIGH SCHOOL9301 STATE LINE ROAD KANSAS CITY,MO 64114	NONE	EXEMPT	GENERAL	3,000
ROOM AT THE INN3737 WEONA AVENUE CHARLOTTE,NC 28209	NONE	EXEMPT	GENERAL	10,000
ROSE BROOKS CENTERPO BOX 320599 KANSAS CITY,MO 64132	NONE	EXEMPT	GENERAL	5,000
SAFEHOMEPO BOX 4563 OVERLAND PARK,KS 66204	NONE	EXEMPT	GENERAL	20,000
SETON CENTER2816 E 23RD STREET KANSAS CITY,MO 64127	NONE	EXEMPT	GENERAL	3,000
ST THOMAS AQUINAS HIGH SCHOOL11411 PFLUMM OVERLAND PARK,KS 66215	NONE	EXEMPT	GENERAL	12,000
STRONG CITY SCHOOL FUNDPO BOX 419037 KANSAS CITY,MO 64141	NONE	EXEMPT	GENERAL	5,000
THE SISTERS SERVANTS OF MARY 800 N 18TH STREET KANSAS CITY,KS 66102	NONE	EXEMPT	GENERAL	1,000
VITAE FOUNDATION1731 SOUTHRIDGE DRIVE SUITE D JEFFERSON CITY,MO 65109	NONE	EXEMPT	GENERAL	5,000
WYANDOTTE PREGNANCY CLINIC 3021 N 54TH STREET KANSAS CITY,KS 66104	NONE	EXEMPT	GENERAL	47,500
Total . . . . ▶ **3a**				400,500

TY 2011 Accounting Fees Schedule

Name: CHARLES A SULLIVAN FOUNDATION
C/O BANK OF BLUE VALLEY CO-TRUSTEE

EIN: 48-1196696

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	2,435	2,435		0

TY 2011 Investments Corporate Bonds Schedule

Name: CHARLES A SULLIVAN FOUNDATION
C/O BANK OF BLUE VALLEY CO-TRUSTEE

EIN: 48-1196696

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CORPORATE BONDS	2,114,581	2,349,415

TY 2011 Investments Corporate Stock Schedule

Name: CHARLES A SULLIVAN FOUNDATION
C/O BANK OF BLUE VALLEY CO-TRUSTEE

EIN: 48-1196696

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CORPORATE STOCK	3,765,287	5,154,420

TY 2011 Investments - Other Schedule

Name: CHARLES A SULLIVAN FOUNDATION
C/O BANK OF BLUE VALLEY CO-TRUSTEE

EIN: 48-1196696

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
TRUSTS	AT COST	34,236	34,236
INVESTMENT IN INERGY, LP	AT COST	22,059	73,260
INVESTMENT IN KINDER MORGAN ENERGY, LP	AT COST	4,182	25,485
INVESTMENT IN QR ENERGY, LP	AT COST	42,589	40,320

TY 2011 Other Assets Schedule

Name: CHARLES A SULLIVAN FOUNDATION
C/O BANK OF BLUE VALLEY CO-TRUSTEE

EIN: 48-1196696

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
DIVIDENDS RECEIVABLE		4	4

TY 2011 Other Decreases Schedule

Name: CHARLES A SULLIVAN FOUNDATION
C/O BANK OF BLUE VALLEY CO-TRUSTEE

EIN: 48-1196696

Description	Amount
KINDER MORGAN ENERGY PARTNERS, LP K-1	6,412
INERGY, LP K-1	36,515

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491136005072

TY 2011 Other Expenses Schedule

Name: CHARLES A SULLIVAN FOUNDATION
C/O BANK OF BLUE VALLEY CO-TRUSTEE

EIN: 48-1196696

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OTHER EXPENSES	75	0		75
KINDER MORGAN ENERGY, LP K-1	31	31		0

TY 2011 Other Income Schedule

Name: CHARLES A SULLIVAN FOUNDATION
C/O BANK OF BLUE VALLEY CO-TRUSTEE

EIN: 48-1196696

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
BANK OF BLUE VALLEY - OTHER INVESTMENT INCOME	9	9	9
BANK OF BLUE VALLEY - NONDIVIDEND DISTRIBUTION	1,568	1,568	1,568
KINDER MORGAN ENERGY PARTNERS, LP	-2,554		-2,554
INERGY, LP	-698		-698
QR ENERGY, LP	-1,461		-1,461

TY 2011 Other Increases Schedule

Name: CHARLES A SULLIVAN FOUNDATION
C/O BANK OF BLUE VALLEY CO-TRUSTEE

EIN: 48-1196696

Description	Amount
QR ENERGY, LP K-1	3,580

TY 2011 Other Professional Fees Schedule

Name: CHARLES A SULLIVAN FOUNDATION
C/O BANK OF BLUE VALLEY CO-TRUSTEE

EIN: 48-1196696

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	49,004	44,104		4,900

TY 2011 Taxes Schedule

Name: CHARLES A SULLIVAN FOUNDATION
C/O BANK OF BLUE VALLEY CO-TRUSTEE

EIN: 48-1196696

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX ON INVESTMENT INCOME PD	4,924	0		4,924
BANK OF BLUE RIVER TAXES - FOREIGN	275	0		275
KINDER MORGAN ENERGY PARTNERS, LP - FOREIGN	2	0		2

Additional Data

Software ID:	
Software Version:	
EIN:	48-1196696
Name:	CHARLES A SULLIVAN FOUNDATION C/O BANK OF BLUE VALLEY CO-TRUSTEE

Form 990PF - Special Condition Description:

Special Condition Description