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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****, and ending**

Name of foundation SECURITY BENEFIT LIFE CHARITABLE TRUST		A Employer identification number 48-6211612
Number and street (or P O box number if mail is not delivered to street address) ONE SECURITY BENEFIT PLACE	Room/suite	B Telephone number (see instructions)
City or town, state, and ZIP code TOPEKA KS 66636		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 19,648	J Accounting method: ☐ Cash ☒ Accrual ☐ Other (specify) _____	
		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

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)
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	285	285	285		
4 Dividends and interest from securities					
5 a Gross rents					
b Net rental income or (loss)					
6 a Net gain or (loss) from sale of assets not on line 10					
b Gross sales price for all assets on line 6a					
7 Capital gain net income (from Part IV, line 2)					
8 Net short-term capital gain					
9 Income modifications					
10 a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	285	285	285		
13 Compensation of officers, directors, trustees, etc					
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16 a Legal fees (attach schedule)					
b Accounting fees (attach schedule)					
c Other professional fees (attach schedule)					
17 Interest					
18 Taxes (attach schedule) (see instructions)					
19 Depreciation (attach schedule) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses (attach schedule)					
24 Total operating and administrative expenses. Add lines 13 through 23					
25 Contributions, gifts, grants paid	475,099				475,099
26 Total expenses and disbursements. Add lines 24 and 25	475,099				475,099
27 Subtract line 26 from line 12.					
a Excess of revenue over expenses and disbursements	-474,814				
b Net investment income (if negative, enter -0-)		285			
c Adjusted net income (if negative, enter -0-)			285		

For Paperwork Reduction Act Notice, see instructions.

(HTA)

Form **990-PF** (2011)

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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	475,345	-237	-237
	2	Savings and temporary cash investments	19,117	19,885	19,885
	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)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
Liabilities	11	Investments—land, buildings, and equipment basis ▶			
		Less: accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶			
		Less: accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	494,462	19,648	19,648
	17	Accounts payable and accrued expenses			
	18	Grants payable			
Net Assets or Fund Balances	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)			
		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	435,341		
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	59,121	19,648	
	30	Total net assets or fund balances (see instructions)	494,462	19,648	
	31	Total liabilities and net assets/fund balances (see instructions)	494,462	19,648	

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	494,462
2	Enter amount from Part I, line 27a	2	-474,814
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	19,648
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	19,648

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			
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			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(j) FMV as of 12/31/69	(k) Adjusted basis as of 12/31/69	(l) Excess of col. (j) over col. (k), if any	
a			
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	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 }	3	

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.

(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	344,659	106,773	3.227960
2009	244,381	174,572	1.399887
2008	476,158	592,424	0.803745
2007	520,421	953,503	0.545799
2006	518,888	1,578,419	0.328739

2 Total of line 1, column (d)	2	6.306130
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	1.261226
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	203,968
5 Multiply line 4 by line 3	5	257,250
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3
7 Add lines 5 and 6	7	257,253
8 Enter qualifying distributions from Part XII, line 4 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.	8	475,099

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter _____ (attach copy of letter if necessary—see 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		3
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		3
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4		
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5		3
6 Credits/Payments			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a		
b Exempt foreign organizations—tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7		
8 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		3
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
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		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
4 a 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?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		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	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ KANSAS		
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

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				
14	The books are in care of	SUSAN LACEY - CONTROLLER		
	Telephone no	(785) 438-3000		
	Located at	ONE SECURITY BENEFIT PLACE, TOPEKA, KANSAS		
	ZIP+4	66636		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year	15		
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country			X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes	☒ No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes	☒ No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes	☒ No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes	☒ No
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes	☒ No
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes	☒ No
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b	N/A
	Organizations relying on a current notice regarding disaster assistance check here		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011?	☐ Yes	☒ No
	If "Yes," list the years	20	
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes	☒ No
b	If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b	X

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?**5b**

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**

If "Yes" to 6b, file Form 8870

X

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
MIKE KILEY ONE SECURITY BENEFIT PLACE TOPEKA KS	INDIVIDUAL TRUS			

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

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

Total number of other employees paid over \$50,000

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services** (see instructions). If none, enter "NONE."

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

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

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	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	223,362
b	Average of monthly cash balances	1b	-16,288
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	207,074
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	207,074
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	3,106
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	203,968
6	Minimum investment return. Enter 5% of line 5	6	10,198

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

1	Minimum investment return from Part X, line 6	1	10,198
2a	Tax on investment income for 2011 from Part VI, line 5	2a	3
b	Income tax for 2011. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	3
3	Distributable amount before adjustments Subtract line 2c from line 1	3	10,195
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	10,195
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	10,195

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	475,099
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	475,099
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	3
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	475,096

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				10,195
2 Undistributed income, if any, as of the end of 2011:				
a Enter amount for 2010 only				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2011:				
a From 2006	441,984			
b From 2007	474,418			
c From 2008	446,621			
d From 2009	236,104			
e From 2010	341,873			
f Total of lines 3a through e	1,941,000			
4 Qualifying distributions for 2011 from Part XII, line 4. ► \$ 475,099				
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2011 distributable amount				10,195
e Remaining amount distributed out of corpus	464,904			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	2,405,904			
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount—see instructions				
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount—see instructions				
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	441,984			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	1,963,920			
10 Analysis of line 9:				
a Excess from 2007	474,418			
b Excess from 2008	446,621			
c Excess from 2009	236,104			
d Excess from 2010	341,873			
e Excess from 2011	464,904			

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient		If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)					
a <i>Paid during the year</i> SEE ATTACHED LIST					475,099
Total ▶ 3a					475,099
b <i>Approved for future payment</i>					
Total ▶ 3b					

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue:					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments			14	285	
4	Dividends and interest from securities					
5	Net rental income or (loss) from real estate:					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory					
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a _____					
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal. Add columns (b), (d), and (e)				285	
13	Total. Add line 12, columns (b), (d), and (e)				285	

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

ORGANIZATION	City	ST	Amount	Project
Washburn Endowment Association	Topeka	KS	\$20,000	Educational
Benedictine College	Atchison	KS	\$25	Educational
Bishop Seabury Academy	Lawrence	KS	\$3,000	Educational
Chaparral High School	Anthony	KS	\$50	Educational
Corpus Christi Catholic School	Lawrence	KS	\$1,000	Educational
Holy Trinity School	Lenexa	KS	\$2,956	Educational
KTWU Public Television-Washburn University	Topeka	KS	\$50	Educational
KTWU Public Television-Washburn University	Topeka	KS	\$75	Educational
Missouri State University Foundation	Springfield	MO	\$250	Educational
Pittsburg State University	Pittsburg	KS	\$50	Educational
St. Matthew School	Topeka	KS	\$3,000	Educational
The Kansas University Endowment Assn	Lawrence	KS	\$150	Educational
The Kansas University Endowment Assn	Lawrence	KS	\$1,000	Educational
Topeka Collegiate School	Topeka	KS	\$500	Educational
Topeka Collegiate School	Topeka	KS	\$1,500	Educational
University of Central Missouri Foundation	Warrensburg	MO	\$25	Educational
University of Nebraska Foundation	Lincoln	NE	\$448	Educational
Washburn Mulvane Art Museum	Topeka	KS	\$50	Supporting
Washburn University Foundation	Topeka	KS	\$100	Educational
Washburn University Foundation	Topeka	KS	\$500	Educational
Washburn University Foundation	Topeka	KS	\$500	Educational
Washburn University Foundation	Topeka	KS	\$750	Educational
Alzheimer's Assn - Heart of America Chapter	Topeka	KS	\$1,000	Supporting
Burlingame c/o USD 454 Burlingame	Burlingame	KS	\$100	Supporting
Easter Seals Capper Foundation	Topeka	KS	\$800	Supporting
Meals on Wheels of Shawnee and Jefferson Counties, Inc.	Topeka	KS	\$2,020	Supporting
Mulvane Mountain Plains Art Fair	Topeka	KS	\$2,500	Supporting
MVC Foundation	Lawrence	KS	\$250	Supporting
Royal Valley	Hoyt	KS	\$100	Supporting
Seaman High School	Topeka	KS	\$100	Educational
St. Marys Jr/Sr High School	St. Marys	KS	\$100	Educational
Topeka Civic Theatre & Academy	Topeka	KS	\$500	Educational
Topeka Collegiate School	Topeka	KS	\$1,250	Educational
Topeka Community Foundation	Topeka	KS	\$424	Supporting
Topeka Performing Arts Center	Topeka	KS	\$280	Supporting
WRHS PTOc/o Brenda Shupe	Topeka	KS	\$100	Supporting
Youth Entrepreneurs Kansas	Wichita	KS	\$1,000	Supporting
Downtown Topeka, Inc	Topeka	KS	\$300	Supporting
Go Topeka	Topeka	KS	\$25,000	Supporting
Kansas Children's Service League	Topeka	KS	\$20,000	Supporting
The Stanwich School, Inc.	Greenwich	CT	\$1,250	Educational
Topeka Rescue Mission - Rescue Run	Topeka	KS	\$1,000	Supporting
Topeka West	Topeka	KS	\$100	Supporting
Latino Central 2011 National Conference	Topeka	KS	-\$750	Supporting
American Cancer SocietyAttn: Shawnee County Relay for Life	Topeka	KS	\$1,000	Supporting
Easter Seals Capper Foundation	Topeka	KS	\$860	Supporting
Hayden High School	Topeka	KS	\$1,050	Educational
Kansas Children's Discovery CenterAttn: 30 is the New 8!	Topeka	KS	\$220	Supporting
KTWU/Washburn University	Topeka	KS	\$4,150	Educational
Midland Care	Topeka	KS	\$1,500	Supporting
Oskaloosa Booster Club c/o USD 341Patti Boucher	Oskaloosa	KS	\$100	Supporting
Ronald McDonald House Charities of Northeast Kansas	Topeka	KS	\$850	Supporting
Shawnee Heights High School c/o Shelby Hoytal	Tecumseh	KS	\$100	Educational
Topeka High School / USD 501	Topeka	KS	\$500	Educational
YWCA of Topeka	Topeka	KS	\$1,350	Supporting
United Way of Greater Topeka	Topeka	KS	\$160	Supporting
US Empowered	Chicago	IL	\$25,000	Supporting
Greater Topeka Chamber of Commerce	Topeka	KS	\$240	Supporting
Frends of the Topeka Zoo	Topeka	KS	\$500.00	Supporting
American Cancer Society	Topeka	KS	\$300	Supporting
American Cancer Society	Topeka	KS	\$100	Supporting
American Cancer Society	Topeka	KS	\$100	Supporting
American Cancer SocietyRelay for Life Shawnee County	Topeka	KS	\$300	Supporting
Berryton Elementary PTO	Berryton	KS	\$100	Supporting
Boy Scout Troop #175	Topeka	KS	\$300	Supporting
Boys & Girls Clubs of Topeka	Topeka	KS	\$300	Supporting
Boys & Girls Clubs of Topeka	Topeka	KS	\$300	Supporting

BSA Troop 284	Overland Park	KS	\$300	Supporting
Cair Paravel Latin School	Topeka	KS	\$200	Educational
Chesney Park Neighborhood Assn	Topeka	KS	\$100	Supporting
Crown Financial Ministries - Kansas Area	Wamego	KS	\$100	Supporting
Cub Scout Pack #7 First Christian Church	Topeka	KS	\$300	Supporting
Heart of Jackson Humane Society	Holton	KS	\$300	Supporting
Helping Hands Humane Society	Topeka	KS	\$100	Supporting
Helping Hands Humane Society	Topeka	KS	\$300	Supporting
Helping Hands Humane Society	Topeka	KS	\$200	Supporting
Helping Hands Humane Society	Topeka	KS	\$200	Supporting
Helping Hands Humane Society	Topeka	KS	\$300	Supporting
Helping Hands Humane Society	Topeka	KS	\$200	Supporting
Kansas Children's Discovery Center	Topeka	KS	\$300	Supporting
Kansas Lions Foundation c/o Auburn Lions Club	Auburn	KS	\$200	Supporting
March of Dimes	Topeka	KS	\$200	Supporting
March of Dimes	Topeka	KS	\$300	Supporting
Marian Clinic	Topeka	KS	\$300	Supporting
Plainville Community Foundation	Plainville	KS	\$100	Supporting
Ronald McDonald House Charities of Northeast KS	Topeka	KS	\$100	Supporting
Ronald McDonald House Charities of Northeast KS	Topeka	KS	\$100	Supporting
Rossville High School Wrestling	Rossville	KS	\$300	Educational
Spellman Medical Foundation	Kansas City	MO	\$100	Supporting
TARC, Inc.	Topeka	KS	\$100	Supporting
TARC, Inc.	Topeka	KS	\$300	Supporting
The Library Foundation	Topeka	KS	\$200	Educational
Topeka Center for Peace & Justice	Topeka	KS	\$100	Supporting
Topeka Collegiate School	Topeka	KS	\$300	Educational
Topeka Collegiate School	Topeka	KS	\$300	Educational
Topeka Rescue Mission, Inc.	Topeka	KS	\$200	Supporting
Topeka Swim Association	Topeka	KS	\$300	Supporting
Topeka West HS PTO Booster Club	Topeka	KS	\$100	Supporting
YMCA	Topeka	KS	\$200	Supporting
Washburn University Leadershrp Institute Attn: Jeff Mott	Topeka	KS	\$250	Educational
Washburn Endowment AssnWashburn Women's Alliance	Topeka	KS	\$120	Educational
Heartland Visioning	Topeka	KS	\$6,000	Supporting
Friends of the Topeka Zoo	Topeka	KS	\$30,000	Supporting
Helping Hands Humane Society	Topeka	KS	\$10,000	Supporting
Jayhawk Area Council, Boy Scouts of America	Topeka	KS	\$5,000	Supporting
Kansas Children's Discovery Center	Topeka	KS	\$20,000	Supporting
Boston College	Chestnut Hill	MA	\$3,000.00	Educational
Bowling Green State University Foundation	Bowling Green	OH	\$50.00	Educational
Emory University	Atlanta	GA	\$500.00	Educational
Fort Scott Community College Endowment Assn	Fort Scott	KS	\$50.00	Educational
Iona College	New Rochelle	NY	\$3,000.00	Educational
Kansas State University Foundation	Manhattan	KS	\$25.00	Educational
Kansas State University Foundation	Manhattan	KS	\$25.00	Educational
Kansas State University Foundation	Manhattan	KS	\$736.00	Educational
Kansas State University Foundation	Manhattan	KS	\$1,440.00	Educational
KTWU Public Television-Washburn University	Topeka	KS	\$50.00	Educational
KTWU Public Television-Washburn University	Topeka	KS	\$65.00	Educational
Manhattan Christian College	Manhattan	KS	\$250.00	Educational
Pembroke Hill School	Kansas City	MO	\$50.00	Educational
Purdue Foundation	West Lafayette	IN	\$50.00	Supporting
Rockhurst High School	Kansas City	MO	\$1,853.11	Educational
St. Vincent de Paul Academy	Kansas City	MO	\$1,000.00	Educational
The Kansas University Endowment Assn	Lawrence	KS	\$30.00	Educational
The Kansas University Endowment Assn	Lawrence	KS	\$50.00	Educational
The Kansas University Endowment Assn	Lawrence	KS	\$100.00	Educational
The Kansas University Endowment Assn	Lawrence	KS	\$202.66	Educational
The Kansas University Endowment Assn	Lawrence	KS	\$1,000.00	Educational
Topeka Collegiate School	Topeka	KS	\$500.00	Educational
Topeka Lutheran School Foundation, Inc.	Topeka	KS	\$1,500.00	Educational
Washburn Law School Foundation	Topeka	KS	\$250.00	Educational
Washburn University Foundation	Topeka	KS	\$50.00	Educational
Washburn University Foundation	Topeka	KS	\$200.00	Educational
Washburn University Foundation	Topeka	KS	\$250.00	Educational
Antioch Family Life Center, Inc.	Topeka	KS	\$1,000.00	Supporting
Boys & Girls Clubs of Topeka	Topeka	KS	\$538.00	Supporting
Communities in School of Kansas	Lawrence	KS	\$250.00	Educational

Cottonwood, Inc	Lawrence	KS	\$550.00	Supporting
Easter Seals Capper Foundation	Topeka	KS	\$300.00	Supporting
Emergency Services Showcase	Topeka	KS	\$100.00	Supporting
Family Service & Guidance Center	Topeka	KS	\$2,000.00	Supporting
Farley PTO	Topeka	KS	\$250.00	Supporting
Fiesta Mexicana	Topeka	KS	\$2,375.00	Supporting
French Middle School	Topeka	KS	\$100.00	Educational
MANA de TOPEKA	Topeka	KS	\$103.68	Supporting
National Fire Safety Council, Inc.Firepup Program, Topeka Fire Department	Topeka	KS	\$250.00	Supporting
Race Against Breast Cancer, Inc.	Topeka	KS	\$2,500.00	Supporting
Sunflower Music Festival	Topeka	KS	\$2,500.00	Supporting
The Brown Foundation	Topeka	KS	\$300.00	Supporting
Topeka AIDS Project	Topeka	KS	\$550.00	Supporting
Topeka Festival Singers	Topeka	KS	\$1,500.00	Supporting
United Way of Greater Topeka	Topeka	KS	\$2,500.00	Supporting
Whitson Elementary School PTO	Topeka	KS	\$250.00	Educational
Railroad Heritage, Inc.	Topeka	KS	\$2,100.00	Supporting
American Red Cross	Topeka	KS	\$4,021.00	Supporting
American Red Cross	Topeka	KS	\$595.00	Supporting
American Red Cross	Topeka	KS	\$595.00	Supporting
Catholic Relief Services	Baltimore	MD	\$765.00	Supporting
The Salvation ArmyWorld Service OfficeInternational Relief Fund	Baltimore	MD	\$100.00	Supporting
American Red Cross	Topeka	KS	\$180.00	Supporting
Kansas Book Festival	Topeka	KS	\$15,000.00	Educational
NAACP Attn: ACT-SO Department	Baltimore	MD	\$1,250.00	Supporting
Toastmasters District 22 Conferencec/o Evie Curtis	Overland Park	KS	\$200.00	Supporting
United Way of Greater Topeka	Topeka	KS	\$240.00	Supporting
United Way of Greater Topeka	Topeka	KS	\$2,000.00	Supporting
American Heart AssociationMidwest Affiliate-Accts Rec	Des Moines	IA	\$1,000.00	Supporting
Cottonwood Inc.	Lawrence	KS	\$100.00	Supporting
Friends of the Topeka Zoo	Topeka	KS	\$760.00	Supporting
Junior Achievement of Kansas, Inc.	Topeka	KS	\$3,450.00	Supporting
Let's Help	Topeka	KS	\$5,000.00	Supporting
March of Dimes	Topeka	KS	\$600.00	Supporting
Quest 2011	Topeka	KS	\$851.54	Supporting
Topeka Performing Arts Center	Topeka	KS	\$315.00	Supporting
Topeka Public Schools Foundation	Topeka	KS	\$2,395.00	Educational
Topeka TurnAround Team, Inc.	Topeka	KS	\$500.00	Supporting
American Red Cross	Topeka	KS	\$2,192.00	Supporting
Salvation Army KS & Western MO Division	Kansas City	MO	\$570.00	Supporting
Auburn-Washburn Public Schools Foundation	Topeka	KS	\$250.00	Educational
Brewster Academy	Wolfeboro	NH	\$1,500.00	Educational
Bucknell University	Lewisburg	PA	\$50.00	Educational
Corpus Christi Catholic School	Lawrence	KS	\$250.00	Educational
Fort Hays State University Foundation	Hays	KS	\$25.00	Educational
Fort Hays State University Foundation	Hays	KS	\$60.00	Educational
Kansas State University Foundation	Manhattan	KS	\$50.00	Educational
Missouri State University Foundation	Springfield	MO	\$100.00	Educational
Pittsburg State University	Pittsburg	KS	\$130.00	Educational
The Kansas University Endowment Assn	Lawrence	KS	\$30.00	Educational
The Kansas University Endowment Assn	Lawrence	KS	\$60.00	Educational
The Kansas University Endowment Assn	Lawrence	KS	\$1,500.00	Educational
Trinity College	Hartford	CT	\$250.00	Educational
Trustees of Dartmouth College	Hanover	NH	\$500.00	Educational
Trustees of Westminster School	Simsbury	CT	\$250.00	Educational
Wasburn University Foundation	Topeka	KS	\$100.00	Educational
Topeka Civic Theatre & Academy	Topeka	KS	\$789.88	Educational
Positive Coaching Alliance	Chicago	IL	\$2,000.00	Supporting
Topeka Swim Association	Topeka	KS	\$1,000.00	Supporting
Golden City Sertomac/o Serling Montgomery	Topeka	KS	\$500.00	Supporting
Community Resources Council	Topeka	KS	\$150.00	Supporting
Helping Hands Humane Society	Topeka	KS	\$250.00	Supporting
TARC Foundation	Topeka	KS	\$1,000.00	Supporting
United Way of Greater Topeka	Topeka	KS	\$91,158.00	Supporting
Shawnee County Allied Tribes, Inc.	Topeka	KS	\$1,000.00	Supporting
Boys & Girls Clubs of Topeka	Topeka	KS	\$775.00	Supporting
Communities in Schools Kansas	Lawrence	KS	\$2,500.00	Educational
TDC Learning Centers	Topeka	KS	\$5,000.00	Supporting
St Francis Health Center FoundationAttn: Caritas Ball	Topeka	KS	\$1,000.00	Supporting

Boys & Girls Clubs of Topeka	Topeka	KS	\$4,000.00	Supporting
American Heart AssociationMidwest Affiliate - Accts Rec	Des Moines	IA	\$330.00	Supporting
Doorstep, Inc.	Topeka	KS	\$1,000.00	Supporting
Jayhawk Area CouncilBoys Scouts of America	Topeka	KS	\$840.00	Supporting
Topeka Chapter of Linksc/o Renita Harris	Topeka	KS	\$1,000.00	Supporting
United Way of Greater Topeka	Topeka	KS	\$500.00	Supporting
Bethany College	Lindsborg	KS	\$1,000.00	Educational
Boston CollegeUniversity Advancement	Chestnut Hill	MA	\$500.00	Educational
Bucknell University	Lewisburg	PA	\$200.00	Educational
Hayden High School	Topeka	KS	\$1,000.00	Educational
Kansas State University Foundation	Manhattan	KS	\$80.00	Educational
Kent Place School	Summit	NJ	\$500.00	Educational
KTWU Public Television-Washburn University	Topeka	KS	\$75.00	Educational
KTWU Public Television-Washburn University	Topeka	KS	\$100.00	Educational
Pittsburg State University	Pittsburg	KS	\$100.00	Educational
Quail Run Elementary PTO	Lawrence	KS	\$75.00	Supporting
Sea Crest School	Half Moon Bay	CA	\$3,000.00	Educational
St. Vincent de Paul Academy	Kansas City	MO	\$1,000.00	Educational
The Kansas University Endowment Assn	Lawrence	KS	\$500.00	Educational
The Kansas University Endowment Assnfor Kansas Public Radio	Lawrence	KS	\$1,400.00	Educational
The Kansas University Endowment Assnfor KU - Williams Fund	Lawrence	KS	\$140.00	Educational
The Kansas University Endowment Assn for Kansas Public Radio	Lawrence	KS	\$150.00	Educational
The Kansas University Endowment Assnfor KU - Williams Fund	Lawrence	KS	\$400.00	Educational
The Kansas University Endowment Assnfor KU - Williams Fund	Lawrence	KS	\$400.00	Educational
Topeka Collegiate School	Topeka	KS	\$250.00	Educational
Topeka Collegiate School	Topeka	KS	\$500.00	Educational
Topeka Collegiate School	Topeka	KS	\$2,000.00	Educational
Topeka Collegiate School	Topeka	KS	\$3,000.00	Educational
Trinity CollegeDevelopment Office	Hartford	CT	\$375.00	Educational
University of Missouri - Kansas CityKCUR Public Radio	Kansas City	MO	\$25.00	Educational
Washburn University Foundation	Topeka	KS	\$75.00	Educational
Washburn University Foundation	Topeka	KS	\$250.00	Educational
Arts Connect	Topeka	KS	\$850.00	Supporting
Ballet Midwest	Topeka	KS	\$250.00	Supporting
Cair Paravel Latin School	Topeka	KS	\$1,250.00	Educational
Cystic Fibrosis FoundationHeart of America Chapter	Mission	KS	\$250.00	Supporting
Junior Achievement of Kansas, Inc.	Topeka	KS	\$95.00	Supporting
NAACP -Topeka KS Unit #4042	Topeka	KS	\$1,500.00	Supporting
Topeka Collegiate School	Topeka	KS	\$5,000.00	Educational
Topeka Performing Arts Center	Topeka	KS	\$20,000.00	Supporting
Topeka Symphony	Topeka	KS	\$2,500.00	Supporting
Hayden High School	Topeka	KS	\$1,000.00	Educational
Bishop Seabury Academy	Lawrence	KS	\$1,500.00	Educational
Boston CollegeUniversity Advancement	Chestnut Hill	MA	\$1,000.00	Educational
Fort Hays State University Foundation	Hays	KS	\$50.00	Educational
Greater Topeka Chamber of Commerce	Topeka	KS	\$780.00	Supporting
Hutchinson Community College Endowment Assn	Hutchinson	KS	\$30.00	Educational
KTWU Washburn University	Topeka	KS	\$75.00	Educational
Marian Clinic	Topeka	KS	\$1,000.00	Supporting
Pittsburg State University	Pittsburg	KS	\$100.00	Educational
Purdue FoundationDick and Sandy Dauch Alumni Center	West Lafayette	IN	\$100.00	Supporting
Sheltered Living, Inc.	Topeka	KS	\$1,500.00	Supporting
St. Vincent de Paul Academy	Kansas City	MO	\$1,000.00	Educational
The Kansas University Endowment Assn	Lawrence	KS	\$100.00	Educational
The Kansas University Endowment Assnfor the School of Law	Lawrence	KS	\$250.00	Educational
Trustees of Tufts College	Medford	MA	\$250.00	Educational
USD 343 Perry Public Schools	Perry	KS	\$500.00	Educational
Washburn University Foundation	Topeka	KS	\$50.00	Educational
Washburn University Foundation	Topeka	KS	\$50.00	Educational
Washburn University Foundation	Topeka	KS	\$100.00	Educational
Washburn Women's Alliance	Topeka	KS	\$2,000.00	Supporting
The Stanwich School	Greenwich	CT	\$1,310.68	Educational
King & Low Heywood Thomas School	Stamford	CT	\$1,689.32	Educational
Living the Dream, Inc.	Topeka	KS	\$1,150.00	Supporting
LULAC Council 11071	Topeka	KS	\$500.00	Supporting
Topeka High School	Topeka	KS	\$500.00	Educational
TOTAL			\$475,098.87	