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Form 990-PF

Return of Private Foundation

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

2011

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

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

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

Name of foundation
VACLARK MEMORIAL FOUNDATION TUW

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

Room/suite

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

Check type of organization Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 1,132,436 Accounting method Cash Accrual
 Other (specify)
(Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities.	38,831	38,316		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	64,442			
b	Gross sales price for all assets on line 6a 910,625				
7	Capital gain net income (from Part IV, line 2)		64,442		
8	Net short-term capital gain			0	
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)	822			
11	Other income (attach schedule)				
12	Total. Add lines 1 through 11	104,095	102,758		

Revenue	13 Compensation of officers, directors, trustees, etc	15,245	11,434	3,811
Operating and Administrative Expenses	14 Other employee salaries and wages		0	0
	15 Pension plans, employee benefits		0	0
	16a Legal fees (attach schedule)			0
	b Accounting fees (attach schedule)	2,585	0	2,585
	c Other professional fees (attach schedule)			0
	17 Interest			0
	18 Taxes (attach schedule) (see page 14 of the instructions)	3,219	371	0
	19 Depreciation (attach schedule) and depletion	0	0	
	20 Occupancy			
	21 Travel, conferences, and meetings		0	0
	22 Printing and publications		0	0
	23 Other expenses (attach schedule)	930		930
	24 Total operating and administrative expenses.	21,979	11,805	0
	Add lines 13 through 23			7,326
	25 Contributions, gifts, grants paid	46,302		46,302
	26 Total expenses and disbursements. Add lines 24 and 25	68,281	11,805	0
	27 Subtract line 26 from line 12			53,628
	a Excess of revenue over expenses and disbursements	35,814		
	b Net investment income (if negative, enter -0-)		90,953	
	c Adjusted net income (if negative, enter -0-)		0	

Part III 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
1	Cash—non-interest-bearing		764	764
2	Savings and temporary cash investments	41,780	43,813	43,813
3	Accounts receivable ►			
	Less allowance for doubtful accounts ►		0	0
4	Pledges receivable ►			
	Less allowance for doubtful accounts ►			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
7	Other notes and loans receivable (attach schedule) ►			
	Less allowance for doubtful accounts ►	0		
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments—U S and state government obligations (attach schedule)			
b	Investments—corporate stock (attach schedule)	1,063,826	700,744	677,991
c	Investments—corporate bonds (attach schedule)		401,642	409,868
11	Investments—land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)			0
14	Land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
15	Other assets (describe ►)			
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	1,105,606	1,146,963	1,132,436
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	
	Foundations that follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds	1,105,606	1,146,963	
28	Paid-in or capital surplus, or land, bldg, and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds			
30	Total net assets or fund balances (see page 17 of the instructions)	1,105,606	1,146,963	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	1,105,606	1,146,963	

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	1,105,606
2	Enter amount from Part I, line 27a	2	35,814
3	Other increases not included in line 2 (itemize) ►	3	7,800
4	Add lines 1, 2, and 3	4	1,149,220
5	Decreases not included in line 2 (itemize) ►	5	2,257
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,146,963

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.)
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1a See Additional Data Table			
b			
c			
d			
e			

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

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
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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	64,442
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

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	56,955	1,129,139	0 050441
2009	63,294	1,010,914	0 062611
2008	78,007	1,283,354	0 060784
2007	65,074	1,515,316	0 042944
2006	67,082	1,441,146	0 046548

2 Total of line 1, column (d).	2	0 263328
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 052666
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4	1,195,798
5 Multiply line 4 by line 3.	5	62,978
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	910
7 Add lines 5 and 6.	7	63,888
8 Enter qualifying distributions from Part XII, line 4.	8	53,628

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 <input type="checkbox"/> and enter "N/A" on line 1		1	1,819
	Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b			
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0
3	Add lines 1 and 2.		3	1,819
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	1,819
6	Credits/Payments			
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a		1,819
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		0
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments Add lines 6a through 6d.		7	1,819
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		8	0
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	
11	Enter the amount of line 10 to be Credited to 2012 estimated tax <input type="checkbox"/>	Refunded <input type="checkbox"/>	11	0

Part VII-A Statements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		Yes	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?		Yes	No
	<i>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.</i>			
1c	Did the foundation file Form 1120-POL for this year?		Yes	No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year			
	(1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?		Yes	No
	<i>If "Yes," attach a detailed description of the activities.</i>			
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? <i>If "Yes," attach a conformed copy of the changes</i>		Yes	No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?		Yes	No
b	If "Yes," has it filed a tax return on Form 990-T for this year?		Yes	No
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?		Yes	No
	<i>If "Yes," attach the statement required by General Instruction T.</i>			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either		Yes	
	● 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?			
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>		Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input type="checkbox"/> VA			
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? <i>If "No," attach explanation.</i>		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)? <i>If "Yes," complete Part XIV</i>		Yes	No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		Yes	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ► _____				
14	The books are in care of ►WELLS FARGO BANK _____ Telephone no ►(336) 747-8176 Located at ►1 WEST 4TH STREET 6TH FLOOR WINSTONSALEM NC ZIP+4 ►27101			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ► <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year. ► 15			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ► _____				

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ► <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ► <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ► <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ► <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ► <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ► <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	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. ► <input type="checkbox"/>		
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? ► <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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	No
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ► <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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))?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
(3) Provide a grant to an individual for travel, study, or other similar purposes?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions).		<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	<input type="checkbox"/> <input checked="" type="checkbox"/>
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?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
<i>If "Yes," attach the statement required by Regulations section 53.4945-5(d).</i>		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	<input type="checkbox"/> Yes <input type="checkbox"/> No
<i>If "Yes" to 6b, file Form 8870.</i>		
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	<input type="checkbox"/> Yes <input type="checkbox"/> No

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions)

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account other allowances
WELLS FARGO BANK 1525 WEST WT HARRIS BLVD D1114-044 CHARLOTTE, NC 28288	TRUSTEE 40	15,245		

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				

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		

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.

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

1	
2	
All other program-related investments See page 24 of the instructions	
3	
Total	Add lines 1 through 3

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	1,156,072
b	Average of monthly cash balances.	1b	57,936
c	Fair market value of all other assets (see page 24 of the instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	1,214,008
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	1,214,008
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	18,210
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,195,798
6	Minimum investment return. Enter 5% of line 5.	6	59,790

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	59,790
2a	Tax on investment income for 2011 from Part VI, line 5.	2a	1,819
b	Income tax for 2011 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	1,819
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	57,971
4	Recoveries of amounts treated as qualifying distributions.	4	822
5	Add lines 3 and 4.	5	58,793
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	58,793

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	53,628
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	53,628
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	53,628

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				58,793
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only.				55,028
b Total for prior years 2009, 20____, 20____			0	
3 Excess distributions carryover, if any, to 2011				
a From 2006.	0			
b From 2007.	0			
c From 2008.	0			
d From 2009.	0			
e From 2010.	0			
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2011 from Part XII, line 4 ► \$ _____ 53,628				
a Applied to 2010, but not more than line 2a				53,628
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)			0	
c Treated as distributions out of corpus (Election required—see page 26 of the instructions). . . .	0			
d Applied to 2011 distributable amount.				0
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions		0		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				1,400
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011.				58,793
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions).	0			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions).	0			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2007.	0			
b Excess from 2008.	0			
c Excess from 2009.	0			
d Excess from 2010.	0			
e Excess from 2011.	0			

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

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:

III. CRITERIA 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))
- 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
WELLS FARGO PHILANTHROPIC SERVICES
1 W 4TH STREET D4000-062
WINSTONSALEM, NC 27101
(855) 739-2920
- b** The form in which applications should be submitted and information and materials they should include
LETTER FORM ATTACH COPIES OF BILLS AND OTHER SUPPORTING DOCUMENTATION
- c** Any submission deadlines
NONE
- d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other

LIMITED TO INDIGENT PERSONS RESIDING IN HALIFAX COUNTY WITH FIRST CONSIDERATION GIVEN TO THOSE PERSONS
LIVING NEAREST THE STAUNTON MAGISTERIAL DISTRICT.

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 Paid during the year See Additional Data Table				
Total			► 3a	46,302
b Approved for future payment				
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 page 28 of the instructions)	
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue						
a						
b						
c						
d						
e						
f						
g Fees and contracts from government agencies						
2 Membership dues and assessments.						
3 Interest on savings and temporary cash investments						
4 Dividends and interest from securities.				14	38,831	
5 Net rental income or (loss) from real estate						
a Debt-financed property.						
b Not debt-financed property.						
6 Net rental income or (loss) from personal property						
7 Other investment income.						
8 Gain or (loss) from sales of assets other than inventory				18	64,442	
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory.						
11 Other revenue a RECOVERY OF CONTRI				01	822	
b						
c						
d						
e						
12 Subtotal Add columns (b), (d), and (e).					104,095	
13 Total Add line 12, columns (b), (d), and (e).				13		104,095
(See worksheet in line 13 instructions on page 28 to verify calculations.)						

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

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

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 or

(2) Other assets:

b Other transactions

(1) Sales of assets to a noncharitable exempt organization.

(3) Rental of facilities, equipment, or other assets.

(4) Reimbursement arrangements.

(6) Performance of services or membership or fundraising solicitations.

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.

	Yes	No
1a(1)		No
1a(2)		No
1b(1)		No
1b(2)		No
1b(3)		No
1b(4)		No
1b(5)		No
1b(6)		No
1c		No

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	
<p>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.</p>			
<p>***** Signature of officer or trustee</p>	<p>2012-11-14 Date</p>	<p>***** Title</p>	
<p>Sign Here Paid Preparer's Use Only</p>	<p>Preparer's Signature ►</p>	<p>Date</p>	<p>PTIN</p>
	<p>Firm's name ►</p>	<p>Check if self-employed ► Firm's EIN ►</p>	
	<p>Firm's address ►</p>	<p>Phone no</p>	

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

Additional Data

Software ID:

Software Version:

EIN: 54-6035933

Name: VACLARK MEMORIAL FOUNDATION TUW

Form 990PF - Special Condition Description:

Special Condition Description

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
825 206 ARTIO TOTAL RETURN BD FD CL I #1524		2011-02-04	2011-05-23
3623 794 ARTIO TOTAL RETURN BD FD CL I #1524		2009-06-22	2011-05-23
287 ARTIO TOTAL RETURN BD FD CL I #1524		2008-10-31	2011-08-24
2431 271 ARTIO TOTAL RETURN BD FD CL I #1524		2008-10-31	2011-11-01
165 ARTIO INTERNATIONAL EQ FD 3# 1529		2008-08-28	2011-02-02
2256 921 ARTIO INTERNATIONAL EQ FD 3# 1529		2008-08-28	2011-08-24
46 079 ARTIO INTERNATIONAL EQ FD 3# 1529		2011-05-25	2011-08-24
644 366 ARTIO INTERNATIONAL EQ FD 3# 1529		2010-07-23	2011-11-01
95 DODGE & COX INT'L STOCK FD # 1048		2008-08-28	2011-02-02
8 DODGE & COX INT'L STOCK FD # 1048		2008-08-28	2011-05-23
3297 DODGE & COX INCOME FD COM		2011-08-26	2011-11-01
44 DREYFUS EMG MKT DEBT LOC C-I #6083		2011-02-04	2011-05-23
75 FLEMING CAP MUTUAL FUND GROUP J P MORGAN MID CAP VALUE FUND		2010-12-17	2011-02-02
354 FLEMING CAP MUTUAL FUND GROUP J P MORGAN MID CAP VALUE FUND		2010-12-17	2011-05-23
333 FLEMING CAP MUTUAL FUND GROUP J P MORGAN MID CAP VALUE FUND		2010-12-17	2011-08-24
118 FLEMING CAP MUTUAL FUND GROUP J P MORGAN MID CAP VALUE FUND		2010-12-17	2011-11-01
680 GOLDEN LARGE CAP CORE FUND-I		2008-08-28	2011-02-02
2399 GOLDEN LARGE CAP CORE FUND-I		2008-08-28	2011-05-23
5504 417 GOLDEN LARGE CAP CORE FUND-I		2010-07-23	2011-08-24
201 GOLDMAN SACHS GROWTH OPPORTUNITIES INSTITUTIONAL SHARES		2008-10-31	2011-02-02
24 GOLDMAN SACHS GROWTH OPPORTUNITIES INSTITUTIONAL SHARES		2010-07-23	2011-02-02
295 GOLDMAN SACHS GROWTH OPPORTUNITIES INSTITUTIONAL SHARES		2008-10-31	2011-05-23
268 GOLDMAN SACHS GROWTH OPPORTUNITIES INSTITUTIONAL SHARES		2008-10-31	2011-08-24
143 GOLDMAN SACHS GROWTH OPPORTUNITIES INSTITUTIONAL SHARES		2008-10-31	2011-11-01
78 GOLDMAN SACHS LARGE CAP VALUE FUND INSTITUTIONAL SHARES		2010-07-23	2011-02-02
137 GOLDMAN SACHS LARGE CAP VALUE FUND INSTITUTIONAL SHARES		2008-10-31	2011-02-02
502 GOLDMAN SACHS LARGE CAP VALUE FUND INSTITUTIONAL SHARES		2008-10-31	2011-05-23
809 GOLDMAN SACHS LARGE CAP VALUE FUND INSTITUTIONAL SHARES		2008-10-31	2011-08-24
1147 906 GOLDMAN SACHS LARGE CAP VALUE FUND INSTITUTIONAL SHARES		2008-10-31	2011-11-01
215 ING INTERNATIONAL REAL EST-I #2664		2008-08-28	2011-02-02

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)
480 ING INTERNATIONAL REAL EST-I #2664		2010-07-23	2011-05-23
2265 822 ING INTERNATIONAL REAL EST-I #2664		2008-08-28	2011-05-23
621 329 JPMORGAN HIGH YIELD FUND SS #3580		2011-05-25	2011-08-24
5630 671 JPMORGAN HIGH YIELD FUND SS #3580		2008-08-28	2011-08-24
5543 892 JPMORGAN HIGH YIELD FUND SS #3580		2009-02-12	2011-11-01
130 KEELEY SMALL CAP VAL FD CL I #2251		2010-12-17	2011-02-02
41 KEELEY SMALL CAP VAL FD CL I #2251		2010-12-17	2011-05-23
414 MFS VALUE FUND-CLASS I #893		2011-05-25	2011-11-01
82 OPPENHEIMER DEVELOPING MKT-Y #788		2011-05-25	2011-08-24
3984 PIMCO FDS PAC INVT MGMT SER TOTAL RETURN FD INSTL CL		2011-08-26	2011-11-01
780 PIMCO FOREIGN BOND FUND-INST		2011-08-26	2011-11-01
524 PIMCO EMERG MKTS BD-INST #137		2007-03-30	2011-05-23
1989 281 PIMCO EMERG MKTS BD-INST #137		2009-02-12	2011-08-24
208 901 PIMCO EMERG MKTS BD-INST #137		2011-02-04	2011-08-24
695 PIMCO COMMODITY REAL RET STRAT-I#45		2008-08-28	2011-02-02
2624 832 PIMCO COMMODITY REAL RET STRAT-I#45		2010-07-23	2011-08-24
170 168 PIMCO COMMODITY REAL RET STRAT-I#45		2011-05-25	2011-08-24
2516 826 PIMCO COMMODITY REAL RET STRAT-I#45		2009-02-27	2011-11-01
10900 ROWE T PRICE SHORT TERM BD FD INC		2011-05-25	2011-11-01
65 SSGA EMERGING MARKETS FD S #1510		2008-09-22	2011-02-02
1077 19 SSGA EMERGING MARKETS FD S #1510		2008-10-31	2011-05-23
14 SSGA EMERGING MARKETS FD S #1510		2010-07-23	2011-05-23
145 TCW GALILEO FDS INC SMALL CAP GROWTH FD		2010-12-17	2011-02-02
57 TCW GALILEO FDS INC SMALL CAP GROWTH FD		2010-12-17	2011-05-23
385 467 VANGUARD INFLAT PROTECT SEC FD #119		2011-02-04	2011-05-23
532 533 VANGUARD INFLAT PROTECT SEC FD #119		2009-09-21	2011-05-23
1310 VANGUARD INFLAT PROTECT SEC FD #119		2007-03-30	2011-08-24
2381 296 VANGUARD INFLAT PROTECT SEC FD #119		2009-02-12	2011-11-01
30 VANGARD MSCI EMERGING MARKETS EFT		2010-12-17	2011-02-02
40 VANGARD MSCI EMERGING MARKETS EFT		2010-12-17	2011-08-24

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)
100 VANGUARD REIT VIPER		2010-12-17	2011-02-02
32 VANGUARD REIT VIPER		2010-12-17	2011-05-23
61 VANGUARD REIT VIPER		2010-12-17	2011-08-24
46 VANGUARD REIT VIPER		2010-12-17	2011-11-01
235 WELLS FARGO ADV INTR VA FD-IST #517		2008-10-31	2011-02-02
2638 009 WELLS FARGO ADV INTR VA FD-IST #517		2008-10-31	2011-05-23
148 731 WELLS FARGO ADV INTL BOND-IS #4705		2011-02-04	2011-11-01
2458 976 WELLS FARGO ADV INTL BOND-IS #4705		2010-07-23	2011-11-01
905 WF ADV ENDEAVOR SELECT-I #3124		2008-08-28	2011-02-02
3595 WF ADV ENDEAVOR SELECT-I #3124		2008-08-28	2011-05-23
2349 829 WF ADV ENDEAVOR SELECT-I #3124		2010-07-23	2011-08-24

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)
11,281		11,000	281
49,537		44,592	4,945
3,981		3,501	480
33,941		29,662	4,279
2,074		2,340	-266
24,488		32,003	-7,515
500		570	-70
6,592		7,936	-1,344
3,501		3,703	-202
288		312	-24
44,279		44,414	-135
658		637	21
1,796		1,763	33
8,914		8,323	591
7,326		7,829	-503
2,714		2,774	-60
7,351		7,439	-88
26,365		26,245	120
52,732		48,095	4,637
5,005		3,146	1,859
598		506	92
7,579		4,617	2,962
5,791		4,194	1,597
3,252		2,238	1,014
963		828	135
1,692		1,280	412
6,210		4,689	1,521
8,373		7,556	817
12,225		10,721	1,504
1,909		2,076	-167

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)
4,205		3,691	514
19,849		21,881	-2,032
4,784		5,201	-417
43,356		41,949	1,407
43,187		37,190	5,997
3,345		3,240	105
1,068		1,022	46
9,067		10,015	-948
2,572		2,864	-292
43,625		43,880	-255
8,393		8,291	102
5,890		5,831	59
22,379		19,128	3,251
2,350		2,300	50
6,623		11,739	-5,116
23,177		22,444	733
1,503		1,620	-117
19,933		14,698	5,235
52,647		52,974	-327
1,455		1,300	155
23,838		12,853	10,985
310		274	36
4,304		4,220	84
1,758		1,659	99
5,177		4,949	228
7,152		6,567	585
18,340		15,681	2,659
34,338		28,380	5,958
1,415		1,414	1
1,658		1,885	-227

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)
5,733		5,341	392
1,924		1,709	215
3,339		3,258	81
2,591		2,457	134
2,712		1,849	863
31,234		20,761	10,473
1,757		1,700	57
29,041		26,034	3,007
9,276		9,919	-643
37,100		39,401	-2,301
21,266		19,625	1,641

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

**(I) Gains (Col (h) gain minus
col (k), but not less than -0-) or
Losses (from col (h))**

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
			281
			4,945
			480
			4,279
			-266
			-7,515
			-70
			-1,344
			-202
			-24
			-135
			21
			33
			591
			-503
			-60
			-88
			120
			4,637
			1,859
			92
			2,962
			1,597
			1,014
			135
			412
			1,521
			817
			1,504
			-167

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

**(I) Gains (Col (h) gain minus
col (k), but not less than -0-) or
Losses (from col (h))**

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
			514
			-2,032
			-417
			1,407
			5,997
			105
			46
			-948
			-292
			-255
			102
			59
			3,251
			50
			-5,116
			733
			-117
			5,235
			-327
			155
			10,985
			36
			84
			99
			228
			585
			2,659
			5,958
			1
			-227

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			392
			215
			81
			134
			863
			10,473
			57
			3,007
			-643
			-2,301
			1,641

Form 990PF Part XV Line 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 Paid during the year				
VOLENS FAMILY PRACTICE15210 LP BAILEY MEMORIAL HWY NATHALIE, VA 24577	NONE	N/A	MEDICAL ASSISTANCE FOR THE NEEDY	350
HALIFAX RADIOLOGICAL ASSOCIATESPOST OFFICE BOX 340 HALIFAX, VA 245580340	NONE	N/A	MEDICAL ASSISTANCE FOR THE NEEDY	628
SOUTHSIDE EMERGENCY PHYSICIANS P O BOX 1115 SOUTH BOSTON, VA 24592	NONE	N/A	MEDICAL ASSISTANCE FOR THE NEEDY	748
DR JAMES H PRIEST DDS LTD420 HAMILTON BLVD SOUTH BOSTON, VA 24592	NONE	N/A	MEDICAL ASSISTANCE FOR THE NEEDY	326
HALIFAX ANESTHESIOLOGY ASSOCIATESPOST OFFICE BOX 1115 SOUTH BOSTON, VA 24592	NONE	N/A	MEDICAL ASSISTANCE FOR THE NEEDY	340
RADIOLOGY ASSOCIATES OF LYNCHBURG113 NATIONWIDE DRIVE LYNCHBURG, VA 24502	NONE	N/A	MEDICAL ASSISTANCE FOR THE NEEDY	244
SEVEN HILLS SURGICAL ASSOCIATESPOST OFFICE BOX 11766 LYNCHBURG, VA 24506	NONE	N/A	MEDICAL ASSISTANCE FOR THE NEEDY	215
ORTHOPAEDIC CENTER OF CENTRALPOST OFFICE BOX 63216 CHARLOTTE, NC 28263	NONE	N/A	MEDICAL ASSISTANCE FOR THE NEEDY	421
HANGER PROSTHETICS AND ORTHOTICS2015 TATE SPRINGS ROAD LYNCHBURG, VA 24501	NONE	N/A	MEDICAL ASSISTANCE FOR THE NEEDY	949
UVA IMAGING 415POST OFFICE BOX 1438 COLUMBUS, GA 31902	NONE	N/A	MEDICAL ASSISTANCE FOR THE NEEDY	155
VCU HEALTH SYSTEMPOST OFFICE BOX 758721 BALTIMORE, MD 21275	NONE	N/A	MEDICAL ASSISTANCE FOR THE NEEDY	1,954
NRS ARIZONA DR BRAUNSTEIN MDPOST OFFICE BOX 674379 DETROIT, MI 48268	NONE	N/A	MEDICAL ASSISTANCE FOR THE NEEDY	344
HALIFAX EYE CARE INCPOST OFFICE BOX 89 SOUTH BOSTON, VA 24592	NONE	N/A	MEDICAL ASSISTANCE FOR THE NEEDY	1,211
TRI-COUNTY GASTROENTEROLOGY POST OFFICE BOX 267 SOUTH HILL, VA 23970	NONE	N/A	MEDICAL ASSISTANCE FOR THE NEEDY	500
PULMONARY ASSOCIATES OF SOUTHSIDE2210 WILBORN AVENUE SOUTH BOSTON, VA 24592	NONE	N/A	MEDICAL ASSISTANCE FOR THE NEEDY	926
FULLER ROBERTS CLINIC INCPOST OFFICE BOX 10 SOUTH BOSTON, VA 24592	NONE	N/A	MEDICAL ASSISTANCE FOR THE NEEDY	384
CENTRAL VIRGINIA NEUROSURGERY CENTRA HEALTH GBCPOST OFFICE BOX 79046 BALTIMORE, MD 21279	NONE	N/A	MEDICAL ASSISTANCE FOR THE NEEDY	797
GASTROENTEROLOGY ASSOCIATES 121 NATIONWIDE DRIVE LYNCHBURG, VA 24502	NONE	N/A	MEDICAL ASSISTANCE FOR THE NEEDY	550
UNIVERSITY OF VA MEDICAL CENTERP O BOX 530272 ATLANTA, GA 30353	NONE	PUBLIC CHARITY	MEDICAL ASSISTANCE FOR THE NEEDY	50
CENTRA HEALTH EMERGENCY SERVICESPOST OFFICE BOX 2496 LYNCHBURG, VA 24505	NONE	PUBLIC CHARITY	MEDICAL ASSISTANCE FOR THE NEEDY	9,640
BROOKNEAL DRUG COMPANY INC 120 RUSH STREET BROOKNEAL, VA 24528	NONE	N/A	MEDICAL ASSISTANCE FOR THE NEEDY	8,098
ANESTHESIA SERVICES OF LYNCHBURG1922 THOMSON DRIVE LYNCHBURG, VA 24501	NONE	N/A	MEDICAL ASSISTANCE FOR THE NEEDY	1,300
COMMUNITY MEMORIAL HEALTH CENTERP O BOX 90 SOUTH HILL, VA 23970	NONE	PUBLIC CHARITY	MEDICAL ASSISTANCE FOR THE NEEDY	500
HALIFAX REGIONAL HOSPITAL2204 WILBORN AVENUE SOUTH BOSTON, VA 24592	NONE	PUBLIC CHARITY	MEDICAL ASSISTANCE FOR THE NEEDY	13,336
DUKE UNIVERSITY HEALTH SYSTEMSPOST OFFICE BOX 91040 DURHAM, NC 27708	NONE	PUBLIC CHARITY	MEDICAL ASSISTANCE FOR THE NEEDY	1,000
PRIVATE DIAGNOSTIC CLINIC PLLCPOST OFFICE BOX 900002 RALEIGH, NC 27675	NONE	N/A	MEDICAL ASSISTANCE FOR THE NEEDY	1,336
Total.			► 3a	46,302

TY 2011 Accounting Fees Schedule

Name: VACLARK MEMORIAL FOUNDATION TUW

EIN: 54-6035933

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION FEE (NON-ALLOC)	2,585			2,585

TY 2011 Investments Corporate Bonds Schedule

Name: VACLARK MEMORIAL FOUNDATION TUW

EIN: 54-6035933

Name of Bond	End of Year Book Value	End of Year Fair Market Value
256210105 DODGE & COX INCOME F	106,744	113,894
261980494 DREYFUS EMG MKT DEBT	34,812	31,781
51855Q655 LAUDUS MONDRIAN INTL	37,147	34,944
693390700 PIMCO TOTAL RET FD-I	109,037	114,496
693390882 PIMCO FOREIGN BD FD	35,580	36,766
76628T645 RIDGEWORTH SEIX HY B	63,149	62,958
77957P105 T ROWE PRICE SHORT T	15,173	15,029

**TY 2011 Investments Corporate
Stock Schedule**

Name: VACLARK MEMORIAL FOUNDATION TUW
EIN: 54-6035933

Name of Stock	End of Year Book Value	End of Year Fair Market Value
04315J209 ARTIO TOTL RTN #1524		
256210105 DODGE & COX INC FD		
261980494 DREYFUS EMERG #6083		
4812C0803 JPMORGAN HI YL #3580		
693390700 PIMCO TOTAL RTN #35		
922031869 VANGUARD SEC FD #119		
94985D582 WELLS FARGO FD #4705		
693391559 PIMCO EMRG MKTS #137		
693390882 PIMCO FOREIGN #103		
34984T881 GOLDEN LRG CAP FD		
38142Y401 GOLDMAN SACHS #1132	17,608	27,436
38142Y773 GOLDMAN SACHS #1216		
339128100 JPMORGAN MIDCAP #758	28,964	29,260
487300808 KEELEY SML CAP #2251		
784924425 SSGA EMERG MKT #1510		
87234N849 TCW SMALL CAP #4724	30,366	27,200
949915565 WELLS FARGO FD #3124		
94984B181 WELLS FARGO FD #517		
04315J837 ARTIO INTL FD #1529		
256206103 DODGE&COX INTL STK	56,263	53,470
922042858 VANGUARD EMERG MKTS	34,412	29,460
44980Q518 ING INTL RE FD #2664		
722005667 PIMCO COMMOD FD #45		
922908553 VANGUARD REIT VIPER	37,331	40,542
04314H204 ARTISAN INTERNATIONA	57,510	55,142
22544R305 CREDIT SUISSE COMM R	59,707	54,633
25264S833 DIAMOND HILL LONG-SH	23,212	23,171
411511504 HARBOR CAPITAL APRCT	67,561	65,544
448108100 HUSSMAN STRATEGIC GR	46,430	45,840
464287200 ISHARES S & P 500 IN	40,781	42,826

Name of Stock	End of Year Book Value	End of Year Fair Market Value
487300808 KEELEY SMALL CAP VAL	30,512	28,626
552983694 MFS VALUE FUND-CLASS	35,451	33,995
56063J302 MAINSTAY EP US EQUIT	34,132	32,218
589509108 MERGER FD SH BEN INT	23,218	22,722
683974505 OPPENHEIMER DEVELOPI	33,891	29,015
78463X863 SPDR DJ WILSHIRE INT	43,395	36,891

TY 2011 Other Decreases Schedule

Name: VACLARK MEMORIAL FOUNDATION TUW**EIN:** 54-6035933

Description	Amount
MUTUAL FUND POSTING DATE AFTER TYE	1,704
ROC BASIS ADJUSTMENT	553

TY 2011 Other Expenses Schedule

Name: VACLARK MEMORIAL FOUNDATION TUW

EIN: 54-6035933

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
COMMISSIONER & CLERK FEES	930	0		930

TY 2011 Other Income Schedule

Name: VACLARK MEMORIAL FOUNDATION TUW**EIN:** 54-6035933

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
RECOVERY OF 2010 CONTRIBUTION	822	0	

TY 2011 Other Increases Schedule**Name:** VACLARK MEMORIAL FOUNDATION TUW**EIN:** 54-6035933

Description	Amount
MUTUAL FUND TAX EFFECTIVE DATE BEFORE TYE	7,794
ROUNDING	6

TY 2011 Taxes Schedule

Name: VACLARK MEMORIAL FOUNDATION TUW**EIN:** 54-6035933

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL TAX PAYMENT - PRIOR YE	1,384	0		0
FEDERAL ESTIMATES - PRINCIPAL	1,464	0		0
FOREIGN TAXES ON QUALIFIED FOR	268	268		0
FOREIGN TAXES ON NONQUALIFIED	103	103		0