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

OMB No 1545-0052

2011

Department of the Treasury
Internal Revenue Service

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

For calendar year 2011 or tax year beginning

, and ending

Name of foundation FOX FAMILY FOUNDATION, INC. C/O DAVID D. BEISCHER		A Employer identification number 56-1756144
Number and street (or P.O. box number if mail is not delivered to street address) 2451 CROASDAILE FARM PARKWAY	Room/suite 101	B Telephone number 919-383-5575
City or town, state, and ZIP code DURHAM, NC 27705		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) \$ 8,287,313.	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))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	435,206.		N/A	
	2 Check ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	192,309.	192,309.		STATEMENT 1
	5a Gross rents	<11.>	<11.>		STATEMENT 2
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	44,711.			
	b Gross sales price for all assets on line 6a	149,711.			
	7 Capital gain net income (from Part IV, line 2)		44,711.		
	8 Net short-term capital gain				
Operating and Administrative Expenses	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	25,186.	25,186.		STATEMENT 3
	12 Total. Add lines 1 through 11	697,401.	262,195.		
	13 Compensation of officers, directors, trustees, etc	60,000.	0.		6,000.
	14 Other employee salaries and wages	7,000.	0.		700.
	15 Pension plans, employee benefits				
	16a Legal fees STMT 4	645.	581.		65.
	b Accounting fees				
	c Other professional fees STMT 5	16,901.	16,884.		17.
	17 Interest	1,228.	1,394.		0.
	18 Taxes STMT 6	8,246.	6,106.		513.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
22 Printing and publications					
23 Other expenses STMT 7	12,075.	12,058.		17.	
24 Total operating and administrative expenses. Add lines 13 through 23	106,095.	37,023.		7,312.	
25 Contributions, gifts, grants paid	400,012.			400,012.	
26 Total expenses and disbursements. Add lines 24 and 25	506,107.	37,023.		407,324.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	191,294.				
b Net investment income (if negative, enter -0-)		225,172.			
c Adjusted net income (if negative, enter -0-)			N/A		

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		128,115.	178,508.	178,508.
	3	Accounts receivable ▶ 242,328.				
		Less: allowance for doubtful accounts ▶		157,006.	242,328.	242,328.
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations				
	b	Investments - corporate stock STMT 8		7,311,029.	7,366,608.	7,866,477.
	c	Investments - corporate bonds				
11	Investments - land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other					
14	Land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers)		7,596,150.	7,787,444.	8,287,313.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)		0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐					
	and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ ☒					
	and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds		0.	0.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
29	Retained earnings, accumulated income, endowment, or other funds		7,596,150.	7,787,444.		
30	Total net assets or fund balances		7,596,150.	7,787,444.		
31	Total liabilities and net assets/fund balances		7,596,150.	7,787,444.		

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	7,596,150.
2	Enter amount from Part I, line 27a	2	191,294.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	7,787,444.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	7,787,444.

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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 SEE ATTACHED STATEMENT				
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 149,711.		105,000.	44,711.	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				
b				
c				
d				
e			44,711.	
2 Capital gain net income or (net capital loss)		2		44,711.
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). If (loss), enter -0- in Part I, line 8		3		N/A

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 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	405,927.	7,522,700.	.053960
2009	354,853.	6,717,121.	.052828
2008	435,374.	7,598,153.	.057300
2007	386,153.	7,805,597.	.049471
2006	359,715.	6,881,157.	.052275
2 Total of line 1, column (d)		2	.265834
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	.053167
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5		4	8,214,342.
5 Multiply line 4 by line 3		5	436,732.
6 Enter 1% of net investment income (1% of Part I, line 27b)		6	2,252.
7 Add lines 5 and 6		7	438,984.
8 Enter qualifying distributions from Part XII, line 4		8	407,324.

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.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ 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	4,503.
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	4,503.
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	4,503.
6 Credits/Payments:			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	2,800.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	1,500.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7		4,300.
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		203.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax ☐ Refunded ☐	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see 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. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>NC</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>CATHERINE MCGHEE</u> Telephone no. ► <u>919-643-2225</u> Located at ► <u>2451 CROASDAILE FARM PARKWAY, SUITE 101, DURHAM,</u> ZIP+4 ► <u>27705</u>			
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	N/A	
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No
				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)? Organizations relying on a current notice regarding disaster assistance check here ► ☐	1b	X
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 ► _____		
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.) <u>N/A</u>	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____		
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.) <u>N/A</u>	3b	
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

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

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ 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)?

N/A

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?

N/A

☐ 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.

☐ Yes ☒ No

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?

N/A

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.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 9		60,000.	0.	0.

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

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

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

0

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

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

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

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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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	8,222,126.
b Average of monthly cash balances	1b	117,307.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	8,339,433.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	8,339,433.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	125,091.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,214,342.
6 Minimum investment return. Enter 5% of line 5	6	410,717.

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	410,717.
2a Tax on investment income for 2011 from Part VI, line 5	2a	4,503.
b Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	4,503.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	406,214.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	406,214.
6 Deduction from distributable amount (see instructions)	6	0.
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	406,214.

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	407,324.
b Program-related investments - total from Part IX-B	1b	0.
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	407,324.
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	5	0.
6 Adjusted qualifying distributions Subtract line 5 from line 4	6	407,324.

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.

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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				406,214.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				2,809.
f Total of lines 3a through e	2,809.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ \$	407,324.			
a Applied to 2010, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2011 distributable amount				406,214.
e Remaining amount distributed out of corpus	1,110.			
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	3,919.			
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 instructions		0.		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	3,919.			
10 Analysis of line 9:				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				2,809.
e Excess from 2011				1,110.

N/A

- ☐ 4942(1)(3) or ☐ 4942(1)(5)

- (4) Gross investment income

[illegible]

Part XV	Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.)
----------------	--

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

SEE STATEMENT 10

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

- c Any submission deadlines:

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
CHARITABLE CONTRIBUTIONS MADE THROUGH INVESTMENT PORTFOLIOS		PUBLIC	VARIOUS	
VARIOUS				12.
SEE ATTACHED LIST OF GRANTEES - ATTACHMENT #2		PUBLIC	VARIOUS	
VARIOUS				400,000.
Total			3a	400,012.
b Approved for future payment				
SEE ATTACHED #3		PUBLIC	VARIOUS	
VARIOUS				260,000.
Total			3b	260,000.

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	
		(a) Business code	(b) Amount	(c) Exclu- sion 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	192,309.		
5 Net rental income or (loss) from real estate:							
a Debt-financed property				16	<11.>		
b Not debt-financed property							
6 Net rental income or (loss) from personal property							
7 Other investment income				15	72.		
8 Gain or (loss) from sales of assets other than inventory				18	44,711.		
9 Net income or (loss) from special events							
10 Gross profit or (loss) from sales of inventory							
11 Other revenue:							
a PORTFOLIO ADVISORS							
b PRIVATE EQUITY FUND IV		525990		01	1,445.		
c PLEXUS FUND II		525990		01	23,669.		
d _____							
e _____							
12 Subtotal. Add columns (b), (d), and (e)			0.		262,195.	0.	
13 Total. Add line 12, columns (b), (d), and (e)						13 262,195.	

(See worksheet in line 13 instructions to verify calculations.)

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

[illegible]

Part XVII

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

- | | | |
|--|--|-------------------|
| <p>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?</p> <p>a Transfers from the reporting foundation to a noncharitable exempt organization of:</p> <p>(1) Cash</p> <p>(2) Other assets</p> <p>b Other transactions:</p> <p>(1) Sales of assets to a noncharitable exempt organization</p> <p>(2) Purchases of assets from a noncharitable exempt organization</p> <p>(3) Rental of facilities, equipment, or other assets</p> <p>(4) Reimbursement arrangements</p> <p>(5) Loans or loan guarantees</p> <p>(6) Performance of services or membership or fundraising solicitations</p> <p>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> <p>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.</p> | <p>1a(1)</p> <p>1a(2)</p> <p>1b(1)</p> <p>1b(2)</p> <p>1b(3)</p> <p>1b(4)</p> <p>1b(5)</p> <p>1b(6)</p> <p>1c</p> | <p>Yes</p> |
|--|--|-------------------|

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

[illegible]

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

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

**Sign
Here**

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

and believe it is true, correct, and complete Declaration of preparator

 Signature of officer or trustee

Date 10/9/12

on of which preparer has any knowledge

EXECUTIVE DIRECTOR

Title

May the IRS discuss this return with the preparer shown below (see instr)?

☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

RICK PADEN

Preparer's signature _____

Ph. 10/10/10

Date

10/01/12

Check ☐ if
self-employed

PTIN

P00589732

Firm's name ► **DIXON HUGHES GOODMAN LLP**

Firm's EIN ► 56-0747981

Firm's address ► 2501 BLUE RIDGE ROAD, SUITE 500
RALEIGH, NC 27607

Phone no. (919) 876-4546

Form **990-PF** (2011)

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

OMB No 1545-0047

2011

Name of the organization

FOX FAMILY FOUNDATION, INC.
C/O DAVID D. BEISCHER

Employer identification number

56-1756144

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐

501(c)() (enter number) organization

☐

4947(a)(1) nonexempt charitable trust not treated as a private foundation

☐

527 political organization

Form 990-PF

☒

501(c)(3) exempt private foundation

☐

4947(a)(1) nonexempt charitable trust treated as a private foundation

☐

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**☒

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules☐

For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.☐For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____**Caution.** An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).**LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2011)**

Name of organization

FOX FAMILY FOUNDATION, INC.
C/O DAVID D. BEISCHER

Employer identification number

56-1756144**Part I** **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	FOX CHARITABLE LEAD UNITRUST 2451 CROASDAILE FARM PARKWAY, SUITE 101 DURHAM, NC 27705	\$ 435,206.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Name of organization

FOX FAMILY FOUNDATION, INC.
C/O DAVID D. BEISCHER

Employer identification number

56-1756144

Part II **Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization

FOX FAMILY FOUNDATION, INC.

Employer identification number

C/O DAVID D. BEISCHER**56-1756144**

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once) ▶ \$

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDENDS - TRUST COMPANY OF THE SOUTH	154,170.	0.	154,170.
DIVIDENDS - TRUST COMPANY OF THE SOUTH	11,678.	11,678.	0.
INTEREST - TRUST COMPANY OF THE SOUTH	15,888.	0.	15,888.
INTEREST - US GOV'T TRUST COMPANY OF THE SOUTH	13,463.	0.	13,463.
PLEXUS FUND II, LP	8.	0.	8.
PORTFOLIO ADVISORS PRIVATE EQUITY FUND IV	8,780.	0.	8,780.
TOTAL TO FM 990-PF, PART I, LN 4	203,987.	11,678.	192,309.

FORM 990-PF	RENTAL INCOME	STATEMENT	2
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KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
PORTFOLIO ADVISORS PRIVATE EQUITY FUND IV	1	<11.>
TOTAL TO FORM 990-PF, PART I, LINE 5A		<11.>

FORM 990-PF	OTHER INCOME	STATEMENT	3
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
PORTFOLIO ADVISORS PRIVATE EQUITY FUND IV	72.	72.	
PORTFOLIO ADVISORS PRIVATE EQUITY FUND IV	1,445.	1,445.	
PLEXUS FUND II	23,669.	23,669.	
TOTAL TO FORM 990-PF, PART I, LINE 11	25,186.	25,186.	

FORM 990-PF	LEGAL FEES	STATEMENT	4
-------------	------------	-----------	---

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
KENNON, CRAVER	645.	581.		65.
TO FM 990-PF, PG 1, LN 16A	645.	581.		65.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
AGENCY FEES	16,733.	16,733.		0.
MICRO MEDIC	168.	151.		17.
TO FORM 990-PF, PG 1, LN 16C	16,901.	16,884.		17.

FORM 990-PF	TAXES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	5,126.	4,613.		513.
FOREIGN TAXES	1,627.	0.		0.
INCOME TAXES	1,493.	1,493.		0.
TO FORM 990-PF, PG 1, LN 18	8,246.	6,106.		513.

FORM 990-PF	OTHER EXPENSES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
DUES & SUBSCRIPTIONS	75.	67.		8.	
SUPPLIES	90.	81.		9.	
OTHER DEDUCTIONS FROM PORTFOLIO ADVISORS PRIVATE EQUITY FUND IV	10,061.	10,061.		0.	
OTHER DEDUCTIONS FROM PLEXUS K-1	1,849.	1,849.		0.	
TO FORM 990-PF, PG 1, LN 23	12,075.	12,058.		17.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	8
DESCRIPTION	BOOK VALUE		FAIR MARKET VALUE	
TRUST COMPANY OF THE SOUTH EQUITIES	3,542,486.		4,003,585.	
TRUST COMPANY OF THE SOUTH FIXED INCOME	1,478,652.		1,503,963.	
TRUST COMPANY OF THE SOUTH OTHER	2,345,470.		2,358,929.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	7,366,608.		7,866,477.	

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	9
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
SUSAN F. BEISCHER 2451 CROASDAILE FARM PKWY, STE 101 DURHAM, NC 27705	DIRECTOR 0.00	0.	0.	0.
A. WILLIAM KENNON 2451 CROASDAILE FARM PKWY, STE 101 DURHAM, NC 27705	DIRECTOR 0.00	0.	0.	0.
J. DAVID ROSS 2451 CROASDAILE FARM PKWY, STE 101 DURHAM, NC 27705	DIRECTOR 0.00	0.	0.	0.
DAVID D. BEISCHER 2451 CROASDAILE FARM PKWY, STE 101 DURHAM, NC 27705	EXECUTIVE DIRECTOR 10.00	60,000.	0.	0.
JOHN W. MALLARD 2451 CROASDAILE FARM PKWY, STE 101 DURHAM, NC 27705	DIRECTOR 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		60,000.	0.	0.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 10

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

DAVID D. BEISCHER, EXECUTIVE DIRECTOR

TELEPHONE NUMBER

(919) 383-5575

FORM AND CONTENT OF APPLICATIONS

A COMPLETED GRANT APPLICATION FORM AND PROPOSAL SHOULD BE SUBMITTED

ANY SUBMISSION DEADLINES

SEPTEMBER 1

RESTRICTIONS AND LIMITATIONS ON AWARDS

NO GRANTS TO POLITICAL OR RELIGIOUS ORGANIZATIONS; POTENTIAL GRANTEEES MUST BE LOCATED IN DURHAM, ORANGE OR WAKE COUNTY, NORTH CAROLINA; NO GRANTS OR SCHOLARSHIPS WILL BE AWARDED TO INDIVIDUALS.

FORM 8621

ADDITIONAL INFORMATION

STATEMENT 12

NAME OF PASSIVE FOREIGN INVESTMENT COMPANY OR QUALIFIED ELECTING FUND

GRANVILLE MULTI-STRATEGY GLOBAL PARTNERS LTD

CLASS OF STOCK	NUMBER OF SHARES AT BEGINING OF YEAR	CHANGE IN NUMBER OF SHARES	DATE OF CHANGE	NUMBER OF SHARES AT END OF YEAR
CLASS A	449.000	.000		449.000

2011 FOX FAMILY FOUNDATION GRANTEE LIST

<u>Organization</u>	<u>Purpose</u>	<u>Amount</u>
1. Achievement Academy of Durham 400 West Main Street Suite 103 Durham, NC 27701	Operating Support	\$5,000
2. American Dance Festival Box 90772 Durham, NC 27708-0772	Challenge Grant For Endowment Support	\$15,000
3. Arts NC State NCSU Campus Box 7306 Raleigh, NC 27695-7306	Capital Campaign	\$10,000
4. Artspace 201 East Davie Street Raleigh, NC 27601	Operating Support	\$7,500
5. Big Brothers Big Sisters of the Triangle 909 Aviation Parkway, Suite 1500 Morrisville, NC 27560	Operating Support	\$5,500
6. Caring House 2625 Pickett Road Durham, NC 27705	Operating Support	\$5,000
7. The Carolina Theatre of Durham 309 W. Morgan Street Durham, NC 27701-2119	Ticket Subsidy for School Time Theatre Performances	\$10,000
8. Communities in Schools of Durham 3412 Westgate Drive, Suite 301 Durham, NC 27707	Operating Support	\$10,000
9. Dispute Settlement Center of Orange Co. 302 West Weaver Street Carrboro, NC 27510	Operating Support	\$20,000
10. Dress for Success 1058 W. Club Blvd, Suite 662 Durham, NC 27701	Operating Support	\$5,000

<u>Organization</u>	<u>Purpose</u>	<u>Amount</u>
11. Duke Home Care and Hospice 4321 Medical Park Drive, Suite 101 Durham, NC 27704-2175	Capital Campaign Support	\$25,000
12. Duke University Duke-Durham Neighborhood Partnership Office of Community Affairs Duke University Box 90433 Durham, NC 27708-0433	Project Support for Tutoring Program	\$5,000
13. Duke University Law School Office of Research Support Box 90077 Durham, NC 27708	Endowment and Operating Support	\$10,000
14. Duke University Pediatric Blood & Bone Marrow Transplant Program DUMC Box 3350 Durham, NC 27710	Project Support for Family Support Program	\$10,000
15. Durham Arts Council 120 Morris Street Durham, NC 27701-3242	Financial Aid for Arts School	\$13,500
16. Durham Literacy Center P.O. Box 52209 Durham, NC 27707	Operating support	\$15,000
17. Durham Nativity School P.O. Box 3537 Durham, NC 27702	Operating Support	\$20,000
18. Durham Symphony P.O. Box 1993 Durham, NC 27702	Operating Support	\$6,500
19. El Futuro 136 E. Chapel Hill Street Durham, NC 27701	Project Support for Child and Family Mental Health Program	\$5,000

<u>Organization</u>	<u>Purpose</u>	<u>Amount</u>
20. Emily Krzyzewski Center 904 W. Chapel Hill Street Durham, NC 27701	Operating Support	\$5,000
21. Executive Service Corps P.O. Box 51152 Durham, NC 27717	Operating Support	\$5,500
22. Food Bank of Central and Eastern NC 3808 Tarheel Drive Raleigh, NC 27609	Operating Support	\$7,500
23. Genesis Home 300 North Queen Street Durham, NC 27701	Operating Support	\$11,000
24. A Helping Hand 1502 W. Highway 54, Suite 405 Durham, NC 27707	Operating support	\$10,000
25. The Hill Center, Inc 3200 Pickett Road Durham, NC 27705-6010	Project Support for Teacher Training Program	\$30,000
26. Housing for New Hope 18 West Colony Place, Suite 250 Durham, NC 27705	Operating support	\$10,000
27. Interfaith Council for Social Service 110 W. Main Street Carrboro, NC 27510	Operating Support	\$7,000
28. Kramden Institute P.O. Box 13483 Research Triangle Park, NC 27709	Operating Support	\$5,000
29. Meals on Wheels 2522 Ross Road Durham, NC 27703	Project Support	\$7,500
30. Nasher Art Museum at Duke University Box 90732 Durham, NC 27708	Project Support for Community Outreach	\$5,000

<u>Organization</u>	<u>Purpose</u>	<u>Amount</u>
31. North Carolina Arts in Action P.O. Box 51277 Durham, NC 27717	Project Support for In School Performing Arts Program	\$5,000
32. North Carolina Botanical Garden University of North Carolina CB 3375 Totten Center Chapel Hill, NC 27599	Program Support for Campus Community Garden	\$5,000
33. North Carolina Museum of Life and Science 433 West Murray Avenue Durham, NC 27704	Operating Support	\$10,000
34. North Carolina State Veterinary Medical Foundation, Inc. 4700 Hillsborough Street Box 8401 Raleigh, NC 27606	Project Support for Summer Internships	\$15,000
35. Planned Parenthood of Central North Carolina P.O. Box 3258 Chapel Hill, NC 27515-3258	Operating Support	\$10,000
36. Senior PharmAssist 406 Rigsbee Avenue, Suite 201 Durham, NC 27701-2186	Operating Support	\$17,000
37. Teach for America, Inc. 324 Blackwell Street Bay 11, Suite 1160 Durham, NC 27701	Operating Support	\$5,500
38. Threshold P.O. Box 11706 Durham, NC 27703	Operating Support	\$7,500

<u>Organization</u>	<u>Purpose</u>	<u>Amount</u>
39. TROSA, Inc. 1820 James Street Durham, NC 27707	Project Support	\$6,000
40. Urban Ministries of Durham P.O. Box 249 Durham, NC 27702-0249	Operating Support	\$7,500
41. Voices Together P.O. Box 16721 Chapel Hill, NC 27516	Project Support for Education Project	\$5,000

<i>TOTAL GRANTS MADE IN 2011</i>		<i>\$400,000</i>
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****All grantees are public charities.****

GRANTS AND CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

<u>Recipient Name and Address</u>	<u>Recipient Relationship and Purpose of Grant</u>	<u>Recipient Status</u>	<u>Amount</u>
Arts NC State Raleigh, NC 27695	Various	Public	\$10,000
Duke Home Care and Hospice Durham, NC 27704	Various	Public	\$20,000
Durham Academy Durham, NC 27705	Various	Public	\$175,000
Durham Nativity School Durham, NC 27702	Various	Public	\$15,000
Housing for New Hope Durham, NC 27705	Various	Public	\$40,000
Total to Form 990-PF, Part XV, Line 3B:			\$260,000

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	PORTFOLIO ADVISORS PRIVATE EQUITY FUND IV	P		
b	PORTFOLIO ADVISORS PRIVATE EQUITY FUND IV	P		
c	GRANVILLE MULTI-STRATEGY GLOBAL PARTNERS	P		
d	PLEXUS FUND II	P		
e	TRUST COMPANY OF THE SOUTH - 95000 SHS FHLMC	P	01/23/08	06/15/11
f	TRUST COMPANY OF THE SOUTH - 10000 SHS FHLMC	P	05/15/08	06/15/11
g	CAPITAL GAINS DIVIDENDS			
h				
i				
j				
k				
l				
m				
n				
o				

(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 1,180.			1,180.
b 16,887.			16,887.
c 14,960.			14,960.
d 6.			6.
e 95,000.		95,000.	0.
f 10,000.		10,000.	0.
g 11,678.			11,678.
h			
i			
j			
k			
l			
m			
n			
o			

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

(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	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			1,180.
b			16,887.
c			14,960.
d			6.
e			0.
f			0.
g			11,678.
h			
i			
j			
k			
l			
m			
n			
o			

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	44,711.
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). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

• If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

• If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

		Enter filer's identifying number, see instructions	
Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or	
	FOX FAMILY FOUNDATION, INC. C/O DAVID D. BEISCHER	☒ 56-1756144	
	Number, street, and room or suite no. If a P O box, see instructions.	Social security number (SSN)	
	2451 CROASDAILE FARM PARKWAY, NO. 101	☐	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.		
	DURHAM, NC 27705		

Enter the Return code for the return that this application is for (file a separate application for each return)

04

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

CATHERINE MCGHEE - 2451 CROASDAILE FARM PARKWAY, SUITE

• The books are in the care of ☒ 101 - DURHAM, NC 27705

Telephone No. ☒ 919-643-2225

FAX No. ☐

• If the organization does not have an office or place of business in the United States, check this box ☐

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ☐. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until NOVEMBER 15, 2012.

5 For calendar year 2011, or other tax year beginning , and ending .

6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return

☐ Change in accounting period

7 State in detail why you need the extension

THE FOUNDATION IS WAITING ON ADDITIONAL INFORMATION IN THE FORM OF K-1S WHICH HAVE NOT YET BEEN RECEIVED.

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	4,300.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	2,800.
c	Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	1,500.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ☐

Title ☐

Date ☐