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

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

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

OMB No 1545-0052

2011

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

Name of foundation: ROBERT R MEYER FOUNDATION 1055000030

A Employer identification number: 63-6019645

Number and street (or P O. box number if mail is not delivered to street address): P.O. BOX 11647 — Room/suite

B Telephone number (see instructions): (205) 326-5382

City or town, state, and ZIP code: BIRMINGHAM, AL 35202-1647

C If exemption application is pending, check here ▶ ☐

D 1 Foreign organizations, check here ▶ ☐

2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ $ 36,597,097.

J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis.)

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ▶ ☒ if the foundation is **not** required to attach Sch. B				
	3 Interest on savings and temporary cash investments	158.	158.		STMT 1
	4 Dividends and interest from securities	795,824.	795,824.		STMT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	435,319.			
	b Gross sales price for all assets on line 6a 7,760,349.				
	7 Capital gain net income (from Part IV, line 2)		435,319.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	324,241.	7,931.		STMT 3
	12 **Total.** Add lines 1 through 11	1,555,542.	1,239,232.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	179,954.	143,963.		35,991.
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 4	950.	NONE	NONE	950.
	c Other professional fees (attach schedule) STMT 5	5,790.			5,790.
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 6	13,849.	12,656.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings		NONE	NONE	
	22 Printing and publications		NONE	NONE	
	23 Other expenses (attach schedule) STMT 7	27,051.	27,051.		
	24 **Total operating and administrative expenses.** Add lines 13 through 23	227,594.	183,670.	NONE	42,731.
	25 Contributions, gifts, grants paid	1,809,000.			1,809,000.
	26 **Total expenses and disbursements** Add lines 24 and 25	2,036,594.	183,670.	NONE	1,851,731.
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	-481,052.			
	b **Net investment income** (if negative, enter -0-)		1,055,562.		
	c **Adjusted net income** (if negative, enter -0-)				

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Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
1	Cash - non-interest-bearing			
2	Savings and temporary cash investments	421,297.	687,555.	687,555.
3	Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
4	Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
7	Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶ NONE			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10 a	Investments - U S and state government obligations (attach schedule)	2,821,377.	1,648,539.	1,725,101.
b	Investments - corporate stock (attach schedule)	20,942,155.	20,610,740.	22,879,767.
c	Investments - corporate bonds (attach schedule)	5,015,782.	5,738,528.	6,050,668.
11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments - mortgage loans			
13	Investments - other (attach schedule)	5,031,407.	4,886,675.	5,254,006.
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)	34,232,018.	33,572,037.	36,597,097.
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)			
	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	34,232,018.	33,572,037.	
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 instructions)	34,232,018.	33,572,037.	
31	**Total liabilities and net assets/fund balances** (see instructions)	34,232,018.	33,572,037.	

(Sections: Assets — lines 1–16; Liabilities — lines 17–23; Net Assets or Fund Balances — lines 24–31)

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	34,232,018.
2	Enter amount from Part I, line 27a	2	-481,052.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	33,750,966.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5	178,929.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	33,572,037.

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	PUBLICLY TRADED SECURITIES			
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	7,649,369.		7,325,030.	324,339.
b				
c				
d				
e				

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) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				324,339.
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** 435,319.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 . . . . **3**

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	1,730,257.	36,759,059.	0.047070
2009	1,710,332.	34,289,189.	0.049880
2008	1,856,795.	39,165,732.	0.047409
2007	2,102,993.	44,418,694.	0.047345
2006	2,025,442.	42,014,682.	0.048208

2	**Total** of line 1, column (d)	2	0.239912
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	0.047982
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	38,472,857.
5	Multiply line 4 by line 3	5	1,846,005.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	10,556.
7	Add lines 5 and 6	7	1,856,561.
8	Enter qualifying distributions from Part XII, line 4	8	1,851,731.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ 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	21,111.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	
3	Add lines 1 and 2			3	21,111.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	21,111.
6	Credits/Payments.				
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	13,258.		
b	Exempt foreign organizations - tax withheld at source	6b	NONE		
c	Tax paid with application for extension of time to file (Form 8868)	6c	15,000.		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d			7	28,258.
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	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	7,147.
11	Enter the amount of line 10 to be **Credited to 2012 estimated tax** ▶ 7,147. **Refunded** ▶			11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation. ▶ $ ______ (2) On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		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*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		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?	6	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*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ AL			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	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*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ REGIONS BANK Telephone no. ▶ (205)326-5382

Located at ▶ P.O. BOX 11647, BIRMINGHAM, AL ZIP + 4 ▶ 35202-1647

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 |

			Yes	No
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

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

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

		Yes	No
5a	During the year did the foundation pay or incur any amount to:		
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No		
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No		
b	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? **5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No		
	If "Yes," attach the statement required by Regulations section 53 4945-5(d).		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b**		X
	If "Yes" to 6b, file Form 8870		
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**		

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 9		179,954.	-0-	-0-

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

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

Total number of other employees paid over $50,000 ▶ NONE

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		NONE
Total number of others receiving over $50,000 for professional services ▶		NONE

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

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments** (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments. See instructions.	
3 NONE	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	39,058,738.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	39,058,738.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	39,058,738.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	585,881.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	38,472,857.
6	**Minimum investment return.** Enter 5% of line 5	6	1,923,643.

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	1,923,643.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	21,111.		
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	21,111.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	1,902,532.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	1,902,532.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	1,902,532.

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	1,851,731.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,851,731.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,851,731.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				1,902,532.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			84,663.	
b Total for prior years. 20 09 ,20 ,20		NONE		
3 Excess distributions carryover, if any, to 2011.				
a From 2006 NONE				
b From 2007 NONE				
c From 2008 NONE				
d From 2009 NONE				
e From 2010 NONE				
f **Total** of lines 3a through e	NONE			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ $ 1,851,731.				
a Applied to 2010, but not more than line 2a			84,663.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2011 distributable amount				1,767,068.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2011 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	NONE			NONE
6 **Enter the net total of each column as indicated below:**				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instructions				
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				135,464.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	NONE			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2007 NONE				
b Excess from 2008 NONE				
c Excess from 2009 NONE				
d Excess from 2010 NONE				
e Excess from 2011 NONE				

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

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

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

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

Part XV Supplementary Information (Complete this part only if the 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 12

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 13				
Total . . . . ▶ **3a**				1,809,000.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue.					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	158.	
4 Dividends and interest from securities			14	795,824.	
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	435,319.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b PARTNERSHIP DIST			14	324,241.	
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				1,555,542.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 1,555,542.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)
	NOT APPLICABLE

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Julie S Chmka | 11/15/2012 | TRUST OFFICER

Signature of officer or trustee | Date | Title

REGIONS BANK, TRUSTEE

May the IRS discuss this return with the preparer shown below (see instructions)? ☐ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no	

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OTHER INTEREST		158.	158.
	TOTAL	158.	158.

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

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN DIVIDENDS		99,977.	99,977.
DOMESTIC DIVIDENDS		350,090.	350,090.
CORPORATE INTEREST		285,114.	285,114.
U.S GOVT INTEREST		60,643.	60,643.
	TOTAL	795,824.	795,824.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
PARTNERSHIP DISTRIBUTIONS	324,241.	7,931.
TOTALS	324,241.	7,931.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	950.			950.
TOTALS	950.	NONE	NONE	950.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
GRANT REVIEW SERVICES EXPENSE	5,790.	5,790.
TOTALS	5,790.	5,790.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	548.	548.
FEDERAL TAX PAYMENT - PRIOR YE	13,301.	
FOREIGN TAXES ON QUALIFIED FOR		11,372.
FOREIGN TAXES ON NONQUALIFIED		736.
TOTALS	13,849.	12,656.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
PARTNERSHIP EXPENSES	27,051.	27,051.
TOTALS	27,051.	27,051.

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

DESCRIPTION		AMOUNT
PARTNERSHIP COST BASIS ADJUSTMENT		178,929.
	TOTAL	178,929.

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

OFFICER NAME:
REGIONS BANK
ADDRESS:
P.O. BOX 11426
BIRMINGHAM, AL 35202
TITLE:
CORP TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2
COMPENSATION .... 179,954.
COMPENSATION EXPLANATION:
TRUSTEE FEES

OFFICER NAME:
HONORABLE SHARON L. BLACKBURN
ADDRESS:
1729 5TH AVENUE NORTH
BIRMINGHAM, AL 35203
TITLE:
ADVISORY COMMITTEE

OFFICER NAME:
ELMER E. HARRIS
ADDRESS:
CENTER FOR PUBLIC POLICY, 1901 6TH
BIRMINGHAM, AL 35203
TITLE:
ADVISORY COMMITTEE

OFFICER NAME:
BEVERLY BAKER
ADDRESS:
ONE FEDERAL PLACE, 1819 5TH AVE N
BIRMINGHAM, AL 35203-2118
TITLE:
ADVISORY COMMITTEE

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

OFFICER NAME:
RAYMOND HARBERT
ADDRESS:
P. O. BOX 1297
BIRMINGHAM, AL 35201-1297
TITLE:
ADVISORY COMMITTEE

TOTAL COMPENSATION: 179,954.

AVERAGE MONTHLY FMV - 990PF, PART X, LINES 1a-1c

MONTH	LINE 1a-FMV SECURITIES	LINE 1b-FMV CASH BALANCES	LINE 1c-FMV OTHER ASSETS
JANUARY	39,861,005.		
FEBRUARY	40,794,668.		
MARCH	40,784,667.		
APRIL	41,790,140.		
MAY	41,568,025.		
JUNE	39,963,664.		
JULY	39,245,779.		
AUGUST	37,207,283.		
SEPTEMBER	35,288,315.		
OCTOBER	37,979,535.		
NOVEMBER	37,624,677.		
DECEMBER	36,597,097.		
TOTAL	468,704,855.		
AVERAGE FMV	39,058,738.		

STATEMENT 11

FORM 990PF, PART XV - LINES 2a - 2d
====================================

RECIPIENT NAME:
SEE ATTACHED
FORM, INFORMATION AND MATERIALS:
SEE ATTACHED
SUBMISSION DEADLINES:
SEE ATTACHED
RESTRICTIONS OR LIMITATIONS ON AWARDS:
SEE ATTACHED

STATEMENT 12

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
SEE ATTACHED SCHEDULE
AMOUNT OF GRANT PAID ....1,809,000.

TOTAL GRANTS PAID: 1,809,000.

1055000030 ROBERT R MEYER FOUNDATION 63-6019645

ATTACHMENT TO FORM 990-PF FOR THE TAX YEAR ENDED 12/31/2011
PART II BALANCE SHEETS

REGIONS BANK

Chronological Statement

End Date 12/31/2011

Account: 1055000030
AS TRUSTEE U/A EXECUTED
12/31/42 BY ROBERT R MEYER

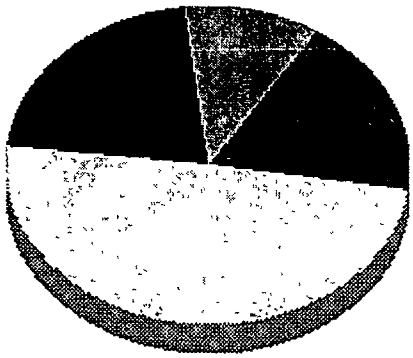
Administrator: CARLA B. GALE @ 205-326-5682

SUMMARY

Category	Book Value	Market Value
CASH AND EQUIVALENTS	687,554.97	687,554.97
EQUITIES	15,236,515.57	18,117,707.59
FIXED	7,387,066.90	7,775,769.11
INTERNATIONAL	5,374,224.92	4,762,059.18
PARTNERSHIPS	4,886,674.88	5,254,006.00
TOTAL PORTFOLIO	33,572,037.24	36,597,096.85

Market Value

$687,554.97	1.88%	CASH AND EQUIVALENTS
$18,117,707.59	49.50%	EQUITIES
$7,775,769.11	21.23%	FIXED
$4,762,059.18	13.02%	INTERNATIONAL
$5,254,006.00	14.37%	PARTNERSHIPS



ASSET SCHEDULE

Ticker	Description	Units	Price	Book Value	Market Value
	CASH AND EQUIVALENTS				
	CASH			0.00	0.00
	REGIONS TRUST CASH SWEEP	687,554.970	1.000	687,554.97	687,554.97
	TOTAL FOR CASH AND EQUIVALENTS			687,554.97	687,554.97
	EQUITIES				
AGN	ALLERGAN INC	4,000.000	87.740	148,937.99	350,960.00
AXP	AMERICAN EXPRESS CO	6,000.000	47.170	243,407.60	283,020.00
APA	APACHE CORPORATION	2,500.000	90.580	271,999.25	226,450.00
ARTVX	ARTISAN FDS INC SMALL CAP VALUE FD-INV	31,360.922	14.920	457,152.00	467,904.96
ARTQX	ARTISAN FDS INC MID CAP VALUE FD INV SHS	31,756.448	19.700	577,594.00	625,602.03
ADSK	AUTO DESK INC	8,000.000	30.330	258,368.80	242,640.00

1055000030 ROBERT R MEYER FOUNDATION **63-6019645**

ATTACHMENT TO FORM 990-PF FOR THE TAX YEAR ENDED 12/31/2011
PART II BALANCE SHEETS

Ticker	Description	Units	Price	Book Value	Market Value
BMCIX	BLACKROCK US OPPORTUNITIES-I	12,047.855	33.490	434,700.00	403,482.66
BLK	BLACKROCK INC	1,500.000	178.240	298,508.33	267,360.00
BUFSX	BUFFALO SMALL CAP FUND	21,632.907	24.930	506,834.00	539,308.37
CAT	CATERPILLAR INC	3,000.000	90.600	155,141.70	271,800.00
CVX	CHEVRON CORP	3,000.000	106.400	96,910.71	319,200.00
CSCO	CISCO SYSTEMS INC	13,000.000	18.080	296,000.00	235,040.00
CL	COLGATE-PALMOLIVE CO	3,000.000	92.390	173,968.20	277,170.00
EMC	E M C CORP MASS	11,800.000	21.540	151,940.34	254,172.00
ETN	EATON CORP	6,000.000	43.530	217,496.85	261,180.00
EMR	EMERSON ELECTRIC CO	4,000.000	46.590	238,360.00	186,360.00
XOM	EXXON MOBIL CORP	4,000.000	84.760	296,632.40	339,040.00
GE	GENERAL ELECTRIC CO	17,000.000	17.910	254,651.10	304,470.00
GPC	GENUINE PARTS CO	6,000.000	61.200	166,836.60	367,200.00
GS	GOLDMAN SACHS GROUP INC	1,500.000	90.430	194,863.20	135,645.00
HAL	HALLIBURTON CO	7,000.000	34.510	284,585.00	241,570.00
HAS	HASBRO INC	3,500.000	31.890	130,177.25	111,615.00
HES	HESS CORPORATION	4,000.000	56.800	244,899.20	227,200.00
HPQ	HEWLETT-PACKARD CO	6,000.000	25.760	126,675.00	154,560.00
ITW	ILLINOIS TOOL WORKS INC	6,500.000	46.710	340,884.70	303,615.00
INTC	INTEL CORP	16,000.000	24.250	364,861.00	388,000.00
JPM	J P MORGAN CHASE & CO	6,250.000	33.250	227,492.50	207,812.50
JNJ	JOHNSON & JOHNSON	4,100.000	65.580	45,152.27	268,878.00
JNPR	JUNIPER NETWORKS INC	8,000.000	20.410	203,034.60	163,280.00
MAT	MATTEL INC	9,500.000	27.760	216,530.05	263,720.00
MHP	MCGRAW HILL INC	4,000.000	44.970	122,840.00	179,880.00
MRK	MERCK & CO. INC. NEW	7,000.000	37.700	241,825.50	263,900.00
MSFT	MICROSOFT CORP	10,450.000	25.960	327,263.44	271,282.00
NEE	NEXTERA ENERGY, INC.	5,000.000	60.880	269,776.50	304,400.00
NSC	NORFOLK SOUTHERN CORP	5,000.000	72.860	321,730.50	364,300.00
OPMYX	OPPENHEIMER MAIN ST SMALL CAP FD CL Y	70,000.849	20.820	1,316,969.66	1,457,417.68
ORCL	ORACLE CORPORATION	10,000.000	25.650	215,300.00	256,500.00
PEP	PEPSICO INC	4,625.000	66.350	196,495.87	306,868.75
PM	PHILIP MORRIS INTERNATIONAL INC	5,000.000	78.480	189,550.00	392,400.00
PMTYX	PIONEER SELECT MID CAP GROWTH Y	59,997.076	17.820	929,955.99	1,069,147.89
PX	PRAXAIR INC	1,100.000	106.900	107,419.40	117,590.00
PG	PROCTER & GAMBLE CO	5,100.000	66.710	281,215.87	340,221.00
PRU	PRUDENTIAL FINANCIAL INC	4,500.000	50.120	101,960.10	225,540.00
QCOM	QUALCOMM INC	6,000.000	54.700	209,347.20	328,200.00
SLB	SCHLUMBERGER LTD	4,000.000	68.310	168,985.20	273,240.00
STT	STATE STREET CORP	7,000.000	40.310	291,912.60	282,170.00
SYK	STRYKER CORP	4,975.000	49.710	245,936.05	247,307.25
TXN	TEXAS INSTRS INC	9,000.000	29.110	313,688.70	261,990.00
TMO	THERMO FISHER SCIENTIFIC, INC.	5,500.000	44.970	236,339.05	247,335.00
MMM	3M CO	3,000.000	81.730	226,866.00	245,190.00
TRV	TRAVELERS COMPANIES, INC.	5,000.000	59.170	76,875.00	295,850.00
UTX	UNITED TECHNOLOGIES CORP	4,000.000	73.090	207,010.00	292,360.00
VFC	VF CORP	3,750.000	126.990	269,320.50	476,212.50
VZ	VERIZON COMMUNICATIONS	9,000.000	40.120	220,479.38	361,080.00
V	VISA INC - CLASS A SHRS	3,000.000	101.530	260,023.80	304,590.00
WAG	WALGREEN CO	8,000.000	33.060	262,834.62	264,480.00
	TOTAL FOR EQUITIES			15,236,515.57	18,117,707.59

2

1055000030 ROBERT R MEYER FOUNDATION **63-6019645**

ATTACHMENT TO FORM 990-PF FOR THE TAX YEAR ENDED 12/31/2011
PART II BALANCE SHEETS

Ticker	Description	Units	Price	Book Value	Market Value
	FIXED				
	AFLAC INC DTD 5/21/09 8.5% 05/15/2019	69,000.000	122.555	84,794.53	84,562.95
	AT&T INC DTD 05/13/08 5.6% 05/15/2018	71,000.000	116.195	70,986.73	82,498.45
	AMERICAN EXPRESS CREDIT CORP SERIES: MTN DTD 09/13/2010 2.75% 09/15/2015	78,000.000	100.530	79,543.95	78,413.40
	ANHEUSER-BUSCH INBEV WOR DTD 01/27/2011 2.875% 02/15/2016	83,000.000	105.514	83,414.06	87,576.62
	BARCLAYS BANK PLC DTD 04/07/2010 3.9% 04/07/2015	81,000.000	100.427	81,084.58	81,345.87
	CSX CORP DTD 3/27/08 6.25% 04/01/2015	71,000.000	114.261	77,005.33	81,125.31
	CVS/CAREMARK CORPORATION DTD 9/11/09 6.125% 09/15/2039	72,000.000	121.688	73,170.75	87,615.36
	CA INC DTD 11/13/09 5.375% 12/01/2019	78,000.000	109.077	79,393.79	85,080.06
	CATERPILLAR INC DTD 12/05/08 7.9% 12/15/2018	65,000.000	133.130	64,892.50	86,534.50
	CITIGROUP INC DTD 06/15/2010 6% 12/13/2013	76,000.000	103.476	80,674.14	78,641.76
	CITIGROUP INC FDIC GUARANTEED DTD 08/06/2009 2.25% 12/10/2012	241,000.000	101.857	244,127.89	245,475.37
	COMCAST CORP DTD 06/18/09 5.7% 07/01/2019	74,000.000	116.009	74,693.56	85,846.66
	CREDIT SUISSE NEW YORK DTD 5/4/09 5.5% 05/01/2014	156,000.000	103.942	162,166.51	162,149.52
	JOHN DEERE CAPITAL CORP INSD: FDIC DTD 12/19/08 2.875% 06/19/2012	241,000.000	101.297	241,183.97	244,125.77
	DIRECTV HOLDGS/FING DTD 03/11/2010 3.55% 03/15/2015	82,000.000	104.087	84,350.60	85,351.34
	DUKE ENERGY CORPORATION DTD 11/17/2011 2.15% 11/15/2016	80,000.000	100.284	80,062.30	80,227.20
	FEDERAL NATIONAL MORTGAGE ASSN 5% 03/15/2016	140,000.000	116.532	141,930.81	163,144.80
	FEDERAL NATIONAL MORTGAGE ASSN POOL #AH6827 DTD 03/01/2011 4% 03/01/2026	136,573.960	105.622	143,488.01	144,252.15
	FEDERAL NATIONAL MORTGAGE ASSN POOL #AL0393 DTD 06/01/2011 4.5% 06/01/2041	71,299.840	107.061	75,845.21	76,334.32
	FEDERAL NATIONAL MORTGAGE ASSN POOL #725424 DTD 04/01/04 5.5% 04/01/2034	342,512.590	109.316	340,960.58	374,421.06
	FEDERAL NATIONAL MORTGAGE ASSN POOL #725598 DTD 06/01/2004 5.5% 07/01/2034	53,687.160	109.254	53,209.00	58,655.37
	FEDERAL NATIONAL MORTGAGE ASSN POOL #735580 DTD 05/01/05 5% 06/01/2035	139,497.930	108.144	150,461.60	150,858.64
	FEDERAL NATIONAL MORTGAGE ASSN POOL #745079 DTD 11/01/05 5% 12/01/2020	179,937.800	108.103	173,836.79	194,518.16

ATTACHMENT TO FORM 990-PF FOR THE TAX YEAR ENDED 12/31/2011
PART II BALANCE SHEETS

Ticker	Description	Units	Price	Book Value	Market Value
	FEDERAL NATIONAL MTG ASSN POOL #847931 5% 12/01/2020	29,929.050	108.103	29,725.64	32,354.20
	FEDERAL NATL MTG ASSN POOL #852029 6% 01/01/2036	57,166.920	110.597	57,952.98	63,224.90
	FEDERAL NATIONAL MORTGAGE ASSN POOL #888029 6% 12/01/2036	164,845.400	110.316	166,081.73	181,850.85
	FEDERAL NATIONAL MORTGAGE ASSN POOL # 888677 5.5% 08/01/2022	115,054.970	108.582	114,641.49	124,928.99
	FEDERAL NATIONAL MORTGAGE ASSN POOL #938134 DTD 06/01/07 6% 07/01/2037	109,700.400	110.222	110,848.81	120,913.97
	FEDERAL NATIONAL MORTGAGE ASSN POOL #959596 DTD 11/01/07 6% 11/01/2037	141,476.260	110.222	142,471.01	155,937.96
	FEDERAL NATIONAL MORTGAGE ASSN POOL #AE3066 DTD 09/01/2010 3.5% 09/01/2025	134,775.190	104.667	139,829.27	141,065.15
	GENERAL ELECTRIC CAPITAL CORP DTD 02/11/11 5.3% 02/11/2021	79,000.000	106.895	79,655.73	84,447.05
	GENERAL ELECTRIC CAPITAL CORP DTD 01/14/08 5.875% 01/14/2038	77,000.000	105.959	79,548.40	81,588.43
	GOLDMAN SACHS GROUP INC DTD 2/5/09 7.5% 02/15/2019	71,000.000	110.441	77,198.33	78,413.11
	GOLDMAN SACHS GROUP INC DTD 5/6/09 6% 05/01/2014	83,000.000	104.150	83,952.24	86,444.50
	HESS CORPORATION DTD 2/3/09 8.125% 02/15/2019	67,000.000	128.366	77,809.96	86,005.22
	HEWLETT-PACKARD CO DTD 12/02/2010 2.2% 12/01/2015	71,000.000	97.654	70,935.67	69,334.34
	INTEL CORP DTD 09/19/2011 3.3% 10/01/2021	80,000.000	105.343	79,706.70	84,274.40
	J P MORGAN CHASE & CO DTD 04/23/09 6.3% 04/23/2019	72,000.000	113.264	71,397.66	81,550.08
	KRAFT FOODS INC DTD 02/08/2010 4.125% 02/09/2016	76,000.000	108.573	76,067.66	82,515.48
	MERRILL LYNCH & CO INC SERIES: MTN DTD 04/25/08 6.875% 04/25/2018	74,000.000	98.594	73,730.64	72,959.56
	MERRILL LYNCH & CO 6.11% 01/29/2037	82,000.000	77.094	77,030.80	63,217.08
	MORGAN STANLEY SERIES: MTN DTD 9/23/09 5.625% 09/23/2019	79,000.000	92.608	79,224.70	73,160.32
	MORGAN STANLEY DTD 11/20/2009 4.2% 11/20/2014	81,000.000	96.444	84,184.03	78,119.64
	ONTARIO (PROVINCE OF) DTD 01/27/2011 1.375% 01/27/2014	166,000.000	101.047	166,043.17	167,738.02
	ORACLE CORPORATION DTD 04/09/08 5.75% 04/15/2018	71,000.000	121.348	70,966.63	86,157.08
	PETROBRAS INTL FIN CO DTD 10/30/09 5.75% 01/20/2020	151,000.000	107.012	156,523.33	161,588.12
	PFIZER INC DTD 3/24/09 6.2% 03/15/2019	65,000.000	123.391	71,811.58	80,204.15
	PRUDENTIAL FINANCIAL DTD 11/18/2010 4.5% 11/15/2020	79,000.000	100.555	78,478.42	79,438.45

1055000030 ROBERT R MEYER FOUNDATION **63-6019645**

ATTACHMENT TO FORM 990-PF FOR THE TAX YEAR ENDED 12/31/2011
PART II BALANCE SHEETS

Ticker	Description	Units	Price	Book Value	Market Value
	SUNTRUST BKS INC DTD 11/01/2011 3.5% 01/20/2017	81,000.000	100.516	80,988.96	81,417.96
	TALISMAN ENERGY INC DTD 6/1/09 7.75% 06/01/2019	64,000.000	123.306	72,982.15	78,915.84
	TARGET CORP CALLABLE 5.375% 05/01/2017	70,000.000	117.528	67,835.60	82,269.60
	TELEFONICA EMISIONES SAU DTD 02/16/2011 5.462% 02/16/2021	80,000.000	95.427	81,180.64	76,341.60
	TENNESSEE VALLEY AUTHORITY SER A PUTABLE 6.79% 05/23/2012	233,000.000	102.580	234,604.64	239,011.40
	TEVA PHARMA FIN IV LLC DTD 11/10/2011 1.7% 11/10/2014	80,000.000	100.773	80,034.48	80,618.40
	TIME WARNER CABLE 6.75% 07/01/2018	69,000.000	118.771	74,476.75	81,951.99
	TOYOTA MOTOR CREDIT CORP SERIES MTN DTD 09/15/2011 3.4% 09/15/2021	81,000.000	103.060	80,795.88	83,478.60
	UNITED STATES TREASURY 6.25% 08/15/2023	174,000.000	143.125	207,724.26	249,037.50
	UNITED STATES TREASURY N/B DTD 06/01/10 .75% 05/31/2012	557,000.000	100.289	558,807.85	558,609.73
	UNITED STATES TREASURY N/B DTD 08/16/2010 .75% 08/15/2013	164,000.000	100.832	164,110.78	165,364.48
	UNITED STATES TREASURY N/B DTD 11/15/2010 2.625% 11/15/2020	231,000.000	107.656	223,321.24	248,685.36
	UNITED STATES TREASURY INFLATION INDEX BOND DTD 07/29/2011 .625% 07/15/2021	247,148.820	106.977	259,970.40	264,392.39
	VERIZON COMMUNICATIONS DTD 03/28/2011 6% 04/01/2041	72,000.000	123.987	71,597.27	89,270.64
	WACHOVIA CORP DTD 06/08/07 5.75% 06/15/2017	71,000.000	112.983	71,542.23	80,217.93
	TOTAL FOR FIXED			7,387,066.90	7,775,769.11
	INTERNATIONAL				
AEPFX	AMERICAN EUROPACIFIC GRTH-F2	47,271.219	35.110	1,834,250.00	1,659,692.50
MRSIX	MFS RESH INTL FD CL I	92,469.017	13.730	1,556,850.00	1,269,599.60
TEVA	TEVA PHARMACEUTICAL INDS SPONS ADR ONE ADR REPRS ONE ORD SHARE	5,100.000	40.360	239,019.92	205,836.00
TGVIX	THORNBURG INTL VALUE FD CL I #209	66,189.222	24.580	1,744,105.00	1,626,931.08
	TOTAL FOR INTERNATIONAL			5,374,224.92	4,762,059.18
	PARTNERSHIPS				
	AMSOUTH TIMBER COMPANY TE, LLC	10,000.000	97.030	865,668.00	970,300.00
	AMSOUTH OPPORTUNITY FUND	10,000.000	119.530	941,712.00	1,195,300.00
	HARBERT PRIVATE EQUITY FUND II LLC	737,146.000	1.000	1,079,294.88	737,146.00
	K2 SUMMIT INVESTORS LTD	2,000.000	1,175.630	2,000,000.00	2,351,260.00
	HARBERT EQUITY COMMITTED	2,000,000.000		0.00	0.00
	TOTAL FOR PARTNERSHIPS			4,886,674.88	5,254,006.00
	TOTAL PORTFOLIO			33,572,037.24	36,597,096.85

APPLICATION FOR ROBERT MEYER FOUNDATION GRANT

(No more than 2 pages, 8 1/2 x 11, size 9 font or larger will be accepted, excluding requested attachments)

NAME OF ORGANIZATION:

CONTACT PERSON:

ADDRESS:

PHONE AND FAX:

TAX I.D. #:

MISSION OF ORGANIZATION:

AGENCY BACKGROUND:

GEOGRAPHIC AREA OF OPERATION:

REQUEST, INCLUDING AMOUNT **(describe project/program, goals, objectives, and key personnel):**

DESCRIBE COLLABORATIONS, OR OTHER NONPROFITS INVOLVED IN THIS PROGRAM/PROJECT:

DESCRIBE ANTICIPATED FUNDING, INCLUDING SOURCES COMMITTED AND SOLICITED:

DESCRIBE PROJECT CONTINUATION, INCLUDING FUNDING:

HOW WILL PROJECT BE EVALUATED TO DETERMINE SUCCESS?

ATTACH: Budget for Project/Program, and Budget for Organization; List of Board of Directors and Officers; Tax Determination Letter; One page of pictures or letter of support (optional). Include cover letter signed by Chairman of Board of Directors or Executive Director stating contact information, amount requested, and short summary of request.

Mail original plus 6 copies to: Carla B. Gale, Vice President and Trust Officer, Regions Bank, 1901 6th Ave. North, Ste. 300, Birmingham, AL 35203 (205-326-5382), on or before **March 1** for Spring grant cycle and **Sept. 1** for Fall grant cycle. *Include a copy of the most recent audited financials with the original.*

Robert R. Meyer Foundation Application continued

BACKGROUND AND MISSION

The Robert R. Meyer Foundation is a private foundation established in 1949 by Mr Robert R. Meyer and further funded by bequests from the wills of Robert R. Meyer and his son, John Meyer. Mr. Meyer desired that assets from his foundation be used to address needs in Birmingham, Alabama and its vicinity The foundation has made awards in the areas of arts and culture, education, environment, health, human services, and public/society benefit.

Please fill out the attached application form and return an original and six copies by **March 1** (Spring cycle) or **September 1** (Fall cycle) of the year.

Should we need additional informational or want to schedule a visit to your facility, our grants research consultant will contact you to make arrangements. During this same period, please advise us should circumstances arise that change or affect any aspect of your request.

All organizations making application with the Robert Meyer Foundation are encouraged, but not required, to join the Alabama Association of Nonprofits, formerly the NonProfit Resource Center of Alabama, located on the Samford University campus in Birmingham, AL.

ATTACHMENT TO FORM
990-PF FYE 12/31/2011
PART XV, Line 3a Grants and Contributions Paid During the Year (Supplement to Statement 13)

DATE	RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
6/2/2011	A+ COLLEGE READY	TO INCREASE PARTICIPATION AND PERFORMANCE OF HIGH SCHOOL STUDENTS IN RIGOROUS, COLLEGE-LEVEL ADVANCEMENT PLACEMENT (AP) COURSES IN MATH, SCIENCE AND ENGLISH	50,000 00
6/2/2011	ALABAMA BALLET	TO HELP FUND A NEW FULL-LENGTH BALLET, *ALICE IN WONDERLAND*, IN COLLABORATION WITH THE ALABAMA SYMPHONY, TO MARK THE ALABAMA BALLET'S 30TH SEASON	25,000 00
6/2/2011	ALABAMA EAR INSTITUTE	TO HELP FUND THE ALABAMA EAR INSTITUTE'S AUDITORY-VERBAL MENTORING PROGRAM (AMP), WHICH ASSISTS IN THE TRAINING AND MENTORING OF EDUCATION AND HEALTHCARE PROFESSIONALS WHO TEACH CHILDREN WITH HEARING LOSS HOW TO LISTEN AND SPEAK	12,000 00
6/2/2011	ALABAMA MOVING IMAGE ASSOCIATION, INC	TO HELP BRING ARTISTS AND FILMMAKERS, WHOSE FILMS WILL SCREEN AT THE SIDEWALK MOVING PICTURE FESTIVAL, TO BIRMINGHAM SO THAT THEY CAN PARTICIPATE IN Q&A SESSIONS FOLLOWING THE SCREENING OF THEIR FILMS, LEAD WORKSHOPS, AND/OR PARTICIPATE IN PANELS	10,000 00
6/2/2011	ALABAMA SCHOOL OF FINE ARTS FOUNDATION	TO HELP BUILD A NEW 500 SEAT THEATRE FOR THE SCHOOL AND COMMUNITY	35,000 00
6/2/2011	ALABAMA SHAKESPEARE FESTIVAL	TO SUBSIDIZE TICKETS FOR 1,000 STUDENTS FROM JEFFERSON COUNTY TO ATTEND ONE OF TWO ASF 2011-2012 SEASON PRODUCTIONS, SHAKESPEARE'S *JULIUS CAESAR, THE FLAGMAKER OF MARKET STREET, BLOOD DIVIDED AND DRACULA*	10,000 00
6/2/2011	ALABAMA SYMPHONY ORCHESTRA	TO HELP SUPPORT ITS EDUCATION CONCERTS, FREE IN-SCHOOL PROGRAMS AND MEANINGFUL OUTREACH PROGRAMS TO UNDER-SERVED COMMUNITIES IN THE GREATER BIRMINGHAM AREA	30,000 00
6/2/2011	ALS ASSOCIATION, ALABAMA CHAPTER	TO EXPAND SERVICES TO CLIENTS IN THE JEFFERSON COUNTY AREA & SURROUNDING COUNTIES, SPECIFICALLY PROVIDING EQUIPMENT FOR ALS PATIENTS, TRANSPORTATION, INCREASED HOME VISITS AND	5,000 00

ATTACHMENT TO FORM
990-PF FYE 12/31/2011

PART XV, Line 3a Grants and Contributions Paid During the Year (Supplement to Statement 13)

DATE	RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
		EDUCATIONAL PROGRAMS	
6/2/2011	ALZHEIMER'S OF CENTRAL ALABAMA	TO HELP FUND THE ADULT DAY CARE SCHOLARSHIP PROGRAM, WHICH	10,000 00
		OFFERS RESPITE TO CAREGIVERS AND A STIMULATION ENVIRONMENT	
		FOR PATIENTS	
6/2/2011	AMERICAN BASEBALL FOUNDATION	FOR ITS SUMMER PROGRAM AND AFTER SCHOOL PROGRAM FOR	3,000 00
		CHILDREN AGES 7-12, WHICH USES BASEBALL AS A READING AND MATH	
		MOTIVATOR IN A FUN LEARNING ENVIRONMENT	
6/2/2011	ASSISTANCE LEAGUE OF BIRMINGHAM	TO HELP FUND OPERATION SCHOOL BELL, WHICH PROVIDES NEW	5,000 00
		SCHOOL CLOTHING TO AS MANY NEEDY CHILDREN IN THE AREA AS	
		FUNDS WILL ALLOW	
6/2/2011	THE BELL CENTER FOR EARLY INTERVENTION PROGRAMS	TO HELP FUND ESSENTIAL DAILY OPERATIONS	10,000 00
6/2/2011	BETTER BASICS	TO SUPPORT BETTER BASIC'S LITERACY PROGRAMS IN THE	10,000 00
		BIRMINGHAM, JEFFERSON AND SHELBY COUNTY SCHOOL SYSTEMS,	
		INCLUDING 1) READING INTERVENTION, 2) MORE, 3) SCHOOLWIDE	
		ENRICHMENT, 4) WISE WORDS, 5) AFTERSCHOOL PROGRAMS	
6/2/2011	BIRMINGHAM BOTANICAL GARDENS	TO HELP FUND DISCOVERY FIELD TRIPS WHICH ENABLE CHILDREN	10,000 00
		FROM BIRMINGHAM AREA SCHOOLS TO VISIT THE GARDENS FREE OF	
		CHARGE	
6/2/2011	BIRMINGHAM EDUCATION FOUNDATION	FIRST OF THREE PYMTS OVER 3 YRS TO SUPPORT BIRMINGHAM	100,000 00
		EDUCATION'S CAMPAIGN FOR EDUCATION INCLUDING ITS FOUR	
		SIGNATURE PROGRAM AREAS 1) PARENT INVOLVEMENT THROUGH	
		BIRMINGHAM PARENT UNIVERSITY, 2) COLLEGE AND CAREER FOCUS	
		HIGH SCHOOLS, 3) PROFESSIONAL DEVELOPMENT FOR SCHOOL LEADERS,	
		AND 4) PRE-ADVANCED PLACEMENT INITIATIVE	
6/2/2011	BIRMINGHAM MUSEUM OF ART	TO HELP FUND A REDESIGN AND REINSTALLATION OF ITS HESS	50,000 00
		EDUCATION GALLERY AND SONAT FAMILY GALLERY WITH 15	
		LEARNING STATIONS IN THE NEW GALLERY	

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ROBERT R MEYER FDN
63-6019645

ATTACHMENT TO FORM
990-PF FYE 12/31/2011

PART XV, Line 3a Grants and Contributions Paid During the Year (Supplement to Statement 13)

DATE	RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
6/2/2011	CAHABA RIVER SOCIETY	TO HELP FUND THE SHANE HULSEY CLEAN PROGRAM, A HANDS-ON	7,500 00
		FIELD EDUCATION EXPERIENCE THAT HAS SERVED OVER 23,000	
		STUDENTS AND TEACHERS SINCE 1996	
6/2/2011	CAHABA VALLEY HEALTHCARE	FOR DENTAL EQUIPMENT AND RENOVATION COSTS ASSOCIATED WITH	10,000 00
		ITS NEW DENTAL OFFICE, AND TO HELP COVER INSURANCE COSTS	
6/2/2011	CHILDCARE RESOURCES	TO HELP FUND ITS TRAINING AND PROFESSIONAL DEVELOPMENT	7,500 00
		COURSES FOR CHILDCARE TEACHERS, DIRECTORS AND OWNERS IN	
		CENTRAL ALABAMA	
6/2/2011	CHILDREN'S HOSPITAL OF ALABAMA	THE 4TH OF 5 PAYMENTS ON GRANT AWARDED MAY, 2008	250,000 00
6/2/2011	COMMUNITY FOUNDATION OF GREATER BIRMINGHAM	5TH AND FINAL PAYMENT OF MAY, 2007 PLEDGE	100,000 00
6/2/2011	COMMUNITY FURNITURE BANK	FOR OPERATING SUPPORT	15,000 00
6/2/2011	COMMUNITY GRIEF SUPPORT SERVICES	TO PROVIDE GRIEF COUNSELING AND SUPPORT SERVICES TO BEREAVED	10,000 00
		ADULTS IN THE GREATER BIRMINGHAM AREA WHO HAVE LOST A LOVED	
		ONE	
6/2/2011	FIRST LIGHT	FOR OPERATING SUPPORT	15,000 00
6/2/2011	FRESHWATER LAND TRUST	FINAL PAYMENT OF GRANT AWARDED MAY, 2010	10,000 00
6/2/2011	GREATER BIRMINGHAM HUMANE SOCIETY	TO HELP WITH ITS $2 7 MILLION CAMPAIGN TO UNDERWRITE	10,000 00
		EXISTING PROGRAMS FOR PET ADOPTION, EDUCATION, CRUELTY AND	
		CLINIC, REDUCE MORTGAGE DEBT ON THE SHELTER, AND FUND OTHER	
		NEEDS OUTLINED IN THE CAPITAL CAMPAIGN PROPOSAL	
6/2/2011	HISPANIC INTEREST COALITION OF ALABAMA	TO SUPPORT THE HISPANIC INTEREST COALITION OF ALABAMA'S	20,000 00
		STRONG FAMILIES PROGRAM, AND OTHER HICA PROGRAMS WHICH	
		SERVICE THE NEEDS OF LATINOS IN THE GREATER BIRMINGHAM AREA	

PART XV, Line 3a Grants and Contributions Paid During the Year (Supplement to Statement 13)

DATE	RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
6/2/2011	JONES VALLEY URBAN FARMS	TO HELP FUND ITS NUTRITION EDUCATION PROGRAMS FOR INNER	10,000 00
		CITY SCHOOL KIDS IN JEFFERSON COUNTY	
6/2/2011	LEADING EDGE	TO SUPPORT LEADING EDGE'S PROGRAMS THAT UNITE FEMALE	10,000 00
		STUDENTS FROM ALABAMA'S COLLEGES AND UNIVERSITIES AS VIBRANT	
		LEADERS IN OUR COMMUNITIES	
6/2/2011	LOVELADY CENTER	TO ESTABLISH THE *"TURNING HOMELESS INTO OPPORTUNITY"* PROGRAM	25,000 00
		TO TRANSITION THE WOMEN AND CHILDREN INTO THE COMMUNITY	
		BY HELPING THEM DEVELOP THE LIFE SKILLS NECESSARY, AND	
		PROVIDING BASIC JOB TRAINING SERVICES TO HELP THEM GAIN	
		EMPLOYMENT ON A LONG-TERM BASIS	
6/2/2011	MAGIC CITY HARVEST	TO SUPPORT EFFORTS TO "GROW FOR OTHERS" WITH A PT GARDEN/	5,000 00
		FARM COORDINATOR, AND TO ENCOURAGE HOME GARDENERS TO SHARE	
		EXCESS BY PROVIDING AN EFFICIENT, EFFECTIVE WAY TO DONATE	
6/2/2011	MAGIC CITY SMOOTH JAZZ	TO SUPPORT *"JAZZ IN THE PARK BIRMINGHAM,"* A SERIES OF 10 CONCERTS	2,000 00
		WHICH WILL FEATURE PERFORMANCES BY LOCAL JAZZ ENTHUSIASTS	
		AND WILL TAKE PLACE IN DIFFERENT GREATER BIRMINGHAM AREA	
		PARKS ON SUNDAYS BEGINNING IN THE SUMMER OF 2011	
6/2/2011	MCWANE SCIENCE CENTER	TO HELP FUND ITS HEALTH EDUCATION PROGRAM, *HEALTHY CHANGE IN*	25,000 00
		YOUR COMMUNITY CHALLENGE	
6/2/2011	MUSIC OPPORTUNITY PROGRAM	TO HELP ENSURE THAT THE *STRINGS ACADEMY,* WHICH PROVIDES	5,000 00
		BEGINNING GROUP INSTRUCTION FOR STUDENTS IN GRADES 3 AND 4 ON	
		VIOLIN, VIOLA, CELLO AND BASS, WILL BE ONGOING IN 8 BIRMINGHAM	
		CITY SCHOOLS, 8 JEFFERSON COUNTY SCHOOLS AND 6 AFTER-SCHOOL	
		LOCATIONS THROUGHOUT GREATER BIRMINGHAM INCLUDING HOOVER,	
		VESTAVIA AND LEEDS	
6/2/2011	NATIONAL CENTER FOR SPORTS SAFETY	TO HELP FUND RESEARCH AND TECHNOLOGY REQUIRED TO DEVELOP A	5,000 00
		FUNCTIONAL, ONLINE PORTAL TO DISSEMINATE NATIONAL CENTER FOR	
		SPORTS SAFETY INFORMATION AND PROGRAMS TO COACHES, PARENTS	

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ATTACHMENT TO FORM
990-PF FYE 12/31/2011

PART XV, Line 3a Grants and Contributions Paid During the Year (Supplement to Statement 13)

DATE	RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
		AND PHYSICIANS INVOLVED IN YOUTH SPORTS	
6/2/2011	OASIS	TO SUBSIDIZE COUNSELING SESSIONS FOR CLIENTS SEEKING TREATMENT	15,000 00
6/2/2011	RAILROAD PARK BIRMINGHAM	TO FUND A PORTION OF RAILROAD PARK'S SECURITY COSTS TO PROVIDE	10,000 00
		PARK RANGERS 24 HOURS A DAY, 7 DAYS A WEEK	
6/2/2011	RONALD MCDONALD HOUSE CHARITIES OF ALABAMA	TO HELP FUND THE *"ADOPT A ROOM"* PROGRAM	15,000 00
6/2/2011	ROTARACT CLUB	TO HELP FUND READY 2 READ, ROTARACT'S READING PROGRAM WHICH	10,000 00
		ADDRESSES READING READINESS IN EARLY ELEMENTARY SCHOOL	
6/2/2011	UNITED CEREBRAL PALSY OF GREATER BIRMINGHAM	TO HELP FUND THE *"HAND IN HAND"* CHILDREN'S PROGRAM	15,000 00
6/2/2011	UNIVERSITY OF ALABAMA AT BIRMINGHAM	TO ASSIST WITH THE DESIGN, CONSTRUCTION, OUTFITTING AND	25,000 00
	INSTITUTE OF VISUAL ARTS	PROGRAMMING OF A NEW 26,000 SQUARE FOOT *INSTITUTE FOR THE*	
		VISUAL ARTS, TO BE LOCATED ACROSS FROM THE ALYS STEPHENS	
		CENTER ON THE UAB CAMPUS	
6/2/2011	VIRGINIA SAMFORD THEATRE	TO HELP FUND THE REPLACEMENT OF SEATS IN THE VIRGINIA SAMFORD	25,000 00
		THEATRE	
6/2/2011	YOUTH LEADERSHIP FORUM	TO SUPPORT YOUTH LEADERSHIP FORUM PROGRAMS FOR HIGH SCHOOL	10,000 00
		SOPHOMORES AND JUNIORS FROM BIRMINGHAM AREA PUBLIC,	
		INDEPENDENT AND PAROCHIAL SCHOOLS	
12/21/2011	ALABAMA ASSOCIATION OF NONPROFITS	TO FULLY SCHOLARSHIP TWO REPRESENTATIVES FROM TWELVE NON-	10,000 00
		PROFIT ORGANIZATIONS TO RECEIVE *STANDARDS FOR EXCELLENCE*	
		INSTITUTE TRAINING IN 2012, AND TO COORDINATE THE CERTIFICATION	
		OF FIVE *STANDARDS FOR EXCELLENCE* INSTRUCTORS	
12/21/2011	ALABAMA GOODWILL INDUSTRIES	TO PROVIDE REHABILITATION SERVICES, TRAINING, EMPLOYMENT, AND	25,000 00
		OPPORTUNITIES FOR PERSONAL GROWTH FOR THE DISABLED/DISAD-	
		VANTAGED THROUGH ITS *BIRMINGHAM SHELTERED EMPLOYEE PROGRAM*	

PART XV, Line 3a Grants and Contributions Paid During the Year (Supplement to Statement 13)

DATE	RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
12/21/2011	ALABAMA THEATRE	TO HELP FUND THE COST OF REPLACING THE ROOF ON THE ALABAMA THEATRE	15,000 00
12/21/2011	AMERICAN CANCER SOCIETY	TO REFURBISH THE JOE LEE GRIFFIN HOPE LODGE	5,000 00
12/21/2011	ANGEL FLIGHT	TO ENABLE THE ORGANIZATION TO CONTINUE COORDINATING FREE AIR TRANSPORTATION FOR INDIVIDUALS NEEDING LIFESAVING MEDICAL DIAGNOSIS, TREATMENT AND PARTICIPATION IN CLINICAL TRIALS	7,000 00
12/21/2011	ARTHRITIS FOUNDATION	TO SUPPORT ITS *JUVENILE ARTHRITIS INITIATIVES* IN ALABAMA	30,000 00
12/21/2011	BETTER BASICS, INC	TO INCREASE LITERACY LEVELS AMONG CHILDREN IN THE GREATER BIRMINGHAM AREA BY PROVIDING THEM WITH THE RIGHT TOOLS	20,000 00
12/21/2011	BIRMINGHAM BOYS CHOIR	TO USE TO FUND OUTREACH PROGRAMS, PARTICULARLY AT RESTORATION ACADEMY	5,000 00
12/21/2011	BIRMINGHAM CHILDREN'S THEATRE	TO SUPPORT A NEW, ANNUAL COLLABORATION WITH THE ALABAMA SYMPHONY ORCHESTRA TO PRODUCE THE MUSICAL FABLE, *PETER AND THE WOLF*, IN MARCH 2012	5,000 00
12/21/2011	BIRMINGHAM INTERNATIONAL CENTER	TO HELP FUND ARTS IN EDUCATION PROGRAM SPOTLIGHTING THE COUNTRY OF INDIA	15,000 00
12/21/2011	CHILDREN'S DANCE FOUNDATION	TO HELP SUPPORT THE COMMUNITY PARTNERSHIP PROGRAM	10,000 00
12/21/2011	CORNERSTONE SCHOOLS OF ALABAMA	FOR OPERATING SUPPORT TO PROVIDE ESSENTIAL RESOURCES TO SUSTAIN ITS EDUCATIONAL FRAMEWORK AND SERVE OVER 260 STUDENTS THIS SCHOOL YEAR	30,000 00
12/21/2011	COURT APPOINTED SPECIAL ADVOCATES FOR CHILDREN (CASA)	TO USE TOWARDS A CASE MANAGER'S SALARY FOR ONE YEAR	10,000 00
12/21/2011	EXCEPTIONAL FOUNDATION	TO USE TOWARDS THE FITNESS ENHANCEMENT PROJECT	25,000 00

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ATTACHMENT TO FORM
990-PF FYE 12/31/2011

PART XV, Line 3a Grants and Contributions Paid During the Year (Supplement to Statement 13)

DATE	RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
12/21/2011	FELLOWSHIP OF CHRISTIAN ATHLETES	TO BE A SPONSOR FOR WEEK OF CHAMPIONS	2,500 00
12/21/2011	FOCUS ON RECOVERY	TO HELP WOMEN DEVELOP LIFE SKILLS THAT LEAD TO HEALTHY CHOICES WHICH DO NOT INVOLVE RISKY BEHAVIOR, AND WHICH DISCOURAGE DRUG ABUSE	5,000 00
12/21/2011	THE FOUNDRY	TO HELP FUND CRITICAL NEEDS, SPECIFICALLY ASSISTING WITH THE PURCHASE OF A 15 PASSENGER VAN AND WALK-IN FREEZER	10,000 00
12/21/2011	GIRLS ON THE RUN	TO HELP WITH START-UP COSTS FOR A LOCAL CHAPTER	6,000 00
12/21/2011	GRACE HOUSE MINISTRIES	TO HELP COVER EDUCATIONAL EXPENSES OF THE GRACE HOUSE GIRLS AND PROVIDE FOR A FT EDUCATION COORDINATOR TO MANAGE THE TUTORING PROGRAM AND BE THE LIAISON BETWEEN THE GIRLS AND THE SCHOOLS THEY ATTEND	15,000 00
12/21/2011	GREATER AL COUNCIL BOY SCOUTS OF AMERICA	FIRST OF TWO PYMTS TO BE USED TOWARDS THE BSA CAPITAL CAMPAIGN DESIGNED TO MEET THE GROWING NEEDS OF THE PROGRAM AND MAINTAIN FACILITIES TO SERVE THE SCOUTS, COMMUNITY PARTNERS, VOLUNTEERS AND FAMILIES	50,000 00
12/21/2011	HOLY FAMILY CRISTO REY CATHOLIC HIGH SCHOOL	FIRST OF TWO PYMTS TO ALLOW THE SCHOOL TO CONTINUE TO GROW AND ENABLE IT TO START A PREP YEAR PROGRAM FOR EIGHTH GRADE STUDENTS TO REACH MORE INNER-CITY STUDENTS	75,000 00
12/21/2011	HORIZON'S SCHOOL	FIRST OF THREE PYMTS TO ALLOW HORIZONS TO PURCHASE AND IMPROVE TERRACE COURT APARTMENTS FOR 44 STUDENTS TO RESIDE	25,000 00
12/21/2011	IMPACT ALABAMA	FOR EXPANSION OF THE *SAVEFIRST* AND *SPEAKFIRST* PROGRAMS IN JEFFERSON COUNTY DURING 2011-2012	16,000 00
12/21/2011	IMPACT FAMILY COUNSELING	TO SUPPORT THE IMPACT MENTORING PROGRAM	5,000 00

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ROBERT R MEYER FDN
63-6019645

ATTACHMENT TO FORM
990-PF FYE 12/31/2011

PART XV, Line 3a Grants and Contributions Paid During the Year (Supplement to Statement 13)

DATE	RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
12/21/2011	JEFFERSON COUNTY HISTORICAL COMMISSION	TO HELP PAY FOR THE RESTORATION OF THE 1932 OLD SOUTH NEW	2,000 00
		SOUTH MURALS IN THE LOBBY OF THE JEFFERSON COUNTY	
		COURTHOUSE	
12/21/2011	JUNIOR ACHIEVEMENT	TO CONTINUE TO PROVIDE PROGRAMMING TO SCHOOLS THAT HELPS	5,000 00
		BRIDGE THE GAP BETWEEN WHAT STUDENTS ARE LEARNING IN	
		SCHOOL AND HOW THAT LEARNING CAN BE APPLIED TO THE REAL	
		WORLD	
12/21/2011	KID ONE TRANSPORT	TO HELP FUND THE CONTINUED TRANSPORTATION PROVIDED TO	20,000 00
		THOUSANDS OF CHILDREN AND EXPECTANT MOTHERS IN NEED OF	
		ACCESS TO BASIC AND CRITICAL HEALTH CARE SERVICES	
12/21/2011	KING'S HOME	TO HELP DEFRAY THE COSTS OF PROVIDING EDUCATION, TRANSPOR-	25,000 00
		TATION, LIFE SKILLS PREPARATION AND OTHER GENERAL NEED FOR	
		THE PROGRAM PARTICIPANTS	
12/21/2011	LAKESHORE FOUNDATION	TO HELP FUND CURRENT EXERCISE CLASSES (DAILY FITNESS AND	18,000 00
		AQUATIC), REPLACE WORN-OUT FITNESS EQUIPMENT, OFFER ADDITION-	
		AL EXERCISE CLASSES AND MAKE ONE-ON-ONE TRAINING AVAILABLE	
12/21/2011	LAPS FOR CF FOUNDATION	TO SUPPORT THE CYSTIC FIBROSIS CARE CENTER IN BIRMINGHAM	5,000 00
12/21/2011	MAGIC CITY CHORAL SOCIETY	TO BE USED FOR GENERAL OPERATION EXPENSES	1,000 00
12/21/2011	MAGIC MOMENTS	TO BE USED FOR TWO AWARD GRANTS FOR KIDS FROM THE	2,500 00
		BIRMINGHAM AREA WHO WISH TO GO TO DISNEY WORLD	
12/21/2011	MAIN STREET BIRMINGHAM	TO HELP FUND IMPLEMENTATION OF THE BIRMINGHAM MARKET	10,000 00
		ALLIANCE AS PART OF ITS URBAN FOOD PROJECTS, AN INITIATIVE TO	
		INCREASE THE AMOUNT OF HEALTHY FOOD AVAILABLE IN	
		BIRMINGHAM'S LOW-INCOME COMMUNITIES	
12/21/2011	MANNA CHARITIES	TO FACILITATE MOVING INTO THE FORMER WINN-DIXIE IN ALABASTER	5,000 00
		RENT FREE, WHICH WILL HELP MANNA BETTER MEET THE GROWING	

ATTACHMENT TO FORM
990-PF FYE 12/31/2011

PART XV, Line 3a Grants and Contributions Paid During the Year (Supplement to Statement 13)

DATE	RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
		DEMAND FOR FOOD SERVICES IN THE COUNTIES IT SERVES	
12/21/2011	MCCOY ADULT DAY CARE	TO USE TOWARDS THE PURCHASE OF A NEW LAPTOP COMPUTER,	3,000 00
		SOFTWARE AND WARRANTIES	
12/21/2011	MITCHELL'S PLACE	TO HELP FUND THE HIRING OF TWO "FLOATING" TEACHING ASSTS AND	10,000 00
		TO PARTIALLY UNDERWRITE THE COST OF CLASSROOM SUPPLIES FOR	
		THE EARLY LEARNING PROGRAM	
12/21/2011	PATHWAYS	TO SUPPORT THE DOWNTOWN DAY CENTER	10,000 00
12/21/2011	RED MOUNTAIN THEATRE COMPANY	TO SUPPORT THE YOUTH, EDUCATION AND OUTREACH PROGRAM	50,000 00
12/21/2011	RESTORATION ACADEMY	TO COVER TUITION AND OTHER COSTS OF AN ADDITIONAL 28 STUDENTS	30,000 00
		FROM GRACE HOUSE AND THE LOVELADY CENTER ATTENDING	
		RESTORATION ACADEMY	
12/21/2011	SALVATION ARMY	TO SUSTAIN LOCAL PROGRAMS AND OPERATIONS IN THE GREATER	25,000 00
		BIRMINGHAM AREA, INCLUDING DISASTER RELIEF AND HOMELESS	
		PREVENTION PROGRAMS	
12/21/2011	SIGHT SAVERS AMERICA	TO FUND THE COMPREHENSIVE FOLLOW-UP EYE CARE NEEDS OF 200	15,000 00
		CHILDREN	
12/21/2011	SOUTHEASTERN BIBLE COLLEGE	TO SUPPORT THE SCHOOL'S SCHOLARSHIP FUND	3,000 00
12/21/2011	SPACE ONE ELEVEN	TO SUPPORT *CITY CENTER ART,* A FREE AFTER-SCHOOL & SUMMER	5,000 00
		PROGRAM FOR LOW INCOME YOUTH, AGES 8-17	
12/21/2011	SPECIAL EQUESTRIANS	TO SUPPORT THE THERAPEUTIC HORSEBACK RIDING AND HIPPO-	5,000 00
		THERAPY PROGRAMS FOR PERSONS WITH DISABILITIES	
12/21/2011	SPIRIT OF HOPE YOUTH RANCH	TO SUPPORT EQUINE-ASSISTED ACTIVITIES FOR YOUTH IN NEED OF	5,000 00
		HOPE AND RESTORATION, AND TO SUPPORT THOSE WITH SPECIAL	
		NEEDS, USING RESCUED HORSES WHENEVER POSSIBLE	

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ATTACHMENT TO FORM
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PART XV, Line 3a Grants and Contributions Paid During the Year (Supplement to Statement 13)

DATE	RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
12/21/2011	SPRING VALLEY SCHOOL	TO PROVIDE SCHOLARSHIPS TO STUDENTS IN NEED, AND TO PURCHASE	5,000 00
		ADDITIONAL HARDWARE AND SOFTWARE FOR SCHOOL COMPUTERS	
12/21/2011	UNITED NEGRO COLLEGE FUND	TO SUPPORT THE CAMPAIGN FOR EMERGENCY STUDENT AID WHICH	10,000 00
		WILL CLEAR YEAR-END FINANCIAL BALANCES SO THAT YOUTH, WHO	
		HAVE FULFILLED ALL OTHER REQUIREMENTS, MAY GRADUATE FROM	
		COLLEGE	
12/21/2011	UNITED WAY OF CENTRAL ALABAMA MEYER FDN	MATCHING PROCEEDS FOR 2011	50,000 00
	MATCHING PROGRAM		
12/21/2011	THE VILLAGE	TO BE USED FOR CREATING A NONPROFIT BUSINESS TO BE RUN BY THE	3,000 00
		VILLAGE KNOWN AS THE DOWNTOWN STAFFING AGENCY	
12/21/2011	VSA ALABAMA	TO FUND THE GROWING DEMAND FOR ART MENTOR RELATIONSHIPS,	3,000 00
		PARTICULARLY IN THE BIRMINGHAM AREA	
12/21/2011	VULCAN PARK AND MUSEUM	TO SUPPORT THE VULCAN PARK AND MUSEUM'S LEARNING ADVEN-	5,000 00
		TURES PROGRAM, WHICH IS DESIGNED TO EDUCATE CHILDREN IN	
		TOPICS RELEVANT TO THE ALABAMA COURSE OF STUDY	
12/21/2011	WORKSHOPS, INC	TO TRAIN TWELVE PEOPLE WITH DISABILITIES IN THE JANITORIAL	15,000 00
		SKILLS NEEDED TO HELP THESE INDIVIDUALS OBTAIN AND RETAIN	
		COMPETITIVE EMPLOYMENT	
		TOTAL CONTRIBUTIONS OR GRANTS	1,809,000 00

● If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box . . . . ▶ [X]

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	Name of exempt organization or other filer, see instructions ROBERT R MEYER FOUNDATION 1055000030	Employer identification number (EIN) or [X] 63-6019645
File by the due date for filing your return See instructions	Number, street, and room or suite no. If a P.O box, see instructions. P.O. BOX 11647	Social security number (SSN) [ ]
	City, town or post office, state, and ZIP code. For a foreign address, see instructions BIRMINGHAM, AL 35202-1647	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

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.

● The books are in the care of ▶ REGIONS BANK

Telephone No. ▶ (205)326-5382 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 11/15 , 20 12 .

5 For calendar year 2011 , or other tax year beginning ________ , 20 ____ , and ending ________ , 20 ____ .

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 ADDITIONAL TIME IS REQUESTED IN ORDER TO GATHER THE NECESSARY INFORMATION TO PREPARE A COMPLETE AND ACCURATE TAX RETURN.

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**	$ 28,258.
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**	$ 28,258.
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**	$

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 ▶ [signature] Title ▶ TRUST OFFICER Date ▶ 8/14/2012