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: THE MEINDERS FOUNDATION

A Employer identification number: 73-1438459

Number and street (or P O box number if mail is not delivered to street address): 14001 McAuley Blvd

Room/suite: 100

B Telephone number (see instructions): 405-749-2422

City or town, state, and ZIP code: Oklahoma City, OK 73134

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) ▶ $ 1,177,617

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

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

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

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc., received (attach schedule)				
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch. B				
	3	Interest on savings and temporary cash investments	845	845	N/A	
	4	Dividends and interest from securities	17,613	17,613		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	<17,811>			
	b	Gross sales price for all assets on line 6a				
	7	Capital gain net income (from Part IV, line 2)		26,058		
	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)				
	12	**Total.** Add lines 1 through 11	647	44,516		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.				0
	14	Other employee salaries and wages				0
	15	Pension plans, employee benefits				0
	16a	Legal fees (attach schedule)				0
	b	Accounting fees (attach schedule)	5,980	5,980		0
	c	Other professional fees (attach schedule)	4,603	4,603		0
	17	Interest				0
	18	Taxes (attach schedule) (see instructions)	679			0
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				0
	21	Travel, conferences, and meetings				0
	22	Printing and publications				0
	23	Other expenses (attach schedule)				0
	24	**Total operating and administrative expenses.** Add lines 13 through 23	11,262	10,583		0
	25	Contributions, gifts, grants paid	139,302			406,302
	26	**Total expenses and disbursements.** Add lines 24 and 25	150,564	10,583		406,302
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	<149,917>			
	b	**Net investment income** (if negative, enter -0-)		33,933		
	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
Assets	1	Cash—non-interest-bearing	1,907	3,306	3,306
	2	Savings and temporary cash investments	117,675	42,529	42,529
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Herman Meinders 600,000			
		Less: allowance for doubtful accounts ▶ -0-	600,000	600,000	600,000
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less. allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges - Excise Tax		434	434
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	679,414	438,848	438,848
	c	Investments—corporate bonds (attach schedule)	195,400	92,500	92,500
	11	Investments—land, buildings, and equipment: basis ▶			
		Less. accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment: basis ▶			
		Less. accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶ Interest Receivable)	1,364		
	16	**Total assets** (to be completed by all filers—see the instructions. Also, see page 1, item I)	1,595,760	1,177,617	1,177,617
Liabilities	17	Accounts payable and accrued expenses	651	238	
	18	Grants payable	1,282,120	1,015,120	
	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 ▶ Excise Tax Due)	813		
	23	**Total liabilities** (add lines 17 through 22)	1,283,584	1,015,358	
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	312,176	162,259	
	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			
	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)	312,176	162,259	
	31	**Total liabilities and net assets/fund balances** (see instructions)	1,595,760	1,177,617	

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	312,176
2	Enter amount from Part I, line 27a	2	<149,917>
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	162,259
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	162,259

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	SEE SCHEDULE 2	P	VARIOUS	VARIOUS
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	488,611		462,553	26,058
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				
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	26,058
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	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 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	263,080	1,578,622	.16665
2009	599,877	1,607,225	.37324
2008	970,188	1,967,242	.49317
2007	1,118,238	3,412,014	.32774
2006	1,135,741	4,005,816	.28352

2	**Total** of line 1, column (d)	2	1.64432
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	.32886
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	1,281,755
5	Multiply line 4 by line 3	5	421,518
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	339
7	Add lines 5 and 6	7	421,857
8	Enter qualifying distributions from Part XII, line 4	8	406,302

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	679
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	679
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	679
6	Credits/Payments:		
a	2011 estimated tax payments and 2010 overpayment credited to 2011 — 6a: 1,113		
b	Exempt foreign organizations—tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments. Add lines 6a through 6d	7	1,113
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	434
11	Enter the amount of line 10 to be: **Credited to 2012 estimated tax** ▶ 434 **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		✓
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		✓
	*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		✓
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ 0 **(2)** On foundation managers. ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		✓
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		✓
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		✓
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	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		✓
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	✓	
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	✓	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ OKLAHOMA			
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	✓	
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		✓
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		✓

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		✓
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		✓
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	✓	

Website address ▶ N/A

14 The books are in care of ▶ Mo Grotjohn Telephone no. ▶ 405-749-2422

Located at ▶ 14001 McAuley Blvd #100 - OKC, OK ZIP+4 ▶ 73134

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		✓
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ 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)? N/A	1b		
	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		✓
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20___ , 20___ , 20___ , 20___			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions.) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ 20___ , 20___ , 20___ , 20___			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2011 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		✓
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		✓

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

5a During the year did the foundation pay or incur any amount to:			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No			
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No			
(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☑ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No			
b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? 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? *If "Yes" to 6b, file Form 8870.*	**6b**		✓
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
HERMAN MEINDERS 14001 McAULEY BLVD #100 - OKC, OK	PRESIDENT & TRUSTEE 1 HOUR	0	0	0
MO GROTJOHN 14001 McAULEY BLVD #100 - OKC, OK	TREASURER & EX DIRECTOR 2 HOURS	0	0	0
LADONNA MEINDERS - VP & TRUSTEE	1/2 HOUR	0	0	0
ROBERT MEINDERS - SEC'Y & TRUSTEE	1/4 HOUR	0	0	0
LINDA RICE - TRUSTEE 14001 McAULEY BLVD #100 - OKC, OK	1/4 HOUR	0	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				

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
2 N/A	
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 N/A	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	565,917
b	Average of monthly cash balances	1b	135,357
c	Fair market value of all other assets (see instructions)	1c	600,000
d	**Total** (add lines 1a, b, and c)	1d	1,301,274
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	0
3	Subtract line 2 from line 1d	3	1,301,274
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	19,519
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,281,755
6	**Minimum investment return.** Enter 5% of line 5	6	64,088

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	64,088
2a	Tax on investment income for 2011 from Part VI, line 5	2a	679		
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	0		
c	Add lines 2a and 2b			2c	679
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	63,409
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	63,409
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	63,409

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	406,302
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	406,302
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	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	406,302

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				63,409
2	Undistributed income, if any, as of the end of 2011.				
a	Enter amount for 2010 only			-0-	
b	Total for prior years: 20___,20___,20___		-0-		
3	Excess distributions carryover, if any, to 2011:				
a	From 2006 . . . 938,518				
b	From 2007 . . . 957,335				
c	From 2008 . . . 872,846				
d	From 2009 . . . 520,114				
e	From 2010 . . . 185,262				
f	**Total** of lines 3a through e	3,474,075			
4	Qualifying distributions for 2011 from Part XII, line 4: ▶ $ 406,302				
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				63,409
e	Remaining amount distributed out of corpus	342,893			
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	3,816,968			
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 instructions			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) (see instructions)	0			
8	Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	938,518			
9	**Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a	2,878,450			
10	Analysis of line 9:				
a	Excess from 2007 . . . 957,335				
b	Excess from 2008 . . . 872,846				
c	Excess from 2009 . . . 520,114				
d	Excess from 2010 . . . 185,262				
e	Excess from 2011 . . . 342,893				

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

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed	N/A				
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).)

HERMAN MEINDERS

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:

MO GROTJOHN - 14001 M^c AULEY BLVD #100 - OKC, OK 73134 405-749-2422

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

TYPED - INCLUDE NORMAL GRANT APPLICATION INFORMATION

c Any submission deadlines: NONE

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors: NONE

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 Schedule 3(a)				
Total . . . . . . ▶ 3a				406,302
b *Approved for future payment*				
Boy Scouts of America - Oklahoma City, OK	N/A	Public	Scout Ranch	-55,120.00
Catholic Charities - " " "			Operating Support	-5,000.00
Lyric Theatre - " " "			Capital Campaign	-50,000.00
OKC Philharmonic - " " "			Endowment	-100,000.00
Oklahoma Heritage Association - " " "			Capital Campaign	-200,000.00
Okllahoma City University - " " "			Endowed Scholarships	-505,000.00
Teach For America - " " "			Operating Support	-100,000.00
			OVERALL TOTAL	-1,015,120.00
Total . . . . . . ▶ 3b				1,015,120

SCHEDULE 3(a)

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*				
OKLAHOMA CITY UNIVERSITY - OKC, OK	N/A	PUBLIC	ENDOWED SCHOLARSHIP	100,000
" " " " "			HOOVER CHAIR	5,000
" " " " "			OPERATING SUPPORT	26,460
LYRIC THEATRE - OKC, OK			CAPITAL CAMPAIGN	50,000
TEACH FOR AMERICA - OKC, OK			OPERATING SUPPORT	50,000
OKC PHILHARMONIC - OKC, OK			ENDOWMENT	25,000
DEAN McGEE EYE INSTITUTE - OKC, OK			CAPITAL CAMPAIGN	20,000
ALLIED ARTS - OKC, OK			OPERATING SUPPORT	9,000
CATHOLIC CHARITIES - OKC, OK			" "	5,000
" " - " "			NURSING PROGRAM	5,000
McCALL'S CHAPEL - ADA, OK			OPERATING SUPPORT	7,500
ARTHRITIS FOUNDATION - OKC, OK			" "	5,000
ASSOCIATION OF PROF. EDUCATORS - NORMAN, OK			" "	5,000
CALM WATERS - OKC, OK			" "	5,000
JASMINE MORAN MUSEUM - SEMINOLE, OK			" "	6,000
DISTINGUISHED YOUNG WOMEN - OKC, OK			JUNIOR MISS	5,000
OK SCHOOL SCIENCE & MATH - OKC, OK			OPERATING SUPPORT	7,672
BOY SCOUTS - OKC, OK			SCOUT RANCH	4,500
OKC ORCHESTRA LEAGUE - OKC, OK			PIANO COMPETITION	3,000
REBUILDING OK - OKC, OK			OPERATING SUPPORT	3,000
SUBTOTAL				347,132
VARIOUS - 41 GRANTS OF $2,500 OR LESS				59,170
Total			▶ 3a	406,302

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	845	
4 Dividends and interest from securities			14	17,613	
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			18	<17,811>	
8 Gain or (loss) from sales of assets other than inventory					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				647	

13 **Total.** Add line 12, columns (b), (d), and (e) 13 647

(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.)
	N/A

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)		✓
	(2) Other assets	1a(2)		✓
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		✓
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		✓
	(3) Rental of facilities, equipment, or other assets	1b(3)		✓
	(4) Reimbursement arrangements	1b(4)		✓
	(5) Loans or loan guarantees	1b(5)		✓
	(6) Performance of services or membership or fundraising solicitations	1b(6)		✓
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		✓

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
		N/A	

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

[signature] 5/7/12 TREASURER

Signature of officer or trustee — Date — Title

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
David P Thompson	[signature]	5/1/2012		P00003154

Firm's name ▶ FD THOMPSON & CO., P.L.C. Firm's EIN ▶ 73-1488601

Firm's address ▶ 13320 N. MACARTHUR BLVD OKLAHOMA CITY, OK 73142 Phone no 405-603-6400

The Meinders Foundation — ***Schedule 1***

EIN 73-1438459
Form 990-PF 2011

Part I, Line 6a - Net Loss From Sale of Assets	
Net Unrealized Loss on Investments	***$(43,869)***
Net Realized Gain on Investments - Per Schedule 2	***26,058***
Total	***$(17,811)***
Part I, Line 16b - Accounting Fees	
FD Thompson & Co., PLC. - Audit and File 2010 IRS Form 990-PF	***$5,980***
Part I, Line 16c - Other Professional Fees	
Merrill Lynch - Investment Services	***$ 150***
UBS – Investment Services	***634***
Tom Johnson Investment Co. - Investment Services	***945***
Fisher Investments – Investment Services	***2,874***
Total	***$4,603***
Part I, Line 18 - Taxes	
Excise Tax on Investment Income (Section 4940)	***$ 679***
Part II, Line 10b - Investments - Corporate Stocks (At Market Value)	
Tom Johnson Co. - UBS Managed Account	***$ 227,047***
Merrill Lynch -Fisher Managed Account	***211,801***
Total	***$438,848***
Part II, Line 10c – Investments – Corporate Bonds (At Market Value)	
Merrill Lynch – Seattle Account	***$92,500***

The Meinders Foundation
EIN 73-1438459
Form 990-PF 2011

Schedule 2

Part IV - Capital Gains and Losses for Tax on Investment Income

	Sales Price	Cost	Gain (Loss)
BancOklahoma Trust Co. Managed Account - Schedule 2(a)	$227,967	210,834	17,133
Tom Johnson Co. - UBS Managed Acct - Schedule 2(b)	65,380	62,148	3,232
Merrill Lynch-Fisher Managed Account – Schedule 2(c)	95,271	89,571	5,700
Merrill Lynch – Seattle – Schedule 2 (d)	99,993	100,000	(7)
Totals	$488,611	462,553	26,058

BANK OF OKLAHOMA
WEALTH MANAGEMENT

PO Box 1270 | Tulsa, OK 74101-1270

Schedule 2 (a)

Meinders Foundation Inc, The

Account Number: **47-4004-01-7**

For Period 01/01/11 Through 02/28/11

Sale Activity

Date	Description	Broker Commission	Realized Gain/Loss	Cash
01/13/11	Total Sa-Spon ADR Sold 64 Shs 01/10/11 To Investment Technology Group @ 53.0503	3.20	309.42	3,391.96
01/13/11	US Bancorp Sold 140 Shs 01/10/11 To Investment Technology Group @ 26.0714	7.00	-161.27	3,642.93
01/13/11	United Technologies Corp Sold 45 Shs 01/10/11 To Investment Technology Group @ 78.39	2.25	452.59	3,525.24
01/13/11	Visa Inc-Class A Shares Sold 40 Shs 01/10/11 To Investment Technology Group @ 71.95	2.00	21.44	2,875.95
01/13/11	Williams Cos Inc Sold 145 Shs 01/10/11 To Investment Technology Group @ 24.8	7.25	218.72	3,588.68
01/13/11	Accenture PLC-A Sold 42 Shs 01/10/11 To Investment Technology Group @ 48.2406	2.10	179.33	2,023.97
		COST		
	TOTAL	210,833.90	17,133.11	227,967.01

BANK OF OKLAHOMA
WEALTH MANAGEMENT

PO Box 1270 | Tulsa, OK 74101-1270

Meinders Foundation Inc, The

Account Number: **47-4004-01-7**

For Period 01/01/11 Through 02/28/11

Sale Activity

Date	Description	Broker Commission	Realized Gain/Loss	Cash
01/13/11	Nabors Industries LTD Sold 70 Shs 01/10/11 To Investment Technology Group @ 22.55	3.50	-18.61	1,574.97
01/13/11	Noble Corp Sold 45 Shs 01/10/11 To Investment Technology Group @ 36.04	2.25	-180.24	1,619.52
01/13/11	Aeropostale Inc Sold 90 Shs 01/10/11 To Investment Technology Group @ 25.13	4.50	44.03	2,257.16
01/13/11	Alcoa Inc Sold 237 Shs 01/10/11 To Investment Technology Group @ 16.52	11.85	871.04	3,903.32
01/13/11	Apache Corp Sold 35 Shs 01/10/11 To Investment Technology Group @ 124.24	1.75	775.62	4,346.57
01/13/11	Apple Inc Com Sold 45 Shs 01/10/11 To Investment Technology Group @ 341.724	2.25	3,570.02	15,375.07
01/10/11	Avon Products Inc Sold 90 Shs 01/05/11 To BNY Brokerage @ 29.6414	4.50	-301.80	2,663.18
01/13/11	Baker Hughes Inc Sold 90 Shs 01/10/11 To Investment Technology Group @ 56.08	4.50	669.98	5,042.61
01/13/11	Bank of America Corp Sold 603 Shs 01/10/11 To Investment Technology Group @ 14.35	30.15	-1,238.12	8,622.75

BANK OF OKLAHOMA
WEALTH MANAGEMENT

PO Box 1270 | Tulsa, OK 74101-1270

Meinders Foundation Inc, The

Account Number: **47-4004-01-7**

For Period 01/01/11 Through 02/28/11

Sale Activity

Date	Description	Broker Commission	Realized Gain/Loss	Cash
01/13/11	Devon Energy Corporation Sold 50 Shs 01/10/11 To Investment Technology Group @ 78.2211	2.50	507.93	3,908.49
01/13/11	Discover Financial Service Sold 242 Shs 01/10/11 To Investment Technology Group @ 19.11	12.10	490.50	4,612.44
01/13/11	Ebay Inc Sold 138 Shs 01/10/11 To Investment Technology Group @ 27.87	6.90	971.45	3,839.09
01/13/11	Emerson Electric Co Sold 70 Shs 01/10/11 To Investment Technology Group @ 57.2206	3.50	329.57	4,001.87
01/13/11	Exxon Mobil Corp Sold 26 Shs 01/10/11 To Investment Technology Group @ 75.03	1.30	379.33	1,949.44
01/13/11	Fedex Corp Sold 40 Shs 01/10/11 To Investment Technology Group @ 94.23	2.00	132.58	3,767.13
01/13/11	Firstenergy Corp Sold 64 Shs 01/10/11 To Investment Technology Group @ 37.96	3.20	14.57	2,426.19
01/13/11	Ford Motor Co Sold 174 Shs 01/10/11 To Investment Technology Group @ 18.4521	8.70	1,380.03	3,201.91
01/13/11	Genzyme Corp Sold 17 Shs 01/10/11 To Investment Technology Group @ 72.3307	0.85	319.41	1,228.74

BANK OF OKLAHOMA
WEALTH MANAGEMENT
PO Box 1270 | Tulsa, OK 74101-1270

Meinders Foundation Inc, The

Account Number: **47-4004-01-7**

For Period 01/01/11 Through 02/28/11

Sale Activity

Date	Description	Broker Commission	Realized Gain/Loss	Cash
01/13/11	Lincoln National Corp Sold 70 Shs 01/10/11 To Investment Technology Group @ 29.13	3.50	136.11	2,035.56
01/13/11	Mattel Inc Sold 133 Shs 01/10/11 To Investment Technology Group @ 23.89	6.65	138.14	3,170.66
01/13/11	McDonald's Corp Sold 40 Shs 01/10/11 To Investment Technology Group @ 73.77	2.00	120.15	2,948.75
01/13/11	Netapp Inc Sold 87 Shs 01/10/11 To Investment Technology Group @ 57.83	4.35	1,986.35	5,026.77
01/13/11	Nike Inc -Cl B Sold 50 Shs 01/10/11 To Investment Technology Group @ 84.35	2.50	391.72	4,214.92
01/13/11	Nordstrom Inc Sold 56 Shs 01/10/11 To Investment Technology Group @ 42.1801	2.80	671.20	2,359.25
01/13/11	Norfolk Southern Corp Sold 30 Shs 01/10/11 To Investment Technology Group @ 65.69	1.50	175.16	1,969.16
01/13/11	PNC Financial Services Group Sold 50 Shs 01/10/11 To Investment Technology Group @ 61.58	2.50	-301.46	3,076.44
01/13/11	Pepsico Inc Sold 55 Shs 01/10/11 To Investment Technology Group @ 66.1509	2.75	9.33	3,635.48

Schedule 2(b)

Schedule Of Realized Gains & Losses

December 31, 2011

The Meinders Foundation
1793

Richard H. Parry

Units	Security Description	Cost	Proceeds	% Gain/ Loss	Purchase Date	Sale Date	Short Term	Long Term
200	Nvidia Corp Com	3,900	4,110	5.38	06/24/08	01/10/11		210
90	L-3 Communications Hldgs	6,987	6,975	(0.17)	11/12/09	01/26/11		(12)
125	Dresser-Rand Group Inc Com	2,616	6,344	142.47	08/22/06	03/03/11		3,728
115	Stryker Corp Com	4,571	7,377	61 37	08/18/09	03/03/11		2,806
130	Yum Brands Inc Com	4,410	6,552	48.57	09/21/09	03/03/11		2,142
295	Gamestop Corp New Cl A	5,982	7,526	25.81	01/11/10	04/14/11		1,544
200	Ebay Inc Com	5,497	6,748	22.75	06/24/08	04/28/11		1,250
75	Yum Brands Inc Com	2,544	3,968	55.97	09/21/09	04/28/11		1,424
130	Walgreen Company	4,636	5,509	18.84	05/03/10	07/01/11		873
200	Bank Of America Corp Com	3,016	1,395	(53.73)	01/22/10	08/09/11		(1,621)
80	Research In Motion Ltd Com	5,600	1,798	(67.90)	09/25/09	08/09/11		(3,802)
125	Best Buy Inc Com	5,548	3,291	(40.68)	04/07/10	10/25/11		(2,257)
275	Corning Inc Com	6,840	3,787	(44.64)	09/27/07	10/25/11		(3,053)
	Total Gain						0	13,977
	Total Loss						0	(10,745)
	Grand Total	62,148	65,380					3,232
	Net Gain/ Loss							$3,232

*** REALIZED GAINS & LOSSES ARE FOR THE PERIOD 01/01/2011 TO 12/31/2011.

Tom Johnson Investment Management

Fisher Inv

Merrill Lynch

EMA Fiscal Statement

Schedule 2(c)

THE MEINDERS FOUNDATION

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
200.0000	CISCO SYSTEMS INC COM	05/16/08	04/27/11	3,415.03	5,294.73	(1,879.70) LT
100 0000	CISCO SYSTEMS INC COM	01/13/10	04/27/11	1,707 52	2,467 20	(759 68) LT
60.0000	SCHLUMBERGER LTD	10/18/05	05/18/11	4,997 55	2,453 82	2,543 73 LT
33.0000	TRANSOCEAN LTD	03/11/05	04/28/11	2,345.47	1,626 53	718.94 LT
15 0000	TRANSOCEAN LTD	01/15/10	04/28/11	1,066.13	1,399.80	(333 67) LT
195 0000	ADOBE SYS DEL PV$ 0 001	05/11/10	06/16/11	6,028 77	6,666 43	(637 66) LT
215 0000	ANGLO AMERN PLC ADR	01/15/10	06/16/11	4,817.82	4,853 11	(35 29) LT
40 0000	COACH INC	01/14/10	09/14/11	2,262.36	1,519 19	743 17 LT
125.0000	BNP PARIBAS SPONSORD ADR	06/12/08	10/18/11	2,477 19	5,786.27	(3,309.08) LT
85 0000	CREDIT SUISSE GP SP ADR	07/31/03	10/18/11	2,251 88	2,623.85	(371 97) LT
90 0000	CREDIT SUISSE GP SP ADR	01/13/10	10/18/11	2,384 35	4,822 55	(2,438.20) LT
325.0000	MITSUBISHI UFJ FINL GRP	07/25/03	12/14/11	1,357.26	1,527.55	(170.29) LT
305.0000	MITSUBISHI UFJ FINL GRP	03/22/11	12/14/11	1,273.75	1,507 27	(233.52) ST
75.0000	FORTUNE BRANDS INC	04/07/09	02/02/11	4,544.11	2,417.97	2,126.14 LT
80.0000	FORTUNE BRANDS INC	02/25/10	02/02/11	4,847.07	3,455 66	1,391 41 ST
225 0000	ISHARES MSCI EMERGING	01/19/06	02/14/11	10,215.96	7,159 21	3,056 75 LT
80.0000	ISHARES MSCI EMERGING	01/14/10	02/14/11	3,632.35	3,424 20	208 15 LT
75 0000	GLAXOSMITHKLINE PLC ADR	03/23/07	03/22/11	2,837 94	4,137 33	(1,299 39) LT
15 0000	GLAXOSMITHKLINE PLC ADR	01/13/10	03/22/11	567 59	628 46	(60.87) LT
85.0000	HEWLETT PACKARD CO DEL	11/15/07	02/28/11	3,690.81	4,200 05	(509 24) LT
50.0000	HEWLETT PACKARD CO DEL	01/14/10	02/28/11	2,171.07	2,660 31	(489 24) LT
150 0000	MICROSOFT CORP	03/18/08	02/28/11	3,986.30	4,363 28	(376 98) LT
65 0000	MICROSOFT CORP	01/14/10	02/28/11	1,727 40	2,043 90	(316 50) LT
75 0000	TARGET CORP COM	12/11/08	03/18/11	3,730.48	2,877 47	853 01 LT
50 0000	TARGET CORP COM	01/13/10	03/18/11	2,487.00	2,498 20	(11.20) LT
105.0000	ANGLO AMERN PLC ADR	06/20/06	05/18/11	2,525.38	2,182.37	343.01 LT
55.0000	ANGLO AMERN PLC ADR	01/15/10	05/18/11	1,322.83	1,241 49	81 34 LT
45 0000	BHP BILLITON LTD ADR	01/30/06	04/27/11	4,493 85	1,790 01	2,703 84 LT
60 0000	CATERPILLAR INC DEL	07/25/03	05/17/11	6,106.00	1,943 44	4,162.56 LT
	TOTAL			95,271.22	89,571.65	5,699.57

SCHEDULE 2 (d)

SEATTLE

Merrill Lynch

THE MEINDERS FOUNDATION

EMA Fiscal Statement

FISCAL YEAR ACTIVITY

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
100,000 0000	FORD MOTOR CREDIT CO	04/08/04	01/11/11	99,992 65	100,000 00	(7 35) LT

PLEASE SEE REVERSE SIDE

X 00998247

Page	Statement Period	Account No
7 of 9	Year Ending 12/31/11	297-04361