



See a Social Security Number? Say Something!  
Report Privacy Problems to <https://public.resource.org/privacy>  
Or call the IRS Identity Theft Hotline at 1-800-908-4490





<b>Part II</b> <b>Balance Sheets</b>		Attached schedules and amounts in the description column should be for end-of-year amounts only (See inst.)	Beginning of year	End of year		
			(a) Book Value	(b) Book Value	(c) Fair Market Value	
<b>A S S E T S</b>	1	Cash -- non-interest-bearing . . . . .	3,901	3,901	3,901	
	2	Savings and temporary cash investments . . . . .	930,113	2,548,441	2,548,441	
	3	Accounts receivable ►				
		Less: allowance for doubtful accts ►				
	4	Pledges receivable ►				
		Less: allowance for doubtful accts ►				
	5	Grants receivable . . . . .				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the 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 . . . . .				
	10a	Investments -- U.S. and state govt obligations (attach schedule)				
	b	Investments -- corporate stock (attach schedule) #5	10,273,276	1,892,589	1,892,589	
	c	Investments -- corporate bonds (attach schedule) . . . . .				
	11	Investments -- land, buildings, and equipment basis . . . . .				
	Less accumulated depreciation (attach schedule) ►					
12	Investments -- mortgage loans . . . . .					
13	Investments -- other (attach schedule) #6.	2,556,586	7,835,000	7,835,000		
14	Land, buildings, and equipment basis ►					
	Less accumulated depreciation (attach schedule) ►					
15	Other assets (describe ► . . . . .)					
16	<b>Total assets</b> (to be completed by all filers -- see the instructions. Also, see page 1, item 1) . . . . .	13,759,975	12,279,931	12,279,931		
<b>L I A B L I T E S</b>	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 ► . . . . .)	0	0	0	
	23	<b>Total liabilities</b> (add lines 17 through 22) . . . . .	0	0	0	
	<b>N F E U T N D A S B S A E L T A S N C O E R S</b>	<b>Foundations that follow SFAS 117, check here ► <input type="checkbox"/></b>				
		and complete lines 24 through 26 and lines 30 and 31.				
		24	Unrestricted . . . . .			
		25	Temporarily restricted . . . . .			
		26	Permanently restricted . . . . .			
		<b>Foundations that do not follow SFAS 117, ck. here ► <input checked="" type="checkbox"/></b>				
		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 . . . . .	13,759,975	12,279,931	12,279,931	
30		<b>Total net assets or fund balances</b> (see the instructions)	13,759,975	12,279,931	12,279,931	
31		<b>Total liabilities and net assets/fund balances</b> (see the inst.)	13,759,975	12,279,931	12,279,931	

**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	13,759,975
2	Enter amount from Part I, line 27a . . . . .	2	469,297
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3 . . . . .	4	14,229,272
5	Decreases not included in line 2 (itemize) ► <b>See attachment #7</b>	5	1,949,341
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) -- Part II, column (b), line 30	6	12,279,931

**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.)
<b>1a See attachment #8</b>				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(I) 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	1,031,176
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 the instructions). . . . . If (loss), enter -0- in Part I, line 8 . . . . .			3	0

**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 beg. in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	553,037	12,409,567	0.044565
2009	751,975	11,024,535	0.068209
2008	797,635	15,039,427	0.053036
2007	879,146	18,345,361	0.047922
2006	657,243	16,654,685	0.039463
2 Total of line 1, column (d)			2 0.253195
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 0.050639
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			4 13,459,724
5 Multiply line 4 by line 3			5 681,587
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 10,940
7 Add lines 5 and 6 . . . . .			7 692,527
8 Enter qualifying distributions from Part XII, line 4 . . . . .			8 596,213

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 the Instructions)**

1 a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary -- see Inst.)	1	21,880
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . .		
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2 . . . . .	3	21,880
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0
5	<b>Tax based on Investment Income.</b> Subtract line 4 from line 3 If zero or less, enter -0-	5	21,880
<b>6 Credits/Payments:</b>			
a	2011 estimated tax payments and 2010 overpayment credited to 2011.	6a	28,500
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	28,500
8	Enter any <b>penalty</b> for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached . . . . .	8	
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .	9	
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .	10	6,620
11	Enter the amount of line 10 to be Credited to 2012 estimated tax ►	11	6,620 Refunded ►

**Part VII-A Statements Regarding Activities**

1 a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . . . .	Yes	No
1a			X
1 b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see 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 <b>Form 1120-POL</b> 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 . . . ► \$ 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	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
4 a	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 <b>Form 990-T</b> for this year? . . . . .	4b	N/A
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . If "Yes," attach the statement required by General Instruction T	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 yr? If "Yes," complete Part II, col (c), & Part XV	7	X
8 a	Enter the states to which the foundation reports or with which it is registered (see the instructions) ► TX	8b	X
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 . . . . .	9	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 . . . . .	10	X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses . . . . .		

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

11		X
12		X
13	X	
14	See attachment #9	Telephone no. ►
	Located at ►	ZIP+4 ►
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 -- Check here and enter the amount of tax-exempt interest received or accrued during the year	► 15
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16 Yes No X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		
1a	During the year did the foundation (either directly or indirectly).	Yes No X
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	Yes No X
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	Yes No X
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	Yes No X
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	Yes No X
(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 X
(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 X
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ►	1b Yes No X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c Yes No 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? If "Yes," list the years ► 20 __, 20 __, 20 __, 20 __	2b Yes No X
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)	
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 __	3b Yes No X
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	4a Yes No X
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.)	4b Yes No X
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	
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?	

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

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	(b) Title, and avg hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred comp	(e) Expense account, other allowances
See attachment #10				
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 avg hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000 ► 0				

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
See attachment #11		

**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	N/A
2	
3	
4	

**Part IX-B** Summary of Program-Related Investments (see the 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	
3	All other program-related investments. See the instructions.
Total. Add lines 1 through 3	►

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	12,663,501
b	Average of monthly cash balances	1b	1,001,193
c	Fair market value of all other assets (see the instructions)	1c	
d	<b>Total</b> (add lines 1a, b, and c)	1d	13,664,694
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	13,664,694
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see the instructions)	4	204,970
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	13,459,724
6	<b>Minimum Investment return.</b> Enter 5% of line 5	6	672,986

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

1	Minimum investment return from Part X, line 6	1	672,986
2a	Tax on investment income for 2011 from Part VI, line 5	2a	21,880
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	21,880
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	651,106
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	651,106
6	Deduction from distributable amount (see the instructions)	6	
7	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	651,106

**Part XII Qualifying Distributions** (see the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes	1a	596,213
a	Expenses, contributions, gifts, etc -- total from Part I, column (d), line 26	1b	
b	Program-related investments -- total from Part IX-B	2	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	3a	
3	Amounts set aside for specific charitable projects that satisfy the	3b	
a	Suitability test (prior IRS approval required)	4	596,213
b	Cash distribution test (attach the required schedule)	5	0
4	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	6	596,213
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 the instructions)		
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4		

**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 the instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7 . . . . .				651,106
2 Undistributed income, if any, as of the end of 2011			594,624	
a Enter amount for 2010 only . . . . .				
b Total for prior years 20 , 20 , 20 . . . . .				
3 Excess distributions carryover, if any, to 2011				
a From 2006 . . . . .				
b From 2007 . . . . .				
c From 2008 . . . . .				
d From 2009 . . . . .				
e From 2010 . . . . .				
f Total of lines 3a through e . . . . .	0			
4 Qualifying distributions for 2011 from Part XII, line 4 ► \$ 596,213			594,624	
a Applied to 2010, but not more than line 2a . . . . .				
b Applied to undistributed income of prior years (Election required -- see the instructions) . . . . .				
c Treated as distributions out of corpus (Election required -- see the instructions) . . . . .				
d Applied to 2011 distributable amount . . . . .				1,589
e Remaining amount distributed out of corpus . . . . .				
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a)) . . . . .				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5 . . . . .				
b Prior years' undistributed income Subtract line 4b from line 2b . . . . .				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed . . . . .				
d Subtract line 6c from line 6b. Taxable amount -- see the instructions . . . . .				
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount -- see the instructions . . . . .				
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012 . . . . .				649,517
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see the instructions) . . . . .				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see the instructions) . . . . .				
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a . . . . .				
10 Analysis of line 9				
a Excess from 2007 . . . . .				
b Excess from 2008 . . . . .				
c Excess from 2009 . . . . .				
d Excess from 2010 . . . . .				
e Excess from 2011 . . . . .				

**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. ►	N/A		
b	Check box to indicate whether the foundation is a private operating foundation described in section	4942(j)(3) or	4942(j)(5)	
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 exempt act.			
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 min. 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 the 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 the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

**See attachment 12**

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

**See attachment 12**

c Any submission deadlines

**See attachment 12**

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

**See attachment 12**

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year <b>See attachment #13</b>				
<b>Total</b>				► 3a <b>581,000</b>
b Approved for future payment <b>See attachment #14</b>				
<b>Total</b>				► 3b <b>965,500</b>

**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 the instructions.)
	(a) Business code	(b) Amount	(c) Excl code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees & contracts from government agencies					
2 Membership dues and assessments . . .					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities . . .					
5 Net rental income or (loss) from real estate					
a Debt-financed property . . . . .					
b Not debt-financed property . . . . .					
6 Net rental income or (loss) from personal property					
7 Other investment income . . . . .					
8 Gain or (loss) from sales of assets other than inventory					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e) . . . . .		0		1,223,143	0
13 Total. Add line 12, columns (b), (d), and (e) . . . . .				13	1,223,143

(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 the instructions.)
	N/A

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

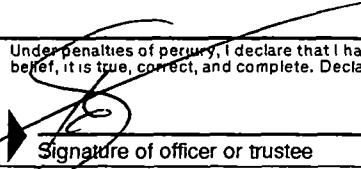
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?	Yes	No
a	Transfers from the reporting foundation to a noncharitable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

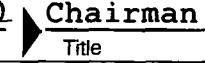
(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
	N/A		

2 a 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.

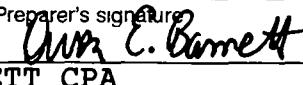
(a) Name of organization	(b) Type of organization	(c) Description of relationship

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

16/13/2012 Chairman 

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 Owen E. Barnett	Preparer's signature 	Date 5-8-12	Check <input checked="" type="checkbox"/> if self-employed	PTIN P00500582
	Firm's name ► OWEN E BARNETT CPA		Firm's EIN ► 75-2069885		
	Firm's address ► 2902 CARLISLE STREET STE 104		Phone no (214) 855-0670		

# 990 SCHEDULE OF ACCOUNTING FEES

## Attachment 1: page 1 - 990-PF Page 1, Part I, Line 16b

Open to Public Inspection	For calendar year 2011, or tax period beginning _____, and ending _____			Employer Identification Number <b>75-2076387</b>
Name of Organization <b>The Patrick &amp; Beatrice Haggerty Foundation</b>				
Accounting Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charity
Owen E. Barnett, CPA - preparation of 2010 Form 990-PF	8,575	4,287		4,288
Total:	8,575	4,287		4,288

# 990 SCHEDULE OF OTHER PROFESSIONAL FEES

## Attachment 2: page 1 - 990-PF Page 1, Part I, Line 16c

Open to Public Inspection	For calendar year 2011, or tax period beginning _____, and ending _____			Employer Identification Number
Name of Organization <b>The Patrick &amp; Beatrice Haggerty Foundation</b>			<b>75-2076387</b>	
Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charity
Shaela Brewer - Administrative services UBS account fees Leuthold Weeden Management - Core Leuthold Weeden Management - Asset All	18,208 63,494 33,219 18,596	9,104 63,494 33,219 18,596		9,104
<b>Total:</b>	<b>133,517</b>	<b>124,413</b>		<b>9,104</b>

# 990 SCHEDULE OF TAXES PAID

**Attachment 3: page 1 - 990- PF Page 1, Part I, Line 18**

Open to Public Inspection	For calendar year 2011, or tax period beginning , and ending			Employer Identification Number <b>75-2076387</b>
Name of Organization <b>The Patrick &amp; Beatrice Haqqerty Foundation</b>				
Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charity
Federal excise tax - 2011	28,500	433	433	
Foreign income tax	433			
Total:	28,933	433		

**990 OTHER EXPENSES SCHEDULE**

Attachment 4: page 1 990-PF Page 1, Part I, Line 23

Open to Public Inspection	For calendar year 2011, or tax period beginning , and ending			Employer Identification Number <b>75-2076387</b>
Name of Organization <b>The Patrick &amp; Beatrice Haggerty Foundation</b>		Revenue and Expenses	Net Investment Income	Adjusted Net Income
Description of Activity				Disbursements for Charity
Telephone		814		814
Office expenses		908		908
Bank charges		99		99
Total:		1,821		1,821

# 990 SCHEDULE OF INVESTMENTS - CORPORATE STOCKS

**Attachment 5: page 1 - 990-PF Page 2, Part II, Line 10b**

Open to Public Inspection	For calendar year 2011, or tax period beginning , and ending			Employer Identification Number <b>75-2076387</b>	
Name of Organization <b>The Patrick &amp; Beatrice Haggerty Foundation</b>	Description of Property	Cost	FMV at Year End	Book Value	Fair Market Value
	Texas Instruments, Inc. - 64,704 shares Expedia Inc. - 167 shares TripAdvisor Inc. - 167 shares		X X X	1,883,533 4,846 4,210	1,883,533 4,846 4,210
	Total:			1,892,589	1,892,589

**990 SCHEDULE OF INVESTMENTS - OTHERS**

Attachment 6: page 1 - 990-PF Page 2, Part II, Line 13

**990 SCHEDULE OF OTHER DECREASES**

Attachment 7: page 1 - 990- PF Page 2, Part III, Line 5

Open to Public Inspection	For calendar year 2011, or tax period beginning	, and ending
Name of Organization <b>The Patrick &amp; Beatrice Haggerty Foundation</b>		Employer Identification Number <b>75-2076387</b>
Description of Decrease	Total Amount	
Decrease in fair market value	1,949,341	
<b>Total:</b>	<b>1,949,341</b>	

**990 PART IV CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

**Attachment 8: page 1 - 990-PF Page 3, Part IV, line 1**

Open to Public Inspection	For calendar year 2011 or tax period beginning , and ending			
Name of Organization <b>The Patrick &amp; Beatrice Haggerty Foundation</b>			Employer Identification Number <b>75-2076387</b>	
	(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)
1 2 3 4 5 6 7	Publicly traded securities - UBS# 33447 70 Publicly traded securities - UBS# 33473 70 Publicly traded securities - UBS# 33415 70 Publicly traded securities - UBS# 33422 70 Publicly traded securities - UBS# 33406 70 Publicly traded securities - UBS# 33409 70 Publicly traded securities - UBS# 33470 70			
	(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)
1 2 3 4 5 6 7	2,095,211 5,072,494 4,759,660 5,260,934 1,593,375 1,754,137 2,933,421		2,018,181 4,970,884 4,568,778 4,958,983 1,428,759 1,665,257 2,827,214	77,030 101,610 190,882 301,951 164,616 88,880 106,207
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col (h) Gain Minus Col. (k), But Not Less Than -0-) or Losses (from col. (h))
	(l) F M V as of 12/31/69	(j) Adjusted Basis as of 12/31/69	(k) Excess if Col (i) Over Col (j), if Any	
1 2 3 4 5 6 7				77,030 101,610 190,882 301,951 164,616 88,880 106,207

**990 BOOKS ARE IN CARE OF**

**Attachment 9 - 990-PF Page 5, Part VII-A, Line 14**

Open to Public Inspection	For calendar year 2011, or tax period beginning	, and ending
Name of Organization <b>The Patrick &amp; Beatrice Haggerty Foundation</b>	Employer Identification Number <b>75-2076387</b>	
<b>Part VII-A - Line 14</b>		
Individual Name or	<u>Patrick E. Haggerty</u>	
Business Name		
Street Address	<u>4712 Shadywood Lane</u>	
U S. Address:		
Zip code	<u>75209</u>	City <u>Dallas</u>
or	State <u>TX</u>	
Foreign Address		
City		
Province or State		
Country		
Postal code		
Phone Number	<u>(214) 361-1921</u>	
Fax Number		

# 990 CURRENT OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

## Attachment 10: page 1 - 990-PF Page 6, Part VIII

Open to Public Inspection	For calendar year 2011, or tax period beginning , and ending			
Name of Organization <b>The Patrick &amp; Beatrice Haggerty Foundation</b>			Employer Identification Number <b>75-2076387</b>	
(A) Name and Address	(B) Title and Average Hrs per Week	(C) Compensation (If not paid, enter 0)	(D) Cont. to Employee Ben Plans & Def Comp	(E) Expense Account & Other Allowances
See attached schedule		0	0	0

**990 COMPENSATION OF THE FIVE HIGHEST PAID INDEPENDENT CONTRACTORS  
FOR PROFESSIONAL SERVICES**

**Attachment 11: page 1 990-PF Page 6, Part VIII, Line 2**

Open to Public Inspection	For calendar year 2011, or tax period beginning  Name of Organization <b>The Patrick &amp; Beatrice Haggerty Foundation</b>	, and ending Employer Identification Number <b>75-2076387</b>
Part VIII	Compensation of the Five Highest Paid Independent Contractors for Professional Services	
(a) Name and address of each independent contractor paid more than \$50,000	(b) Type of service	(c) Compensation
None		0

## 990 APPLICATION SUBMISSION INFORMATION

Attachment 12: page 1 990-PF Page 10, Part XV, Line 2  
Open to Public

For Calendar year 2011, or tax year period beginning

and ending

Name of Organization

**The Patrick & Beatrice Haggerty Foundation**

Employer Identification Number

**75-2076387**

Name	Phone Number	Info and Materials Included	Submission Deadlines	Restrictions on Awards
N/A	N/A	N/A	N/A	<b>Contributions made only to pre-selected charitable organizations.</b>

**990 GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR**

**Attachment 13: page 1 990-PF Page 11, Part XV Line 3a**

**Open to Pu**

**Inspection** For calendar year 2011, or tax period beginning

, and ending

Name of Organization

**The Patrick & Beatrice Haggerty Foundation**

Employer Identification Number  
**75-2076387**

Recipient	If Recipient is an Individual, Show any Relationship to Any Foundation Manager or Substantial Contributor	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
<b>See attached schedule</b>				<b>581,000</b>

**Total:**

**581,000**

# 990 GRANTS AND CONTRIBUTIONS FOR FUTURE PAYMENTS

## Attachment 14: page 1 990-PF Page 11, Part XV Line 3b

Open to Public <input checked="" type="checkbox"/> Inspection	For calendar year 2011, or tax period beginning _____, and ending _____	Employer Identification Number <b>75-2076387</b>		
Name of Organization <b>The Patrick &amp; Beatrice Haggerty Foundation</b>				
Recipient	If Recipient is an individual, Show any Relationship to Any Foundation Manager or Substantial Contributor	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
See attached schedule				<b>965,500</b>
				<b>965,500</b>

Attach to Form 990-PF

**The Patrick and Beatrice Haggerty Foundation 75-2076387  
2011**

**Page 6, Part VIII, line 1 - Officers, Directors**

<b>Name and address</b>	<b>Title</b>	<b>Average hours per week</b>	<b>Compensation</b>	<b>Employee Benefits</b>	<b>Expense Accounts</b>
Patrick E. Haggerty 4712 Shadywood Lane Dallas, Texas 75209	Chairman/CEO	1 hour or less	0	0	0
Teresa Haggerty Parrayano 6434 Mimosa Dallas, Texas 75230	Director	1 hour or less	0	0	0
Michael G. Haggerty 2003 Lakeshore Drive Austin, Texas 78746	Secretary/Treasurer	1 hour or less	0	0	0
Robert Moosey 1409 10th St. NW Washington, DC 20001	Director	1 hour or less	0	0	0
Sheila Haggerty Turner 4369 Bayshore Drive Sturgeon Bay, Wisconsin 54235	Director	1 hour or less	0	0	0
			0	0	0

Attach to Form 990-PF

**The Patrick and Beatrice Haggerty Foundation 75-2076387  
2011**

**Page 10, Part XV, line 3a - Grants and Contributions Paid During Year**

<b>Recipient Name and address</b>	<b>Foundation Status</b>	<b>Purpose of grant or contribution</b>	<b>Amount</b>
<b>Austin Theatre Alliance 713 Congress Ave Austin, TX 78701</b>	Public	Charitable - to continue and expand programs within the Education and Outreach Department	9,000
<b>Caritas of Austin P.O. Box 1947 Austin, TX 78767</b>	Public	Charitable - for programs within the agency	7,250
<b>Children's Medical Center of Dallas 2777 Stemmons Freeway, Suite 700 Dallas, TX 75207</b>	Public	Charitable - for expansion modernization of the Center for Blood Disorders	317,500
<b>Children's Medical Center of Dallas 2777 Stemmons Freeway, Suite 700 Dallas, TX 75207</b>	Public	Charitable - for Children Medical Center Foundation	14,500
<b>Cistercian Preparatory School 3660 Cistercian Road Irving, TX 75039</b>	Public	Educational - for creation of Founder's Hall and associated renovation to present facilities	130,000
<b>DC Central Kitchen 425 2nd St. NW Washington, DC 20001</b>	Public	Charitable - for provision of healthy food to those in need	2,500

**The Patrick and Beatrice Haggerty Foundation 75-2076387  
2011**

**Page 10, Part XV, line 3a - Grants and Contributions Paid During Year**

<b>Recipient Name and address</b>	<b>Foundation Status</b>	<b>Purpose of grant or contribution</b>	<b>Amount</b>
Door County YMCA 1900 Michigan St. Sturgeon Bay, WI 54235	Public	Charitable - for Strong Kids Live Strong	4,500
Food and Friends Inc. 219 Riggs RD NE Washington, DC 20011	Public	Charitable - for meals, nutritional advice to people living with life-challenging illnesses	2,000
Gibraltar Fire and Rescue 4097 Highway 42 Fish Creek, WI 54212	Public	Charitable - to assist a volunteer Fire Department	1,000
Our Lady of Perpetual Help 7625 Cortland Ave Dallas, TX 75235	Public	Charitable - for technology upgrades	11,000
Peninsula Players PO Box 849 Fish Creek, WI 54212	Public	Charitable - for Building Fund	5,000
St. Michael's Catholic Academy 3000 Barton Creek Blvd. Austin, TX 78735	Public	Educational - for St. Michaels High School Entrepreneurial program	7,250
University of Dallas 1845 E. Northgate Drive Irving, TX 75062	Public	Educational - for the Haggerty Fellows awards program for professors	50,000

Attach to Form 990-PF

**The Patrick and Beatrice Haggerty Foundation 75-2076387  
2011**

**Page 10, Part XV, line 3a - Grants and Contributions Paid During Year**

<b>Recipient Name and address</b>	<b>Foundation Status</b>	<b>Purpose of grant or contribution</b>	<b>Amount</b>
University of Dallas 1845 E. Northgate Drive Irving, TX 75062	Public	Educational - for the Haggerty Fellows awards	7,250
Visiting Nurse Association (VNA) 1600 Viceroy Dr., Suite 400 Dallas, TX 75235	Public	Charitable - for Wheels for Meals & More Event	5,000
Visiting Nurse Association (VNA) 1600 Viceroy Dr., Suite 400 Dallas, TX 75235	Public	Charitable - For General Fund	2,250
Women's Fund Door County PO Box 802 Sturgeon Bay, WI 54235	Public	Educational - for Educational Programs	5,000
		<b>Total</b>	<b><u>581,000</u></b>

Attach to Form 990-PF

**The Patrick and Beatrice Haggerty Foundation 75-2076387**  
2011

**Page 10, Part XV, line 3b - Grants and Contributions Approved for Future Payment**

<u>Recipient Name and address</u>	<u>Foundation Status</u>	<u>Purpose of grant or contribution</u>	<u>Amount</u>
Children's Medical Center of Dallas 2777 Stemmons Freeway, Suite 700 Dallas, TX 75207	Public	Charitable - for expansion modernization of the Center for Blood Disorders	215,500
University of Dallas 1845 E. Northgate Drive Irving, TX 75062	Public	Educational - for the Haggerty Fellows awards program for professors	750,000
	Total		<b><u>965,500</u></b>