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

OMB No 1545-0052

2011

Department of the Treasury
Internal Revenue Service

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

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

MCNEILL CHARITABLE FOUNDATION INC
968 MARLIN DRIVE
JUPITER, FL 33458A Employer identification number
76-0589600B Telephone number (see the instructions)
561-744-3952C If exemption application is pending, check here ☐D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐G Check all that apply ☐ Initial return ☐ Initial Return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ Name changeH Check type of organization ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationI Fair market value of all assets at end of year (from Part II, column (c), line 16)
\$ 2,482,113.
J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) _____
(Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

REVENUE

1 Contributions, gifts, grants, etc., received (att sch)

2 Cl ☒ if the foundn is not req to att Sch B

3 Interest on savings and temporary cash investments

4 Dividends and interest from securities

5a Gross rents

b Net rental income or (loss)

6a Net gain/(loss) from sale of assets not on line 10

b Gross sales price for all assets on line 6a 147,528.

7 Capital gain net income (from Part IV, line 2)

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/(loss) (att sch)

11 Other income (attach schedule)

12 Total. Add lines 1 through 11

13 Compensation of officers, directors, trustees, etc

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees (attach schedule)

b Accounting fees (attach sch)

c Other prof fees (attach sch) SEE ST 1

17 Interest

18 Taxes (attach schedule)(see instrs) SEE STM 2

19 Depreciation (attach sch) and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses (attach schedule)

SEE STATEMENT 3

24 Total operating and administrative expenses. Add lines 13 through 23

25 Contributions, gifts, grants paid PART XV

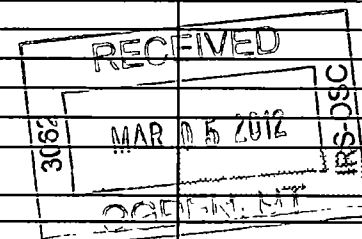
26 Total expenses and disbursements. Add lines 24 and 25

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

b Net investment income (if negative, enter 0)

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

End of year

		(a) Book Value	(b) Book Value	(c) Fair Market Value
A S S E T S	1 Cash — non-interest-bearing			
	2 Savings and temporary cash investments	16,513.	9,189.	9,189.
	3 Accounts receivable			
	Less allowance for doubtful accounts			
	4 Pledges receivable			
	Less allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach sch)			
	Less allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments — U S and state government obligations (attach schedule)			
	b Investments — corporate stock (attach schedule) STATEMENT 4	2,453,618.	2,445,479.	2,472,924.
	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)				
14 Land, buildings, and equipment basis				
Less accumulated depreciation (attach schedule)				
15 Other assets (describe)				
16 Total assets (to be completed by all filers — see the instructions. Also, see page 1, item I)	2,470,131.	2,454,668.	2,482,113.	
L I A B I L I T I E S	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
N E T A S S E T S O R F U N D B A L A N C E S	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ☒			
	24 Unrestricted	2,470,131.	2,454,668.	
	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, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	2,470,131.	2,454,668.	
	31 Total liabilities and net assets/fund balances (see instructions)	2,470,131.	2,454,668.	

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	2,470,131.
2 Enter amount from Part I, line 27a	2	-15,463.
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	2,454,668.
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	2,454,668.

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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a 3,600 SHS BLDRS EMERGING MKTS		P	VARIOUS	11/17/11
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 147,528.		95,168.	52,360.
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			52,360.
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	52,360.
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	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 beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2010	120,000.	2,701,954.	0.044412
2009	94,500.	2,380,222.	0.039702
2008	192,473.	3,198,881.	0.060169
2007	189,256.	3,556,888.	0.053208
2006	152,481.	3,247,713.	0.046950

2 Total of line 1, column (d)	2	0.244441
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	0.048888
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	2,855,930.
5 Multiply line 4 by line 3	5	139,621.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,246.
7 Add lines 5 and 6	7	140,867.
8 Enter qualifying distributions from Part XII, line 4	8	140,100.

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)

1 a 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 instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	2,493.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (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	2,493.
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	2,493.
6 Credits/Payments			
a 2011 estimated tax pmts and 2010 overpayment credited to 2011	6a		
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		0.
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		2,493.
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be Credited to 2012 estimated tax	11		
	Refunded		

Part VII-A Statements Regarding Activities

	Yes	No
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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ 0. (2) On foundation managers \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities</i>		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? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T.</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) FL TX		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If 'No,' attach explanation</i>	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)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>WWW.GUIDESTAR.COM</u>	13	X	
14	The books are in care of <u>GEORGE A MCNEILL</u> Telephone no <u>561-744-3952</u> Located at <u>968 MARLIN DRIVE, JUPITER, FL</u> ZIP + 4 <u>33458</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 — Check here and enter the amount of tax-exempt interest received or accrued during the year <u>15</u>	N/A		N/A
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If 'Yes,' enter the name of the foreign country <u></u>	16	Yes	No
				X

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

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

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

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

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5b N/A

Organizations relying on a current notice regarding disaster assistance check here

☐

c If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A ☐ Yes ☐ No

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b X

If 'Yes' to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction?

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 average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 5		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

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 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		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (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	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	2,885,458.
b	Average of monthly cash balances	1b	13,963.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	2,899,421.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	2,899,421.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	43,491.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,855,930.
6	Minimum investment return. Enter 5% of line 5	6	142,797.

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	142,797.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	2,493.
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	2,493.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	140,304.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	140,304.
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	140,304.

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	140,100.
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	140,100.
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	140,100.

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				140,304.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			131,137.	
b Total for prior years 20____, 20____, 20____		0.		
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 ▶ \$ 140,100.				
a Applied to 2010, but not more than line 2a			131,137.	
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				8,963.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount — see 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				131,341.
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)	0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2007				
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)
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N/A

- 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)

- 2a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

[illegible]

- b** 85% of line 2a

- c** Qualifying distributions from Part XII,
line 4 for each year listed

- d** Amounts included in line 2c not used directly for active conduct of exempt activities

- e** Qualifying distributions made directly for active conduct of exempt activities
Subtract line 2d from line 2c

- 3 Complete 3a, b, or c for the alternative test relied upon

- a 'Assets' alternative test – enter

- (1) Value of all assets

- (2) Value of assets qualifying under section 4942(j)(3)(B)(i)

- b** 'Endowment' alternative test — enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

- c 'Support' alternative test – enter

- (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

- (2) Support from general public and 5 or more exempt organizations as provided in section 4942(i)(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 organization 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))

SEE STATEMENT 6

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

NONE

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

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

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

SEE STATEMENT 7

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

SEE STATEMENT FOR LINE 2A

- c Any submission deadlines

SEE STATEMENT FOR LINE 2A

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

SEE STATEMENT FOR LINE 2A

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)				
<i>a Paid during the year</i> SEE STATEMENT 8				
Total			3a	140,100.
<i>b Approved for future payment</i>				
Total			3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14		
4 Dividends and interest from securities			14	75,764.	
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					52,360.
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)				75,764.	52,360.
13 Total. Add line 12, columns (b), (d), and (e)				13	128,124.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

MCNEILL CHARITABLE FOUNDATION INC

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STATEMENT 1
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
RECORDKEEPING	\$ 1,659.	\$ 1,659.		
TOTAL	<u>\$ 1,659.</u>	<u>\$ 1,659.</u>		<u>\$ 0.</u>

STATEMENT 2
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
2010 990-PF BALANCE DUE	\$ 631.	\$ 631.		
FOREIGN TAX WITHHELD	1,145.	1,145.		
TOTAL	<u>\$ 1,776.</u>	<u>\$ 1,776.</u>		<u>\$ 0.</u>

STATEMENT 3
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
SOFTWARE UPGRADE	\$ 52.	\$ 52.		
TOTAL	<u>\$ 52.</u>	<u>\$ 52.</u>		<u>\$ 0.</u>

STATEMENT 4
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

CORPORATE STOCKS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
24,958.920 SHS BLDRS INDEX FDS TR EMERGI	MKT VAL	\$ 836,500.	\$ 950,186.
22,092.656 SHS CANADIAN NATURAL RESOURCE	MKT VAL	775,537.	825,603.
7,718.23 SHS DODGE & COX INTERNATIONAL	MKT VAL	395,388.	305,141.
35,831.250 SHS ROYCE VALUE FUND SERVICE	MKT VAL	438,054.	391,994.
	TOTAL	<u>\$ 2,445,479.</u>	<u>\$ 2,472,924.</u>

MCNEILL CHARITABLE FOUNDATION INC

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STATEMENT 5
FORM 990-PF, PART VIII, LINE 1
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	COMPEN- SATION	CONTRI- BUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER
GEORGE A MCNEILL 968 MARLIN DRIVE JUPITER, FL 33458	PRESIDENT 0	\$ 0.	\$ 0.	\$ 0.
MARGARET C MCNEILL 968 MARLIN DRIVE JUPITER, FL 33458	SECRETARY 0	0.	0.	0.
JANET L MCNEILL 2807 PLUMB STREET HOUSTON, TX 77005	VICE-PRESIDENT 0	0.	0.	0.
J CAMERON MCNEILL P O BOX 247 MIDDLEFIELD, MA 01243	TREASURER 0	0.	0.	0.
LAURIE M LEE 605 LEFT FORK ROAD BOULDER, CO 80302	SECRETARY 0	0.	0.	0.
KATHRYN M MATLACK 49 MEGUNTICOOK STREET CAMDEN, ME 04843	VICE-PRESIDENT 0	0.	0.	0.
	TOTAL	\$ 0.	\$ 0.	\$ 0.

STATEMENT 6
FORM 990-PF, PART XV, LINE 1A
FOUNDATION MANAGERS - 2% OR MORE CONTRIBUTORS

GEORGE A MCNEILL
MARGARET C MCNEILL

STATEMENT 7
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM:	
NAME:	MCNEILL CHARITABLE FOUNDATION
CARE OF:	GEORGE A MCNEILL
STREET ADDRESS:	968 MARLIN DRIVE
CITY, STATE, ZIP CODE:	JUPITER, FL 33458
TELEPHONE:	561-744-3952
FORM AND CONTENT:	IN WRITING VIA MAIL
SUBMISSION DEADLINES:	NONE
RESTRICTIONS ON AWARDS:	NONE

MCNEILL CHARITABLE FOUNDATION INC

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STATEMENT 8
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
JUPITER TEQUESTA ROTARY FOUNDATION P O BOX 3118 JUPITER, FL 33458	NONE	PUBLIC	FOR USE IN THE GENERAL OPERATING FUND	\$ 2,100.
JUPITER MEDICAL CENTER FDN 1210 SOUTH OLD DIXIE HIGHWAY JUPITER, FL 33458	NONE	PUBLIC	FOR USE IN THE GENERAL OPERATING FUND	3,800.
UNIVERSITY OF ALBERTA 6TH FLOOR GENERAL SERVICES BLD EDMONTON, ALBERTA T6G2E8 CANADA	NONE	PUBLIC	FOR USE IN THE MCNEILL SCHOLARSHIP FOR ENGINEERING	3,800.
LEADERSHIP INSTITUTE SPJ WOOD 1101 NORTH HIGHLAND ST ARLINGTON, VA 22201	NONE	PUBLIC	FOR USE IN THE GENERAL OPERATING FUND	2,600.
ST JOHN'S SCHOOL 2401 CLAREMONT LANE HOUSTON, TX 77019	NONE	PUBLIC	GENERAL OPERATING FUND	4,300.
TEXAS ASSOC FOR GIFTED/TALENT 406 EAST 11TH ST SUITE 310 AUSTIN, TX 78701	NONE	PUBLIC	FOR USE IN THE SCHOLARSHIP FUND	200.
RYAN SCHERBEL SCHOLARSHIP FUND P O BOX 969 WILLIS, TX 77378	NONE	PUBLIC	FOR USE IN THE SCHOLARSHIP FUND	250.
ASHWOOD WALDORF SCHOOL 180 PARK STREET ROCKPORT, ME 04856	NONE	PUBLIC	GENERAL OPERATING FUND	5,000.
GEORGE MASON UNIVERSITY FOUND 3301 NORTH FAIRFAX DRIVE ARLINGTON, VA 22201	NONE	PUBLIC	SUPPORT THE MERCATUS CENTER	2,400.
ROTARY CLUB INT'L FOUNDATION 1560 SHERMAN AVE EVANSTON, IL 60201	NONE	PUBLIC	FOR USE IN THE POLIO PLUS PROGRAM	2,800.

MCNEILL CHARITABLE FOUNDATION INC

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STATEMENT 8 (CONTINUED)
 FORM 990-PF, PART XV, LINE 3A
 RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
UT HOUSTON MEDICAL SCHOOL 6431 FANNIN ROOM 1246 HOUSTON, TX 77030	NONE	PUBLIC	CONTINUE MEDICAL RESEARCH AT THE HEALTH SCIENCE CENTER	\$ 9,600.
PACIFIC LEGAL FOUNDATION 3900 LENNANE DR, SUITE 200 SACRAMENTO, CA 95834	NONE	PUBLIC	USED IN GENERAL OPERATING FUND	900.
THE HERITAGE FOUNDATION 214 MASSACHUSETTS AVE NE WASHINGTON, DC 20002	NONE	PUBLIC	FOR USE IN THE GENERAL OPERATING FUND	2,400.
DEPRESSIVE BI-POLAR SUPPORT 3800 BUFFALO SPEEDWAY SUITE 300 HOUSTON, TX 77098	NONE	PUBLIC	TO HELP SUPPORT GROUPS FOR DEPRESSION SUFFERERS	650.
WATERCOLOR ART SOCIETY HOUSTON 1601 W ALABAMA STREET HOUSTON, TX 77006	NONE	PUBLIC	TO PROMOTE WATERCOLOR ART CLASSES	1,000.
GEORGES RIVER LAND TRUST 8 NORTH MAIN ST SUITE 299 ROCKLAND, ME 04841	NONE	PUBLIC	SUPPORT THE STRATEGIC PLAN	1,100.
PENOBSCOT BAY YMCA P O BOX 840 ROCKPORT, ME 04856	NONE	PUBLIC	GENERAL OPERATING FUND	500.
UNIVERSITY OF ALBERTA HOSPITAL EDMONTON, ALBERTA P6G2RC CANADA	NONE	PUBLIC	MCNEILL ENDOWMENT FOR RESEARCH	4,800.
PLANNED PARENTHOOD OF HOUSTON 3601 HOUSTON, TX 77004	NONE	PUBLIC	GENERAL OPERATING FUND	900.
HOUSTON CENTER FOR CONTEMPORAR 4848 MAIN STREET HOUSTON, TX 77002	NONE	PUBLIC	GENERAL OPERATING FUND	450.
USA WATER SKI 1251 HOLY COW ROAD POLK CITY, FL 33868	NONE	PUBLIC	GENERAL OPERATING FUND	10,300.

MCNEILL CHARITABLE FOUNDATION INC

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STATEMENT 8 (CONTINUED)
 FORM 990-PF, PART XV, LINE 3A
 RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
ROCKEY MTN PEACE & JUSTICE CEN P O BOX 1156 BOULDER, CO 80306	NONE	PUBLIC	GENERAL OPERATING	\$ 3,000.
FDN FOR THE PEOPLE OF BURMA 225 BUSH STREET SUITE 590 SAN FRANCISCO, CA 94101	NONE	PUBLIC	GENERAL OPERATING FUND	9,200.
RAGGED MOUNTAIN SKI PATROL 20 BARNESTOWN ROAD CAMDEN, ME 04843	NONE	PUBLIC	GENERAL OPERATING FUND	5,000.
PORTLAND FIREFIGHTERS CHILDREN 380 CONGRESS STREET PORTLAND, ME 04101	NONE	PUBLIC	GENERAL OPERATING FUND	2,000.
GEORGETOWN UNIVERSITY 2115 WISCONSIN AVE NW, SUITE 500 WASHINGTON, DC 20073	NONE	PUBLIC	GENERAL OPERATING	1,500.
ART LEAGUE HOUSTON 1953 MONTROSE BLVD HOUSTON, TX 77006	NONE	PUBLIC	GENERAL OPERATING	300.
KUHT - PBS TELEVISION 4343 ELGIN ST HOUSTON, TX 77204	NONE	PUBLIC	GENERAL OPERATING FUND	950.
KUHF - PBS RADIO 4343 ELGIN ST HOUSTON, TX 77204	NONE	PUBLIC	GENERAL OPERATING FUND	900.
ROCKY MOUNTAIN VIPASSANA ASSOC P O BOX 17882 BOULDER, CO 80308	NONE	PUBLIC	GENERAL OPERATING	1,000.
WEST SPRINGFIELD ROTARY P O BOX 66 WEST SPRINGFIELD, MA 01090	NONE	PUBLIC	GENERAL OPERATING	2,300.
UNIVERSITY OF VA ENGINEERING FOUNDATION PO BOX 400256 CHARLOTTESVILLE, VA 22904	NONE	PUBLIC	GENERAL OPERATING FUND	4,750.
HOUSTON FOOD BANK 3811 EASTEX FWY HOUSTON, TX 77026	NONE	PUBLIC	GENERAL OPERATING FUND	4,000.

MCNEILL CHARITABLE FOUNDATION INC

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STATEMENT 8 (CONTINUED)
 FORM 990-PF, PART XV, LINE 3A
 RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
UNIVERSITY OF VIRGINIA PARENTS FUND PO BOX 400314 CHARLOTTESVILLE, VA 22904	NONE	PUBLIC	GENERAL OPERATING	\$ 250.
GUATEMALAN TOMORROW FUND PO BOX 3636 TEQUESTA, FL 33469	NONE	PUBLIC	GENERAL OPERATING	3,500.
GULF STREAM COUNCIL INC 8335 NORTH MILITARY TRAIL PALM BEACH GARDENS, FL 33410	NONE	PUBLIC	GENERAL OPERATING	4,300.
BELLAIRE HIGH SCHOOL 5100 MAPLE STREET BELLAIRE, TX 77401	NONE	PUBLIC	GENERAL OPERATING FUND	400.
THE MERCER SOCIETY 22306 ALDINE WESTFIELD ROAD HUMBLE, TX 77338	NONE	PUBLIC	GENERAL OPERATING	350.
MYANMAR CHILDREN'S FOUNDATION 648 LAKE TERRACE CIRCLE DAVIS, CA 95616	NONE	PUBLIC	GENERAL OPERATING FUND	5,300.
FIDELITY GIFT FUND P O BOX 770001 CINCINNATI, OH 45277	NONE	PUBLIC	GENERAL OPERATING FUND	2,300.
THIRST AID 2855 CALKINS PLACE BROOMFIELD, CO 80020	NONE	PUBLIC	WATER FOR CYCLONE VICTIMS	5,000.
MCDONOUGH SCHOOL OF BUSINESS 3300 WHITEHAVEN ST NW WASHINGTON, DC 20007	NONE	PUBLIC	GENERAL OPERATING FUND	600.
HOUSTON SPCA 900 PORTWAY DRIVE HOUSTON, TX 77024	NONE	PUBLIC	GENERAL OPERATING FUND	200.
YOUNG TEXANS AGAINST CANCER - HOUSTON P O BOX 229116 HOUSTON, TX 77227	NONE	PUBLIC	GENERAL OPERATING FUND	100.

MCNEILL CHARITABLE FOUNDATION INC

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STATEMENT 8 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
MUSEUM OF FINE ARTS - HOUSTON P O BOX 6826 HOUSTON, TX 77265	NONE	PUBLIC	GENERAL OPERATING	\$ 100.
UNITED WAY OF GREATER HOUSTON 50 WAUGH DRIVE HOUSTON, TX 77007	NONE	PUBLIC	GENERAL OPERATING	350.
MILE HIGH CHURCH 9077 W ALAMEDA AVENUE LAKEWOOD, CO 80226	NONE	PUBLIC	GENERAL OPERATING	2,000.
CFACT GLOBAL WARMING RESEARCH P O BOX 65722 WASHINGTON, DC 20006	NONE	PUBLIC	GENERAL OPERATING	1,200.
COMPETITIVE ENTERPRISE INSTITUTE 1899 L STREET WASHINGTON, DC 20036	NONE	PUBLIC	GENERAL OPERATING	1,200.
JUDICAL WATCH 425 3RD STREET WASHINGTON, DC 20024	NONE	PUBLIC	GENERAL OPERATING	600.
HILLSDALE COLLEGE 33 EAST COLLEGE STREET HILLSDALE, MI 49242	NONE	PUBLIC	GENERAL OPERATING	1,900.
FAU FOUNDATION, INC 777 GLADES ROAD BOCA RATON, FL 33458	NONE	PUBLIC	GENERAL OPERATING	1,900.
KUVO RADIO P O BOX 2040 DENVER, CO 80201	NONE	PUBLIC	GENERAL OPERATION	300.
PLANNED PARENTHOOD FEDERATION OF AMERICA 434 WEST 33RD STREET NEW YORK, NY 10001	NONE	PUBLIC	GENERAL OPERATING	500.
PLANNED PARENTHOOD - GULF COAST INC 4600 GULF FREEWAY HOUSTON, TX 77023	NONE	PUBLIC	GENERAL OPERATING	2,000.

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FEDERAL STATEMENTS

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MCNEILL CHARITABLE FOUNDATION INC

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STATEMENT 8 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

<u>NAME AND ADDRESS</u>	<u>DONEE RELATIONSHIP</u>	<u>FOUND- ATION STATUS</u>	<u>PURPOSE OF GRANT</u>	<u>AMOUNT</u>
KUHA 91.7 P O BOX 4878 HOUSTON, TX 77210	NONE	PUBLIC	GENERAL OPERATING	\$ 400.
FIRST UNIVERSALIST CHURCH - ROCKLAND 345 BROADWAY ROCKLAND, ME 04841	NONE	PUBLIC	GENERAL OPERATING	10,600.
TOTAL \$				<u>140,100.</u>