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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

2011**For calendar year 2011 or tax year beginning** 3/1/2011 **, and ending** 2/29/2012

Name of foundation Community Foundation of Ardmore, Inc.		A Employer identification number 20-0514419
Number and street (or P O box number if mail is not delivered to street address) PO Box 2597		B Telephone number (see instructions) (580) 223-3883
City or town, state, and ZIP code Ardmore OKLAHOMA 73401		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 11,473,783		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
J Accounting method: <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input checked="" type="checkbox"/> Other (specify) <u>Modified Cash</u>		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	0	0		
	4 Dividends and interest from securities	160,454	160,454		
	5 a Gross rents		0		
	b Net rental income or (loss)	0			
	6 a Net gain or (loss) from sale of assets not on line 10	61,987			
	b Gross sales price for all assets on line 6a	2,339,206			
	7 Capital gain net income (from Part IV, line 2)		61,987		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10 a Gross sales less returns and allowances	0			
b Less Cost of goods sold	0				
c Gross profit or (loss) (attach schedule)	0				
11 Other income (attach schedule)	0	0	0		
12 Total. Add lines 1 through 11	222,441	222,441	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	50,183	10,037		40,146
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)	1,387	0	0	1,387
	b Accounting fees (attach schedule)	0	0	0	0
	c Other professional fees (attach schedule)	11,093	11,093	0	0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	0	0	0	0
	19 Depreciation (attach schedule) and depletion	0	0	0	
	20 Occupancy	6,137	1,227		4,910
	21 Travel, conferences, and meetings	51	10		41
	22 Printing and publications	695			695
	23 Other expenses (attach schedule)	32,001	6,400	0	25,601
	24 Total operating and administrative expenses. Add lines 13 through 23	101,547	28,767	0	72,780
	25 Contributions, gifts, grants paid	430,437			430,437
26 Total expenses and disbursements. Add lines 24 and 25	531,984	28,767	0	503,217	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-309,543				
b Net investment income (if negative, enter -0-)		193,674			
c Adjusted net income (if negative, enter -0-)			0		

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 (c) Fair Market Value	
Assets	1 Cash—non-interest-bearing	36,795	25,501	25,501
	2 Savings and temporary cash investments	142,243	-111,134	-111,134
	3 Accounts receivable ▶ 1,039			
	Less: allowance for doubtful accounts ▶ 0	0	1,039	1,039
	4 Pledges receivable ▶ 0			
	Less: allowance for doubtful accounts ▶ 0	0	0	0
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)	0	0	0
	7 Other notes and loans receivable (attach schedule) ▶ 0			
	Less: allowance for doubtful accounts ▶ 0	0	0	0
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments—U S and state government obligations (attach schedule)	1,889,344	1,823,026	1,865,284
	b Investments—corporate stock (attach schedule)	8,075,385	7,402,373	8,286,424
	c Investments—corporate bonds (attach schedule)	706,376	1,399,796	1,406,669
	11 Investments—land, buildings, and equipment basis ▶ 0			
Less: accumulated depreciation (attach schedule) ▶ 0	0	0	0	
12 Investments—mortgage loans				
13 Investments—other (attach schedule)	0	0	0	
14 Land, buildings, and equipment basis ▶ 0				
Less: accumulated depreciation (attach schedule) ▶ 0	0	0	0	
15 Other assets (describe ▶)	0	0	0	
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	10,850,143	10,540,601	11,473,783	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons	0	0	
	21 Mortgages and other notes payable (attach schedule)	0	0	
	22 Other liabilities (describe ▶)	0	0	
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	10,850,143	10,540,601	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0	0	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
30 Total net assets or fund balances (see instructions)	10,850,143	10,540,601		
31 Total liabilities and net assets/fund balances (see instructions)	10,850,143	10,540,601		

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	10,850,143
2 Enter amount from Part I, line 27a	2	-309,543
3 Other increases not included in line 2 (itemize) ▶ Dollar Rounding	3	1
4 Add lines 1, 2, and 3	4	10,540,601
5 Decreases not included in line 2 (itemize) ▶	5	0
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	10,540,601

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a Publicly Traded Securities				
b Mutual Fund Distributions				
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 2,285,000	0	2,277,219	7,781	
b 54,206	0	0	54,206	
c 0	0	0	0	
d 0	0	0	0	
e 0	0	0	0	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) FMV 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 0	0	0	7,781	
b 0	0	0	54,206	
c 0	0	0	0	
d 0	0	0	0	
e 0	0	0	0	
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	61,987	
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 (col. (b) divided by col. (c))
2010	577,916	10,844,614	0.053291
2009	531,942	9,976,762	0.053318
2008	656,533	11,030,566	0.059519
2007	593,095	13,145,237	0.045119
2006	428,035	12,339,800	0.034687
2 Total of line 1, column (d)		2	0.245934
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	0.049187
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5		4	11,123,482
5 Multiply line 4 by line 3		5	547,131
6 Enter 1% of net investment income (1% of Part I, line 27b)		6	1,937
7 Add lines 5 and 6		7	549,068
8 Enter qualifying distributions from Part XII, line 4 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.		8	503,217

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 <input type="checkbox"/> 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 <input type="checkbox"/> and enter 1% of Part I, line 27b		1	3,873	
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	3,873	
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4		
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	3,873	
6 Credits/Payments				
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	4,899		
b Exempt foreign organizations—tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c	0		
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d	7	4,899		
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	0		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,026		
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax <input type="checkbox"/> 1,026 Refunded <input type="checkbox"/>	11	0		

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 page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
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? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> OK		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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 ▶ NONE	13		X
14	The books are in care of ▶ Jean Hattensty, CPA Telephone no. ▶ (580) 223-3883 Located at ▶ 333 West Main, Suite 241 Ardmore OK ZIP+4 ▶ 73401			
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.**

		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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 ▶ <input type="checkbox"/>	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)	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 ▶ 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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

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

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945–5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**6b**

X

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? 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**7b****b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?**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 Attached Schedule	.00	50,183	0	0
	.00	0	0	0
	.00	0	0	0
	.00	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		0
.....		0
.....		0
.....		0
.....		0
.....		0
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 none	
2	
All other program-related investments See instructions	
3	0
Total. Add lines 1 through 3 ▶	0

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	11,279,307
b	Average of monthly cash balances	1b	13,568
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	11,292,875
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	11,292,875
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	169,393
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	11,123,482
6	Minimum investment return. Enter 5% of line 5	6	556,174

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	556,174
2a	Tax on investment income for 2011 from Part VI, line 5	2a	3,873
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	0
c	Add lines 2a and 2b	2c	3,873
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	552,301
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	552,301
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	552,301

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	503,217
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	503,217
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	503,217

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				552,301
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			324,683	
b Total for prior years 20 07 , 20 08 , 20 09				
3 Excess distributions carryover, if any, to 2011				
a From 2006	0			
b From 2007	0			
c From 2008	0			
d From 2009	0			
e From 2010	0			
f Total of lines 3a through e	0			
4 Qualifying distributions for 2011 from Part XII, line 4: ► \$ 503,217				
a Applied to 2010, but not more than line 2a			324,683	
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				178,534
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				
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				373,767
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
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	0			
b Excess from 2008	0			
c Excess from 2009	0			
d Excess from 2010	0			
e Excess from 2011	0			

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 Attached Schedule				430,437
Total			▶ 3a	430,437
b Approved for future payment See Attached Schedule				32,101
Total			▶ 3b	32,101

Line 16a (990-PF) - Legal Fees

		1,387	0	0	1,387
	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	Thompson Cawley Veazey & Burns	264			264
2	McAfee & Taft	1,123			1,123
3					
4					
5					
6					
7					
8					
9					
10					

Line 16c (990-PF) - Other Fees

		11,093	11,093	0	0
	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	JP Morgan/Chase - Custodial Trustee	5,657	5,657		
2	Ellwood Associates - Investment Advisor	5,436	5,436		
3					
4					
5					
6					
7					
8					
9					
10					

Line 23 (990-PF) - Other Expenses

		32,001	6,400	0	25,601
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1					
2	Leased Employee Expense	32,001	6,400		25,601
3					
4					
5					
6					
7					
8					
9					

Community Foundation of Ardmore, Inc
2011 Form 990 PF
PART II

20-0514419

Security	Shares	Cost Basis	Market Value
LINE 10a			
Government Agency Obligations			
FFCB 2013-10/7 3.875%	425,000.00	433,832.82	448,978.50
FHLB Cons Bd 2014-3/28 1.45%	150,000.00	150,000.00	150,130.50
FHLB Cons Bd 2015-9/11 2.875%	200,000.00	200,000.00	214,180.00
FHLMC 2012-12/28 .75%	150,000.00	150,040.88	150,667.50
FHLMC 2014-12/09 2.52%	375,000.00	390,178.52	395,096.25
FHLMC 2015-9/10 1.75%	150,000.00	148,973.31	156,094.50
FNMA MTN 2016-9/1 3%	200,000.00	200,000.00	200,000.00
FNMA MTN 2016-9/15 2.8%	150,000.00	150,000.00	150,136.50
TOTAL Government Agency Obligations		1,823,025.53	1,865,283.75
LINE 10b			
Mutual Funds			
DFA EMERGING MKTS VAL-INST fD#0095	11,702.46	413,448.52	366,989.08
HARBOR CAPITAL APPRECIATION FUND	57,992.06	1,861,545.26	2,437,986.37
INTECH RISK MANAGED VAL FD#1126	222,923.18	2,277,749.07	2,255,982.61
JANUS PERKINS MID CAP VALUE FD INV	33,667.61	722,568.20	739,677.46
ROYCE FD VALU PLUS INVT	52,219.51	558,748.78	718,540.49
TEMPLETON INST FOREIGN SM CO FD#0458	23,433.22	403,002.15	407,738.03
THORNBURG INVT TR INTL VALUE FD I	49,599.04	1,165,310.74	1,359,509.63
TOTAL Mutual Funds		7,402,372.72	8,286,423.67
LINE 10c			
Corporate Obligations			
Aflac Inc 2017-2/15 2.65%	195,000.00	198,900.00	198,032.25
Barclays Bank PLC 2016-9/22 @5%	150,000.00	158,931.67	161,503.50
Gen Elec Cap Corp 2015-11/9 2.25%	200,000.00	199,910.93	205,708.00
Goldman Sachs 5.625% 2017/01/15	150,000.00	159,458.77	158,055.00
JP Morgan Chase & Co 2013-1/2 5.75%	275,000.00	284,794.48	285,785.50
Masco Corp 2012-7/15 5.875%	200,000.00	200,213.10	201,984.00
Wells Fargo & Co 2016-12/15 2.625%	190,000.00	197,586.81	195,601.20
TOTAL Corporate Obligations		1,399,795.76	1,406,669.45
TOTAL Investments		10,625,194.01	11,558,376.87

Community Foundation of Ardmore, Inc
2011 Form 990 PF
PART VIII

20-0514419

Name and Address	Title/Time Devoted Per Week	Compens- ation	Contrib. to EP	Expense Account
Larry A. Pulliam 333 West Main, Suite 210 Ardmore, OK	President & CEO 9	50,183	0	0
Charles F. Williams 333 West Main, Suite 210 Ardmore, OK	Chairman & Trustee 1 Hour	0	0	0
Samuel J. Veazey 333 West Main, Suite 210 Ardmore, OK	Secy/Treas & Trustee 1 Hour	0	0	0
J. Robert Dexter 333 West Main, Suite 210 Ardmore, OK	Vice Chairman & Trustee 1 Hour	0	0	0
Bill Goddard 333 West Main, Suite 210 Ardmore, OK	Trustee 0.5 Hours	0	0	0
Keith R. Gray 333 West Main, Suite 210 Ardmore, OK	Trustee 0.5 Hours	0	0	0
Milliard Ingram 333 West Main, Suite 210 Ardmore, OK	Trustee 0.5 Hours	0	0	0
Leon Simms 333 West Main, Suite 210 Ardmore, OK	Trustee 0.5 Hours	0	0	0
Alison Smalley 333 West Main, Suite 210 Ardmore, OK	Trustee 1 Hour	0	0	0
Mary K. Wilson 333 West Main, Suite 210 Ardmore, OK	Trustee 0.5 Hours	0	0	0
Total		50,183	0	0

Name	Address	Purpose	Amount
ALL RECIPIENTS ARE 501(c)(1) or 501(c)(3) PUBLIC CHARITIES			
Arbuckle Life Solutions, Inc.	9 10th Avenue, NW	Extended Outpatient Program	10,000.00
Ardmore Christian School Inc	PO Box 1964	Property Purchase	25,000.00
Ardmore Day Nursery Inc	320 D Street NW	Furniture	5,000.00
Ardmore Parks & Recreation Dept	PO Box 249	Water Park Scholarships Summer 2011	5,000.00
Ardmore Parks & Recreation Dept	PO Box 249	2011 Central Park Christmas Lighting	10,000.00
Ardmore Regional Park Trust Authority	PO Box 249	Park Trail Project	22,448.00
Ardmore Soup Kitchen Inc	2207 Ridgeway	2012 Operating Support	10,000.00
Boys & Girls Club of Wilson Inc.	532 Birch Street	2011 Operating Support	15,000.00
Broadway House, Inc.	221 2nd Ave, NW	2011 Operating Support	20,000.00
C/SARA Foundation Inc.	PO Box 1396	2012 Operating Support	10,000.00
Carter County CASA Inc	20 B Street SW, Suite 401	2012 Operating Support	13,333.00
City of Ardmore	PO Box 249	Car Seat Installation & Giveaway	12,500.00
Communities In Schools of Ardmore, OK	10 W. Main, Suite 606	2011 Summer of Service Program	15,000.00
Community Activities, Inc. of Ardmore	PO Box 2597	Central Park Maintenance	9,000.00
Family Shelter of Southern Oklahoma	PO Box 1408	Children's Trauma Counseling	12,500.00
Goddard Youth Foundation	RR 1 Box 276	Capital Improvements	35,000.00
Good Shepherd Medical/Dental Clinic Fndtn	20 12th Ave, NW	Relocation Project	36,761.00
Good Shepherd Medical/Dental Clinic Fndtn	20 12th Ave, NW	Dental Program	25,113.00
H F V Wilson Community Center	PO Box 502	2011 Summer Camp	15,000.00
Hardy Murphy Coliseum Trust Authority	PO Box 621	Roof & Other Repairs	25,000.00
Hickory Creek Child Center, Inc	1408 4th Ave NW	Playground Equipment	6,500.00
New Dimension Literacy Council Inc	1193 Tumbleweed Rd	Operating Support	5,282.00
Oak Hall	PO Box 1807	Scholarships	10,000.00
Oklahoma Foundation For Excellence	120 North Robinson #1420-W	Teacher Scholarship for Prof Dev(Carter Co)	10,000.00
Reading Room, Inc.	PO Box 1807	FYE 7/31/12 Reading Therapist Salaries	15,000.00
Salvation Army-Ardmore OK Corps	PO Box 1483	2011 Summer Youth Camp	2,000.00
YMCA of Ardmore, Oklahoma	920 15th Ave, NW	2012 Operating Support	40,000.00
YW8, Inc.	7 West Broadway	FYE 6/30/12 Operating Support	10,000.00
			<u>430,437.00</u>

Name	Address	Purpose	Amount
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ALL RECIPIENTS ARE 501(c)(1) or 501(c)(3) PUBLIC CHARITIES

Ardmore Christian School Inc	PO Box 1964	Ardmore, OK 73402	25,000
Ardmore Regional Park Trust Authority	PO Box 249	Ardmore, OK 73402	7,101
			<u>32,101</u>