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Form 990-PF

Department of the Treasury
Internal Revenue ServiceReturn of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

OMB No 1545-0052

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

MAY 1, 2011

, and ending

APR 30, 2012

Name of foundation

THAGARD FOUNDATION

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

215 E. COMMONWEALTH AVENUE

Room/suite

A

City or town, state, and ZIP code

FULLERTON, CA 92832-1957

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

H 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, col. (c), line 16)J Accounting method Cash Accrual
 Other (specify) _____

► \$ 3750945. (Part I, column (d) must be on cash basis.)

A Employer identification number

95-6225425

B Telephone number

714-738-7349

C If exemption application is pending, check here ► D 1. Foreign organizations, check here ► 2 Foreign organizations meeting the 85% test,
check here and attach computation ► E If private foundation status was terminated
under section 507(b)(1)(A), check here ► F If the foundation is in a 60-month termination
under section 507(b)(1)(B), check here ►

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))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	28.	28.		STATEMENT 1
	4 Dividends and interest from securities	249167.	249167.		STATEMENT 2
Revenue	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	365605.			
	b Gross sales price for all assets on line 6a	2072376.			
	7 Capital gain net income (from Part IV, line 2)		365605.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 Total. Add lines 1 through 11	614800.	614800.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	75000.	20000.		55000.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees				
	c Other professional fees				
	17 Interest				
	18 Taxes	5035.	0.		0.
	19 Depreciation and depletion				
	20 Occupancy	3000.	1500.		1500.
	21 Travel, conferences, and meetings	1399.	699.		700.
	22 Printing and publications				
	23 Other expenses	617.	516.		101.
RECEIVED SEP 24 2012 OCT 1 2012 2012 2012	24 Total operating and administrative expenses (Add lines 13 through 23)	85051.	22715.		57301.
	25 Contributions, gifts, grants paid	195000.			195000.
	26 Total expenses and disbursements (Add lines 24 and 25)	280051.	22715.		252301.
	27 Subtract line 26 from line 12	334749.			
	a Excess of revenue over expenses and disbursements				
OCDEN, UT	b Net investment income (if negative, enter -0-)		592085.		
	c Adjusted net income (if negative, enter -0-)			N/A	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	22156.	14388.	14388.
	2	Savings and temporary cash investments	66724.	19649.	19649.
	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			
	7	Other notes and loans receivable ►			
		Less allowance for doubtful accounts ►			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges	2240.	5040.	5040.
	10a	Investments - U S and state government obligations	597268.		
	b	Investments - corporate stock			
	c	Investments - corporate bonds	2572973.	3557033.	3711868.
	11	Investments - land, buildings, and equipment basis ►			
		Less accumulated depreciation ►			
	12	Investments - mortgage loans			
	13	Investments - other			
	14	Land, buildings, and equipment basis ►			
		Less accumulated depreciation ►			
	15	Other assets (describe ►)			
	16	Total assets (to be completed by all filers)	3261361.	3596110.	3750945.
Liabilities	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			
	22	Other liabilities (describe ►)			
	23	Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	2342562.	2342562.	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	918799.	1253548.	
	30	Total net assets or fund balances	3261361.	3596110.	
	31	Total liabilities and net assets/fund balances	3261361.	3596110.	

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	3261361.
2	Enter amount from Part I, line 27a	2	334749.
3	Other increases not included in line 2 (itemize) ►	3	0.
4	Add lines 1, 2, and 3	4	3596110.
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	3596110.

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					
b	SEE ATTACHED STATEMENT				
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	2072376.	1706771.	365605.		
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
(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			
a					
b					
c					
d					
e			365605.		
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	365605.	
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) If (loss), enter -0- in Part I, line 8			3	N/A	

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

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

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

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

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

1 Enter the appropriate amount in each column for each year, see 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	247852.	3750510.	.066085
2009	189019.	3577741.	.052832
2008	189100.	3429827.	.055134
2007	190073.	3503958.	.054245
2006	181166.	3461457.	.052338

2 Total of line 1, column (d)

2 .280634

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 .056127

4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5

4 3761984.

5 Multiply line 4 by line 3

5 211149.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 5921.

7 Add lines 5 and 6

7 217070.

8 Enter qualifying distributions from Part XII, line 4

8 252301.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1	Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)	1	5921.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" 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-)			
3 Add lines 1 and 2	2	0.	
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	3	5921.	
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	4	0.	
6 Credits/Payments	5	5921.	
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	5040.	
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	5040.	
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	7.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	888.	
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 ►	Refunded ►	11	

Part VII-A Statements Regarding Activities

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? 1a

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see 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

c Did the foundation file Form 1120-POL for this year?

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

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*

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?
b If "Yes," has it filed a tax return on Form 990-T for this year?

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?
If "Yes," attach the statement required by General Instruction T.

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?

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 XIV.

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► CA

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 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 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

	Yes	No
1a	<input checked="" type="checkbox"/>	
1b	<input checked="" type="checkbox"/>	
1c	<input checked="" type="checkbox"/>	
2	<input checked="" type="checkbox"/>	
3	<input checked="" type="checkbox"/>	
4a	<input checked="" type="checkbox"/>	
4b	<input type="checkbox"/>	
5	<input checked="" type="checkbox"/>	
6	<input checked="" type="checkbox"/>	
7	<input checked="" type="checkbox"/>	
8b	<input checked="" type="checkbox"/>	
9	<input checked="" type="checkbox"/>	
10	<input checked="" type="checkbox"/>	

Part VII-A Statements Regarding Activities (continued)

11		X
12		X
13	X	
14	RICHARD L. O'CONNOR	Telephone no ► 714-738-7349
	Located at ► 215 E. COMMONWEALTH AVE, SUITE A, FULLERTON, CA	ZIP+4 ► 92832-1957
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 ► <input type="checkbox"/>	
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? ► <input type="checkbox"/> See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ► <input type="checkbox"/>	

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.

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 type="checkbox"/> Yes	<input checked="" 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)?	N/A	
Organizations relying on a current notice regarding disaster assistance check here ►	<input type="checkbox"/>	
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?		
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 ► _____, _____, _____, _____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► _____, _____, _____, _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<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)	N/A	
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?	<input type="checkbox"/> 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	<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)?	<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)?	N/A	<input type="checkbox"/> Yes <input type="checkbox"/> No	
Organizations relying on a current notice regarding disaster assistance check here		► <input type="checkbox"/>	
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	<input type="checkbox"/> Yes <input type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.**

(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 6		75000.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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

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Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**
3 Five highest-paid independent contractors for professional services. 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**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2		Amount
1		
2		
All other program-related investments. See instructions		
3	N/A	0.
Total. Add lines 1 through 3 ►		0.

Form 990-PF (2011)

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	3614706.	
b Average of monthly cash balances	1b	204567.	
c Fair market value of all other assets	1c		
d Total (add lines 1a, b, and c)	1d	3819273.	
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	3819273.	
4 Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	57289.	
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3761984.	
6 Minimum investment return. Enter 5% of line 5	6	188099.	

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	188099.	
2a Tax on investment income for 2011 from Part VI, line 5	2a	5921.	
b Income tax for 2011 (This does not include the tax from Part VI)	2b		
c Add lines 2a and 2b	2c	5921.	
3 Distributable amount before adjustments Subtract line 2c from line 1	3	182178.	
4 Recoveries of amounts treated as qualifying distributions	4	0.	
5 Add lines 3 and 4	5	182178.	
6 Deduction from distributable amount (see instructions)	6	0.	
7 Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	182178.	

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	252301.	
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		
4 Qualifying distributions Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	252301.	
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	5	5921.	
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	246380.	

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				182178.
2 Undistributed income, if any, as of the end of 2011			0.	
a Enter amount for 2010 only				
b Total for prior years		0.		
2009, 2008, 2007				
3 Excess distributions carryover, if any, to 2011				
a From 2006	11711.			
b From 2007	18611.			
c From 2008	20673.			
d From 2009	14594.			
e From 2010	70376.			
f Total of lines 3a through e	135965.			
4 Qualifying distributions for 2011 from Part XII, line 4 ► \$ 252301.			0.	
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2011 distributable amount				182178.
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))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	206088.			
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 instr				0.
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)			0.	
8 Excess distributions carryover from 2006 not applied on line 5 or line 7		11711.		
9 Excess distributions carryover to 2012 Subtract lines 7 and 8 from line 6a		194377.		
10 Analysis of line 9				
a Excess from 2007	18611.			
b Excess from 2008	20673.			
c Excess from 2009	14594.			
d Excess from 2010	70376.			
e Excess from 2011	70123.			

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
a Paid during the year				
APHASIA CENTER OF WEST TEXAS 5214 THOMASON DRIVE MIDLAND, TX 79703	NONE	501(C)(3) EXEMPT	PROVIDE CHARITABLE BENEFITS	5000.
ASSISTANCE LEAGUE OF SADDLEBACK VALLEY 26111 ANTONIO PARKWAY, #500 RANCHO SANTA MARGARITA, CA 92688	NONE	501(C)(3) EXEMPT	PROVIDE CHARITABLE BENEFITS	5000.
CALIFORNIA YOUTH SERVICES 23282 MILL CREEK DR., #100E LAGUNA HILLS, CA 92653	NONE	501(C)(3) EXEMPT	PROVIDE CHARITABLE BENEFITS	5000.
CENTER FOR NEUROLOGICAL STUDY 9850 GENESEE AVE, STE 320 LA JOLLA, CA 92037	NONE	501(C)(3) EXEMPT	PROVIDE CHARITABLE BENEFITS	20000.
CHILDRENS HOSPITAL OF ORANGE COUNTY 455 S. MAIN STREET ORANGE, CA 928683835	NONE	501(C)(3) EXEMPT	PROVIDE CHARITABLE BENEFITS	5000.
Total	SEE CONTINUATION SHEET(S)			► 3a 195000.
b Approved for future payment				
NONE				
Total				► 3b 0.

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
	(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	28.	
4 Dividends and interest from securities			14	249167.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	365605.	
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.		614800.	0.
13 Total. Add line 12, columns (b), (d), and (e)				13	614800.
(See worksheet in line 13 instructions to verify calculations)					

Relationship of Activities to the Accomplishment of Exempt Purposes

23704072 709041 23704072

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THAGARD FOUNDATION

95-6225425

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
BANK OF AMERICA	7.
DEPOSIT SWEEP OPTION AND MONEY MARKET FUNDS AT BROKERAGE	21.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	28.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CORPORATE BONDS AT BROKERAGE	183758.	0.	183758.
U.S. TREASURY BILLS	65409.	0.	65409.
TOTAL TO FM 990-PF, PART I, LN 4	249167.	0.	249167.

FORM 990-PF TAXES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
STATE OF CALIFORNIA	10.	0.		0.
INTERNAL REVENUE SERVICE	5025.	0.		0.
TO FORM 990-PF, PG 1, LN 18	5035.	0.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK AND OTHER SERVICE CHARGES	366.	366.		0.
ATTORNEY GENERAL OF CALIFORNIA, FORM RRF-1 FEE	150.	150.		0.
OFFICE SUPPLIES	101.	0.		101.
TO FORM 990-PF, PG 1, LN 23	617.	516.		101.

23704072 709041 23704072

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THAGARD FOUNDATION

95-6225425

FORM 990-PF

CORPORATE BONDS

STATEMENT

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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS AT BROKER	3557033.	3711868.
TOTAL TO FORM 990-PF, PART II, LINE 10C	3557033.	3711868.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT

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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
RAY G. THAGARD 14 KINGSPORT DR NEWPORT COAST, CA 926571502	TRUSTEE 0.50	5000.	0.	0.
BELLE L. ELLIS 19 LAKES DR MIDLAND, TX 797051929	TRUSTEE 0.50	5000.	0.	0.
RICHARD L. O'CONNOR 58 LINDA ISLE NEWPORT BEACH, CA 926607207	TRUSTEE 4.00	29000.	0.	0.
WILLIAM N. RATKOVIC 24192 VIA MADRUGADA MISSION VIEJO, CA 926921907	TRUSTEE 2.50	11000.	0.	0.
JOHN C. BAGWELL 507 ELECTRIC AVE SEAL BEACH, CA 907406177	TRUSTEE 0.50	5000.	0.	0.
RAYMOND G. THAGARD, JR 19062 SAN RAMON CIRCLE VILLA PARK, CA 928612314	TRUSTEE 0.50	5000.	0.	0.
GEORGE F. THAGARD III 23751 VIA ROBLE COTO DE CAZA, CA 926794010	TRUSTEE 0.50	5000.	0.	0.
EDWARD OLIVAREZ 16962 CORAL CAY LANE HUNTINGTON BEACH, CA 926492911	TRUSTEE 0.50	5000.	0.	0.

23704072 709041 23704072

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THAGARD FOUNDATION

KIRK A. VANMATRE
1585 NORTH WHITE ALDER CIRCLE
ORANGE, CA 92869

TRUSTEE

0.50

5000.

0.

0.

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

75000.

0.

0.

23704072 709041 23704072

THAGARD FOUNDATION

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FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT

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NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

RICHARD L. O'CONNOR
215 E. COMMONWEALTH AVE, SUITE A
FULLERTON, CA 928321957

TELEPHONE NUMBER

714-738-7349

FORM AND CONTENT OF APPLICATIONS

NO SPECIAL FORM, BUT INFORMATION SUBMITTED SHOULD BE SUFFICIENT TO DETERMINE PURPOSE OF REQUEST.

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

NONE

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
CONCORDIA UNIVERSITY 1530 CONCORDIA IRVINE, CA 92612	NONE	501(C)(3) EXEMPT	PROVIDE CHARITABLE BENEFITS	1500.
CULVER FOUNDATION 1300 ACADEMY RD CULVER, IN 465111291	NONE	501(C)(3) EXEMPT	PROVIDE CHARITABLE BENEFITS	10000.
GUIDE DOGS OF THE DESERT PO BOX 1692 PALM SPRINGS, CA 92263	NONE	501(C)(3) EXEMPT	PROVIDE CHARITABLE BENEFITS	2000.
HIGH SKY CHILDRENS RANCH 8701 W. COUNTY RD 60 MIDLAND, TX 79707	NONE	501(C)(3) EXEMPT	PROVIDE CHARITABLE BENEFITS	5000.
HOSPICE OF MIDLAND, TEXAS PO BOX 2621 MIDLAND, TX 79702	NONE	501(C)(3) EXEMPT	PROVIDE CHARITABLE BENEFITS	5000.
MAKE A WISH FOUNDATION 14232 RED HILL AVENUE TUSTIN, CA 927805836	NONE	501(C)(3) EXEMPT	PROVIDE CHARITABLE BENEFITS	2500.
MARINERS CHRISTIAN CHURCH 5001 NEWPORT COAST DR. IRVINE, CA 92612	NONE	501(C)(3) EXEMPT	PROVIDE CHARITABLE BENEFITS	2000.
MENLO COLLEGE 1000 EL CAMINO REAL ATHERTON, CA 940274301	NONE	501(C)(3) EXEMPT	PROVIDE CHARITABLE BENEFITS	16000.
MIDLAND, TEXAS EXES SCHOLARSHIP FUND 5707 CAMDEN MIDLAND, TX 79707	NONE	501(C)(3) EXEMPT	PROVIDE CHARITABLE BENEFITS	5000.
PERMIAN BASIN AREA FOUNDATION 200 N. LORRAINE, STE. 500 MIDLAND, TX 79701	NONE	501(C)(3) EXEMPT	PROVIDE CHARITABLE BENEFITS	20000.
Total from continuation sheets				155000.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
PETROLEUM MUSEUM OF MIDLAND TEXAS 1500 INTERSTATE 20 WEST MIDLAND, TX 79701	NONE	501(C)(3) EXEMPT	PROVIDE CHARITABLE BENEFITS	2500.
ROCK THE DESERT MINISTRIES, INC 10 DESTA DRIVE, STE. LL170 MIDLAND, TX 79705	NONE	501(C)(3) EXEMPT	PROVIDE CHARITABLE BENEFITS	2500.
SAFE PLACE OF THE PERMIAN BASIN PO BOX 11331 MIDLAND, TX 79702	NONE	501(C)(3) EXEMPT	PROVIDE CHARITABLE BENEFITS	5000.
SCOTTISH RITE ASPHASIA FUND 855 ELM AVE LONG BEACH, CA 908134414	NONE	501(C)(3) EXEMPT	PROVIDE CHARITABLE BENEFITS	10000.
SHRINERS HOSPITAL FOR CHILDREN PO BOX 31356 TAMPA, FL 336313356	NONE	501(C)(3) EXEMPT	PROVIDE CHARITABLE BENEFITS	5000.
SOUTHERN METHODIST UNIVERSITY 6425 BOAZ LANE DALLAS, TX 75205	NONE	501(C)(3) EXEMPT	PROVIDE CHARITABLE BENEFITS	1000.
ST. JOSEPH HOSPITAL FOUNDATION 1100 W. STEWART DR ORANGE, CA 92868	NONE	501(C)(3) EXEMPT	PROVIDE CHARITABLE BENEFITS	25000.
THINK TOGETHER 2001 E. FOURTH ST. STE. 200 SANTA ANA, CA 92705	NONE	501(C)(3) EXEMPT	PROVIDE CHARITABLE BENEFITS	2000.
UNIVERSITY OF SAN DIEGO 5998 ALCALA PARK SAN DIEGO, CA 921102492	NONE	501(C)(3) EXEMPT	PROVIDE CHARITABLE BENEFITS	1500.
UNIVERSITY OF SOUTHERN CALIFORNIA UNIVERSITY PARK LOS ANGELES, CA 90089	NONE	501(C)(3) EXEMPT	PROVIDE CHARITABLE BENEFITS	20000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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	US TREASURY BOND DTD 5/15/90	P	05/11/90	03/21/12
b	US TREASURY BOND DTD 8/15/90	P	11/09/90	03/08/12
c	CORPORATE BONDS AT BROKER	P	10/26/10	04/20/12
d	CORPORATE BONDS AT BROKER	P	04/05/11	10/04/25/12
e	CORPORATE BONDS AT BROKER	P	09/02/09	11/28/11
f	CORPORATE BONDS AT BROKER	P	06/17/10	11/28/11
g	CORPORATE BONDS AT BROKER	P	06/30/10	07/19/11
h	CORPORATE BONDS AT BROKER	P	04/05/11	11/16/11
i	CORPORATE BONDS AT BROKER	P	07/19/11	01/04/12
j	CORPORATE BONDS AT BROKER	P	01/05/12	04/25/12
k	CORPORATE BOND AT BROKER	P	03/06/12	04/25/12
l				
m				
n				
o				

(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 606925.		396466.	210459.
b 308884.		200802.	108082.
c 62238.		62500.	-262.
d 109124.		100000.	9124.
e 139235.		122003.	17232.
f 128359.		125000.	3359.
g 254762.		250000.	4762.
h 104214.		100000.	4214.
i 105354.		100000.	5354.
j 102099.		100000.	2099.
k 151182.		150000.	1182.
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
(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	
a			210459.
b			108082.
c			-262.
d			9124.
e			17232.
f			3359.
g			4762.
h			4214.
i			5354.
j			2099.
k			1182.
l			
m			
n			
o			

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	365605.
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) If (loss), enter "-0-" in Part I, line 8 }	3	N/A