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Form **990-PF**

Department of the Treasurg Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2011

FOI	calen	dar year 2011 or tax year beginning	, 201	ı, and (enaing	June 30	, 20	12
Nar	ne of fou	undation			A Employer	identification number		
Lis	a Higgi	ns-Hussman Foundation, Inc.				20-3409415		
Nur	nber and	d street (or P O box number if mail is not delivered to street address)	Room	/suite	B Telephone	number (see instruction	is)	
		pley Court	İ			410-480-8264		
City	or town	n, state, and ZIP code			C If exempt	ion application is pendi	ng, check her	re ▶ 🗍
Elli	cott Cit	ty, MD 21042		1				
G	Check	all that apply: Initial return Initial return	of a former public	chanty	D 1. Foreign	n organizations, check l	nere	▶□
		☐ Final return ☐ Amended r	eturn		2 Foreign	n organizations meeting	the 85% tect	
		☐ Address change ☐ Name char	nge			here and attach compu		" ▶□
Н	Check	type of organization: Section 501(c)(3) exempt po	rivate foundation		E If private	foundation status was t	terminated un	der —
	Sectio	n 4947(a)(1) nonexempt charitable trust 🔲 Other tax	able private found	dation		07(b)(1)(A), check here	communica an	Ĭ ``
		arket value of all assets at J Accounting method.	. 🗸 Cash 🗌 A	ccrual	F If the four	ndation is in a 60-montl	termination	
		year (from Part II, col. (c),			under sec	ction 507(b)(1)(B), check	here	▶ 🗌
	line 16) ► \$ 2,917,824 (Part I, column (d) must be	on cash basis.)					
Pa	art I	Analysis of Revenue and Expenses (The total of	(a) Revenue and	(b) No	investment	(c) Adjusted net	(d) Disburse for chanta	
		amounts in columns (b), (c), and (d) may not necessarily equal	expenses per books		ncome	income	purpose	es
		the amounts in column (a) (see instructions).)		<u> </u>			(cash basis	only)
	1	Contributions, gifts, grants, etc., received (attach schedule)	750,000	L				
	2	Check ► ☐ If the foundation is not required to attach Sch. B	·	<u> </u>				
	3	Interest on savings and temporary cash investments	93		93			
	4	Dividends and interest from securities	113,493		113,493		ļ	
	5a	Gross rents		 				
-	b	Net rental income or (loss)	40.040	ļ				
3	6a	Net gain or (loss) from sale of assets not on line 10	13,913	ļ				
ē	b	Gross sales price for all assets on line 6a 244,700	<u> </u>	 	12.012	<u> </u>		
Revenue	7	Capital gain net income (from Part IV, line 2)		<u> </u>	13,913			
	8 9	Net short-term capital gain						
	10a	Gross sales less returns and allowances		-				
	. b	Less: Cost of goods sold		 				
3	C	Gross profit or (loss) (attach schedule)						
6	11	Other income (attach schedule)						
G.	12	Total. Add lines 1 through 11	877,499		127,499	N/A		
	13	Compensation of officers, directors, trustees, etc.						
(Sec	14	Other employee salaries and wages						
e U	15	Pension plans, employee benefits Legal fees (attach schedule) ECEIVED						
Expelises	16a							
		Accounting fees (attach schedule)						
	C	Other professional fees (attach schedule)	<u></u>	ļ				
(\$.	17	Interest						
:52	18	Taxes (attach schedule) (see instructions)	SCH 1 1,049	 	N/A			N/A
Operating and Administrative	19	Depreciation (attach schedule Cand Tepletion !				<u> </u>		
Ą	20	Occupancy	<u> </u>	 				
Ď	21 22	Travel, conferences, and meetings	 	 				
<u> </u>	23	Printing and publications Other expenses (attach schedule)	SCH 2 3,660	-	3,660			0
ë	24	Total operating and administrative expenses.	30112 3,000	┼	3,000			
rat		Add lines 13 through 23	4,709		3,660	N/A	}	0
þe	25	Contributions, gifts, grants paid	608,700		2,000		60	08,700
0	26	Total expenses and disbursements. Add lines 24 and 25	613,409		3,660	N/A		08,700
	27	Subtract line 26 from line 12:						
	а.	Excess of revenue over expenses and disbursements	264,090					
	b	Net investment income (if negative, enter -0-)			123,839			
	С	Adjusted net income (if negative, enter -0-)				N/A		

Part II:		Attached schedules and amounts in the description column	Beginning of year	End o	f year	
Га		Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)	(a) Book Value	(b) Book Value	(c) Fair Market Value	
	1	Cash—non-interest-bearing	0	0	0	
	2	Savings and temporary cash investments	59,146	67,893	67,893	
	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 schedule) ▶				
(A)		Less: allowance for doubtful accounts ▶		·		
Assets	8	Inventories for sale or use			_	
SS	9	Prepaid expenses and deferred charges				
₹	10a	Investments—U.S. and state government obligations (attach schedule)				
	b	Investments—corporate stock (attach schedule)	454,129	SCH 3 457,915	531,747	
	С	Investments—corporate bonds (attach schedule)	293,148	SCH3 291,940	300,901	
	11	Investments - land, buildings, and equipment: basis ▶				
		Less accumulated depreciation (attach schedule) ▶				
	12	Investments—mortgage loans				
	13	Investments—other (attach schedule)	1,775,242	SCH 3 2,028,007	2,017,283	
	14	Land, buildings, and equipment basis ▶				
		Less accumulated depreciation (attach schedule) ▶		- · · · · · · · · · · · · · · · · · · ·		
	15	Other assets (describe ►) Total assets (to be completed by all filers—see the				
	16	i otal assets (to be completed by all filers—see the				
		ınstructions. Also, see page 1, item l)	2,581,665	2,845,755	2,917,824	
	17	Accounts payable and accrued expenses				
စ္မ	18	Grants payable				
Ξ̈́	19	Deferred revenue				
Liabilities	20	Loans from officers, directors, trustees, and other disqualified persons				
Ë	21 22	Mortgages and other notes payable (attach schedule)				
	23	Other liabilities (describe ►) Total liabilities (add lines 17 through 22)	0	0		
	20	Foundations that follow SFAS 117, check here				
es		and complete lines 24 through 26 and lines 30 and 31.				
Balances	24	Unrestricted				
ala	25	Temporarily restricted				
_	26	Permanently restricted				
pu		Foundations that do not follow SFAS 117, check here ▶ □				
Net Assets or Fund		and complete lines 27 through 31.	}			
9	27	Capital stock, trust principal, or current funds				
ts	28	Paid-in or capital surplus, or land, bldg., and equipment fund				
386	29	Retained earnings, accumulated income, endowment, or other funds	2,581,665	2,845,755		
Ä	30	Total net assets or fund balances (see instructions)	2,581,665	2,845,755		
det	31	Total liabilities and net assets/fund balances (see				
		instructions)	2,581,665	2,845,755		
	rt III	Analysis of Changes in Net Assets or Fund Balances				
1		al net assets or fund balances at beginning of year-Part II, colu				
		-of-year figure reported on prior year's return)			2,581,665	
2			264,090			
3	Othe	er ıncreases not ıncluded ın lıne 2 (itemize) ▶		3	0	
4	Add	lines 1, 2, and 3		4	2,845,755	
5	Dec	reases not included in line 2 (itemize) ► al net assets or fund balances at end of year (line 4 minus line 5)—		5	0	
6	Tota	ne 30 6	2,845,755			

Part	IV Capital Gains and	d Losses for Tax on Investme	nt Income				
		ne kind(s) of property sold (e.g., real estate, use, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acq (mo , day,		(d) Date sold (mo , day, yr)
1a	PUBLICLY TRADED SECU	RITIES					
b				l			· · · · · · · · · · · · · · · · · · ·
<u>c</u>						+	
<u>d</u> e							
	(e) Gross sales price	(f) Depreciation allowed (or allowable)		other basis nse of sale	. ((h) Gain (e) plus (f)	
a	244,700		·	230,787			13,913
b							
_с							
d							
е	Complete only for expets she	owing dain in column (h) and owned by	the foundation	on 19/91/60			
	Complete only for assets site	owing gain in column (h) and owned by (i) Adjusted basis					(h) gain minus ess than -0-) or
	(i) F.M V as of 12/31/69	as of 12/31/69		s of col (i) . (j), if any			om col (h))
<u>a</u> b							
<u>b</u>							
<u>_</u>							
е							
2	Capital gain net income o		so enter in Pa enter -0- in Pai		2		13,913
3	If gain, also enter in Part	in or (loss) as defined in sections 1 I, line 8, column (c) (see instructi	222(5) and (6) lons). If (loss)	:			10,010
				<u> </u>	3		N/A
Part		der Section 4940(e) for Reduc					
•	tion 4940(d)(2) applies, leav	ivate foundations subject to the se re this part blank.	5011011 4940(a)	tax on het invest	inent incom	ie. <i>)</i>	
		section 4942 tax on the distributate qualify under section 4940(e). Do			oase period	?	☐ Yes ☐ No
1		ount in each column for each year			akıng any er	ntries.	
Cale	(a) Base period years endar year (or tax year beginning in	(b) Adjusted qualifying distributions	Net value o	(c) f nonchantable-use a	ssets	Distri	(d) bution ratio vided by col (c))
	2010	370,	451	2,60	1,162		14242
	2009	209,	626	2,27	2,013	0	.09226
	2008	185,			1,627		09442
	2007	104,			0,222		04949
	2006	79,	548	1,98	6,627	0	04004
2	Total of line 1, column (d)			. 2		0.41863
3		for the 5-year base period—divide		ine 2 by 5, or by			0.41603
		dation has been in existence if les			. 3		0 083726
4	Enter the net value of nor	nchantable-use assets for 2011 fro	ım Part X line	5			2,829,580
5	Multiply line 4 by line 3				. 5		236,909
6	Enter 1% of net investme	ent income (1% of Part I, line 27b)			. 6		1,238
7	Add lines 5 and 6				. 7		238,147
8		ons from Part XII, line 4			that part us	ıng a 1º	608,700 % tax rate. See the
	Part VI instructions	ato. than into r, oncor the box in	. a +1, 11110 11	, and complete	a. part usi	u 17	v tax rate. Occ tile

Part \	Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see	instru	ection	<u>15)</u>
1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1.			
	Date of ruling or determination letter: (attach copy of letter if necessary—see instructions)		1 000	20
ь	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► ✓ and enter 1% of Part I, line 27b		1,238	39
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of		ĺ	
	Part I, line 12, col. (b).			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		0	00
3	Add lines 1 and 2		1,238	39
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		0	00
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0		1,238	39
6	Credits/Payments:			
a b	2011 estimated tax payments and 2010 overpayment credited to 2011 6a 0 00 Exempt foreign organizations—tax withheld at source 6b 0 00			
C	Tax paid with application for extension of time to file (Form 8868) . 6c 0 00			
d	Backup withholding erroneously withheld			
7	Total credits and payments. Add lines 6a through 6d		0	00
8	Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attached		0	00
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		1,238	39
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 10		0	00
11	Enter the amount of line 10 to be: Credited to 2012 estimated tax ▶ Refunded ▶ 11		0	00
Part				
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did in		Yes	No
h	participate or intervene in any political campaign?	1a		✓
b	of the instructions for definition)?	1b		✓
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials	;		
	published or distributed by the foundation in connection with the activities.			
	Did the foundation file Form 1120-POL for this year?	1c		✓
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$ 0 (2) On foundation managers. ▶ \$			
е	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?	2		✓
_	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 o incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		✓
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		1
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		\
_	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?	6	1	
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		1	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶	<u> </u>	<u> </u>	
	Maryland			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General	i		
	(or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	1	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) o			
	4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes,			
40	complete Part XIV	9	<u> </u>	<u> </u>
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	- 1		
	names and addresses	10	1	

ı	P	а	_	_	5

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		1
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		√
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	1	
14		480	8264	
		2104		
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		. :	D
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of	10		
	the foreign country ▶			
Part	VII-B Statements Regarding Activities for Which Form 4720 May Be Required			
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a				
	(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?			
	(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?			
	(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.)			
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)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶□			
C	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c		1
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)):			
а	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011?			
	If "Yes," list the years ▶ 20 , 20 , 20 , 20			
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		
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?			
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		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		/
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		1

Page	6
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Part	VII-B , Statements Regarding Activities	for W	Vhich Form	4720	May Be R	equire	d (contin	ued)			
5a	During the year did the foundation pay or incur a										
	(1) Carry on propaganda, or otherwise attempt t(2) Influence the outcome of any specific public						☐ Yes	☑ No		}	
	directly or indirectly, any voter registration drive?								1 1	Ì	
	 (3) Provide a grant to an individual for travel, stu (4) Provide a grant to an organization other than section 500(a)(1) (2), or (2), or section 4040(a) 	n a cha	ıntable, etc.,	organız	ation desc	nbed in		☑ No			
	section 509(a)(1), (2), or (3), or section 4940(d (5) Provide for any purpose other than religious, purposes, or for the prevention of cruelty to d	, charit	able, scientif	c, litera		ational	_	✓ No			
b	If any answer is "Yes" to 5a(1)-(5), did any of the						☐Yes ons descri	No 🔽 No		-	
	Regulations section 53.4945 or in a current notice	regard	ng disaster a	ssistanc	e (see instr	uctions)	?		5b		
	Organizations relying on a current notice regardi							▶ 🔲			
С	If the answer is "Yes" to question 5a(4), does to because it maintained expenditure responsibility							∏ No			
_	If "Yes," attach the statement required by Regula								1 1	i	
6a	Did the foundation, during the year, receive any on a personal benefit contract?		directly or in	_		emiums	_		1 1)	
ь	Did the foundation, during the year, pay premium					henefit	_	V No	6ь	ļ	1
_	If "Yes" to 6b, file Form 8870.	,	,	J., J.,	a po. 0011a	55	0011110011	•	1		<u> </u>
	At any time during the tax year, was the foundation						_	✓ No		ļ	
	If "Yes," did the foundation receive any proceeds								7b	1	
Par	Information About Officers, Direct and Contractors	tors,	rustees, F	ounda	tion Man	agers,	Highly P	aid Ei	mploye	es,	
1	List all officers, directors, trustees, foundation	n mana	agers and th	eir con	npensation	ı (see iı	struction	s).			
	(a) Name and address		e, and average		mpensation paid, enter		Contributions		(e) Exper	ise acc	ount,
	(a) Name and address		ed to position	(II NOL	-0-)	and defe	yee benefit p erred comper	sation	other a	llowand	ces
SCHE	DULE 4	Ì									
				ļ			·				
			·								
								İ			
2	Compensation of five highest-paid employed	es (oth	er than tho	se inch	uded on li	no 1	eee instru	ction	e) If no	\no 6	ntor
	"NONE."				luded on i					, iie, e	
	a) Name and address of each employee paid more than \$50,00	00	(b) Title, and a hours per v devoted to p	veek ~	(c) Compe	nsation	(d) Contribut employee to plans and do compense	enefit eferred	(e) Exper		ount, ces
NONE											
					1						
			-								
			 								
Tat-	number of other employees paid aver \$50,000		L		L		L <u></u>				
otal	number of other employees paid over \$50,000.	<u> </u>	<u>····</u>	<u> </u>	<u> </u>	<u>· · · · · </u>	<u> </u>	. –			

	Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Em 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
NON		
otal	number of others receiving over \$50,000 for professional services	
Par	IX-A Summary of Direct Charitable Activities	
Lie	the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of	
	rizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	N/A	
2		
_		
3		
4		
_		
	IX-B Summary of Program-Related Investments (see instructions)	
Des	cribe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	N/A	
2		
_		
Ali	ther program-related investments. See instructions	
3		
		
	Add lines 1 through 3	

Part	Minimum Investment Return (All domestic foundations must complete this part. Foreign	gn found	dations,
	see instructions.)		
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc.,		
	purposes:		
а	Average monthly fair market value of securities	1a	2,778,395
b	Average of monthly cash balances	1b	94,275
C	Fair market value of all other assets (see instructions)	1c	0
þ	Total (add lines 1a, b, and c)	1d	2,872,670
е	Reduction claimed for blockage or other factors reported on lines 1a and		
	1c (attach detailed explanation)		
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	2,872,670
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see		
	instructions)	4	43,090
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,829,580
6	Minimum investment return. Enter 5% of line 5	6	141,479
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	141,479
2а	Tax on investment income for 2011 from Part VI, line 5	┝╌┾╼	141,473
b	Income tax for 2011. (This does not include the tax from Part VI.) 2b 0		
c	Add lines 2a and 2b	2c	1,238
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	140,241
4	Recoveries of amounts treated as qualifying distributions	4	140,241
5	Add lines 3 and 4	5	140,241
6	Deduction from distributable amount (see instructions)	6	140,241
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII.	-	
•	line 1	7	140,241
			140,241
Part	XII Qualifying Distributions (see instructions)		
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
а	Expenses, contributions, gifts, etc. – total from Part I, column (d), line 26	1a	608,700
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	0
3	Amounts set aside for specific charitable projects that satisfy the:		
а	Suitability test (prior IRS approval required)	3a	0
þ	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	608,700
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	1,238
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	607,462
	Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating qualifies for the section 4940(e) reduction of tax in those years.	whethe	r the foundation

1 Distributable amount for 2011 from Part XI, Inne 7	art	Undistributed income (see instruction	ns)			
Undistributed income, if any, as of the end of 2011. a Enter amount for 2010 only Total for prov years: 20 20 20 5 Excess distributions carryover, if any, to 2011: From 2006 From 2007 From 2008 From 2008 From 2009 From 2009 From 2010 Augustive glatishubutions for 2011 from Part XII, line 4: ▶ \$ 608,700 Applied to 2010, but not more than line 2a. Applied to undistributed income of prior years (Election required—see instructions) Treated as distributions carryover applied to 2011 If an amount appears in column (a), the same amount must be shown in column (a). Excess distributions carryover applied to 2011 If an amount appears in column (a), the same amount must be shown in column (a). Certain the net total of each column as indicated below: Certain the net total of each column as indicated below: Certain the amount of prory ears' undistributed income. Subtract line 4 briom line 2b. Undistributed income for 2010. Subtract line 4 a from line 2. Taxable amount—see instructions Undistributed income for 2011. Subtract lines 4 from line 2. Taxable amount—see instructions Undistributed income for 2011. Subtract lines 4 from line 2. Taxable amount—see instructions Undistributed income for 2011. Subtract lines 4 from line 2. Taxable amount—see instructions Undistributed income for 2011. Subtract lines 4 from line 2. Taxable amount—see instructions Undistributed income for 2011. Subtract lines 4 from line 2. Taxable amount—see instructions O Third in the see in section 4942(a) tax has been previously assessed . O Third in the see in see instructions O Third in the see in see in see in see in see instructions O Third in the see in see in see in see in see in see in see in section see in sections O Third in the see in se	1					
a Enter amount for 2010 only		····				140,241
b Total for prior years: 20 _ 20	2					
Second Stributions carryover, if any, to 2011: From 2007	а	· · · · · · · · · · · · · · · · · · ·			0	
a From 2007 c From 2007 c From 2008 d From 2009 97.573 f Total of lines 3 through e 10 Qualifying distributions for 2011 from Part XII, line 4: ▶ \$ 608.700 Applied to 2010, but not more than line 2a Applied to undistributed income of prior years (Election required—see instructions) Treated as distributions out of corpus (Election required—see instructions) Applied to 2011 distributable amount Remaining amount distributed out of corpus Excess distributions carryover applied to 2011 (ff an amount appears in column (a), the same amount must be shown in column (a). Enter the net total of each column as indicated below: C Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 D Prior years' undistributed income. Subtract line 4b from line 2b C Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount—see instructions Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount—see instructions Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount—see instructions Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount—see instructions Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount—see instructions Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount—see instructions Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount—see instructions Secses distributions carryover from 2006 not applied on line 5 or line 7 (see instructions) Excess from 2008 Excess from 2009 Excess from 2009 Excess from 2009 Excess from 2009 Excess from 2009 Excess from 2009 Excess from 2009 Excess from 2009 Excess from 2009 Excess from 2009 Excess from 2009 Excess from 2009 Excess from 2006 Excess from 2007 Excess from 2006 Excess from 2007 Excess from 2006 Excess from 2007 Excess from 2007 Excess from 2006 Excess		· · · — — —		0		
Compact Comp	3	· 1				
C From 2008	а		ì			
From 2009 97,573 From 2010 242,491 Totat of lines 3a through e 4 Qualifying distributions for 2011 from Part XII, line 4:	b	}				
From 2010	C	\	Į			
1 Total of lines 3a through e	d					
4. Qualifying distributions for 2011 from Part XII, line 4: ▶ \$ 608.700 a Applied to 2010, but not more than line 2a. Applied to undistributed income of prior years (Election required—see instructions). c Treated as distributions out of corpus (Election required—see instructions). d Applied to 2011 distributable amount e Remaining amount distributed out of corpus 5 Excess distributions carryover applied to 2011 (If an amount appears in column (a), the same amount must be shown in column (a), the same amount must be shown in column (a), the same amount must be shown in column (a), the same amount must be shown in column (a), the same amount must be shown in column (a), the same amount must be shown in column (a), the same amount must be shown in column (a), the same amount must be shown in column (a), the same amount must be shown in column (a), the same amount must be shown in column (a), the same amount must be form line 2b. c Corpus, Add lines 3f, 4c, and 4e. Subtract line 5 b Prior years' undistributed income. Subtract line 4b from line 2b. c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. d Subtract line 6c from line 6b. Taxable amount—see instructions. o Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount—see instructions. o Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012. o Taxable amount—see instructions. o Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012. o Taxable amount—see instructions. o Undistributed income for 2011. Subtract lines 4d and 5 from line 7 lines amount—see instructions. o Undistributed in 2012. o Excess form 2002. Jaxables of line 9: a Excess from 2003. a Exc	е	L				
Inter 4: ▶ \$ 608,700	-		415,070			
a Applied to 2010, but not more than line 2a. b Applied to undistributed income of prior years (Election required—see instructions). c Treated as distributions out of corpus (Election required—see instructions). d Applied to 2011 distributable amount e Remaining amount distributed out of corpus f Excess distributions carryover applied to 2011 iff an amount appears in column (a), the same amount must be shown in column (a). f Enter the net total of each column as indicated below: a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 Prior years' undistributed income. Subtract line 4b from line 2b c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. d Subtract line 6c from line 6b. Taxable amount—see instructions undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount—see instructions d Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount—see instructions d Subtract lines ad distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) Excess first pations carryover from 2006 not applied on line 5 or line 7 (see instructions) Excess first pations carryover from 2006 not applied on line 5 or line 7 (see instructions) Excess from 2007 Excess from 2008	4	· · · · · · · · · · · · · · · · · · ·	ļ			
b Applied to undistributed income of prior years (Election required—see instructions). c Treated as distributions out of corpus (Election required—see instructions). d Applied to 2011 distributable amount e Remaining amount distributed out of corpus 5 Excess distributions carryover applied to 2011 (if an amount appears in column (a), the same amount must be shown in column (a),) 6 Enter the net total of each column as indicated below: a Corpus Add lines 3f, 4c, and 4e. Subtract line 5 b Prior years' undistributed income. Subtract line 4b from line 2b. c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. d Subtract line 6c from line 6b. Taxable amount—see instructions. e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount—see instructions. f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012. 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(a)(3) (see instructions). 8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions). 9 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions). 9 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions). 9 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions). 9 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions). 9 Excess from 2008 . 75.006 Excess from 2008 . 75.006 Excess from 2010 . 242,481			İ			
(Electron required — see instructions). C Treated as distributions out of corpus (Electron required—see instructions). d Applied to 2011 distributable amount e Remaining amount distributed out of corpus 5 Excess distributions carryover applied to 2011 (if an amount appears in column (d), the same amount must be shown in column (a), the same amount must be shown in column (a), the same amount must be shown in column (a), the same amount must be shown in column (a), the same amount must be shown in column as indicated below: a Corpus, Add lines 3f, 4c, and 4e, Subtract line 5 b Prior years' undistributed income. Subtract line 4b from line 2b c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. d Subtract line 6c from line 6b. Taxable amount—see instructions e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount—see instructions f Undistributed mome for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012. 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) 9 Excess form 2007 . b Excess from 2008 . 75,006 c Excess from 2008 . 75,006 c Excess from 2010 . 242,491	а				0	
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Required - see instructions 0		· · · · · · · · · · · · · · · · · · ·		0		
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e Remaining amount distributed out of corpus 5 Excess distributions carryover applied to 2011 (If an amount appears in column (a), the same amount must be shown in column (a), the same amount must be shown in column (a), the same amount must be shown in column (a), the same amount must be shown in column (a), the same amount must be shown in column (a), the same amount must be shown in column (a), the same amount must be shown in column (a), the same amount must be shown in column (a), the same amount must be shown in column (a), the same amount must be distributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		· · · · · · · · · · · · · · · · · · ·	0			
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amount must be shown in column (a).) 6 Enter the net total of each column as indicated below: a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 b Prior years' undistributed income. Subtract line 4b from line 2b c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed . d Subtract line 6c from line 6b. Taxable amount—see instructions . e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount—see instructions . f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012 . f 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). 9 Excess distributions carryover to 2012. Subtract line 9 a Excess from 2007 . b Excess from 2008 . 75,006 c Excess from 2009 . 9 37,573 d Excess from 2010 . 242,491	5	, , ,	0	· 		0
6 Enter the net total of each column as indicated below: a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 b Prior years' undistributed income. Subtract line 4b from line 2b c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed						
indicated below: a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 Prior years' undistributed income. Subtract line 4b from line 2b	_			i		
b Prior years' undistributed income. Subtract line 4b from line 2b	6	indicated below:				
Iline 4b from line 2b			883,529			
income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed	b	-	· · · ·	0		
been issued, or on which the section 4942(a) tax has been previously assessed	C					
tax has been previously assessed		· · · · · · · · · · · · · · · · · · ·				
d Subtract line 6c from line 6b. Taxable amount—see instructions						
amount—see instructions		· · · · · · · · · · · · · · · · · · ·		0		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount—see instructions	a		i	_		
4a from line 2a. Taxable amount—see instructions				0		
instructions	е	· · · · · · · · · · · · · · · · · · ·			Ì	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012		· · ·				
4d and 5 from line 1. This amount must be distributed in 2012		· · ·			0	
distributed in 2012	T				i	
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 883,529 10 Analysis of line 9 a Excess from 2007						
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) . 9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a 10 Analysis of line 9. a Excess from 2007 b Excess from 2008	7	· · · · · · · · · · · · · · · · · · ·				
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applied on line 5 or line 7 (see instructions) . 0 9	R					
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	•		0			
Subtract lines 7 and 8 from line 6a	9	, ,				
10 Analysis of line 9 a Excess from 2007	•		883 529			
a Excess from 2007	10		000,020			
b Excess from 2008	_	· ·]	
c Excess from 2009 97,573 d Excess from 2010 242,491	_					
d Excess from 2010 242,491						
	-	 				
	_				ļ	

	0-PF (2011)					Page 10
Part .					9)	
1a	If the foundation has received a ruling			•		
	foundation, and the ruling is effective for		•	•		
	Check box to indicate whether the four		operating founda		ection	(3) or 4942(j)(5)
2 a	Enter the lesser of the adjusted net income from Part I or the minimum	Tax year		Prior 3 years		(e) Total
	investment return from Part X for each year listed	(a) 2011	(b) 2010	(c) 2009	(d) 2008	1,7
b c	85% of line 2a					
	line 4 for each year listed			ļ		
a	Amounts included in line 2c not used directly for active conduct of exempt activities					
0	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:					
а	"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					
С	"Support" alternative test-enter.					
	(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
	(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
	(3) Largest amount of support from an exempt organization	· · · · · · · · · · · · · · · · · · ·				
	(4) Gross investment income		<u> </u>	 	 	
Part	XV Supplementary Information	n (Complete th	nis part only if t	he foundation	had \$5,000 or m	ore in assets at
	any time during the year-	see instruction	ns.)		• •	
1	Information Regarding Foundation	Managers:				
а	List any managers of the foundation v	who have contribi	uted more than 29	% of the total con	tributions received	by the foundation
	before the close of any tax year (but o	nly if they have co	ontributed more th	han \$5,000). (See	section 507(d)(2).)	
NONE						
b	List any managers of the foundation ownership of a partnership or other en					arge portion of the
NONE						
2	Information Regarding Contribution Check here ▶ ☐ If the foundation unsolicited requests for funds. If the f other conditions, complete items 2a, I	only makes cont oundation makes	ributions to prese	elected charitable		
а	The name, address, and telephone nu	mber of the perso	on to whom applic	cations should be	addressed:	
	DULE 5 (ITEMS 2A THROUGH 2D)	•	• •			
b	The form in which applications should	be submitted an	d information and	materials they sh	ould include:	
С	Any submission deadlines:					
	Any restrictions or limitations on av	varde euch ac h	W goographical a	rose charitable	fiolds kinds of the	titutions or other
a	factors:	valus, sucii as D	y geographical a	ucas, Chantable I	neids, Killus VI INS	strutions, of other

Form **990-PF** (2011)

Part XV Supplementary Information (continued) Grants and Contributions Paid During the Year or Approved for Future Payment If recipient is an individual, show any relationship to any foundation manager or substantial contributor Recipient Foundation Purpose of grant or status of Amount contribution recipient Name and address (home or business) a Paid during the year **SCHEDULE 6** 608,700 Approved for future payment NONE

Ра							
Ente	r gro	oss amounts unless otherwise indicated.	(a)	(b)	(c)	on 512, 513, or 514 (d)	(e) Related or exempt function income
1	Pro	gram service revenue:	Business code	Amount	Exclusion code	Amount	(See instructions.)
•	а	gram service revenue.					
	b		ļ				
	С						
	d				 		
	е						
	f		<u> </u>		 		<u> </u>
	q	Fees and contracts from government agencies					
2	_	mbership dues and assessments			 		
3		erest on savings and temporary cash investments			14	93	
4		idends and interest from securities			14	113,493	}
5		rental income or (loss) from real estate:			 	110,480	
Ŭ		Debt-financed property			ļ		
		Not debt-financed property			 		
6		rental income or (loss) from personal property	<u> </u>		 		 -
7		ner investment income			 		
8		n or (loss) from sales of assets other than inventory			14	13,913	
9		t income or (loss) from special events				13,913	
10		oss profit or (loss) from sales of inventory					
11					 		
• •	b		<u> </u>	<u> </u>			
							
	c d				 		
							
10	e	ototal. Add columns (b), (d), and (e)		·		127,499	0
-	Sui	ototal. Add columns (b), (d), and (e)	L	<u> </u>			
		tal Add tine 12 columns (b) (d) and (s)					127 400
13	Tot	tal. Add line 12, columns (b), (d), and (e)	 ne)			13	127,499
13 (See	Tot wor	ksheet in line 13 instructions to verify calculation	ns.)			13	127,499
13 (See Pa	To: wor	ksheet in line 13 instructions to verify calculation VI-B Relationship of Activities to the A	ns.) Accomplish m	ent of Exemp	t Purposes		
13 (See Pa Lin	Tot wor	ksheet in line 13 instructions to verify calculation VI-B Relationship of Activities to the A	ns.) Accomplish m	ent of Exemp	t Purposes		
13 (See Pa Lin	Tot wor it X e No	Ksheet in line 13 instructions to verify calculation VI-B Relationship of Activities to the A Explain below how each activity for which accomplishment of the foundation's exempt pure	ns.) Accomplish m	ent of Exemp	t Purposes		
13 (See Pa Lin	Tot wor it X e No	ksheet in line 13 instructions to verify calculation VI-B Relationship of Activities to the A	ns.) Accomplish m	ent of Exemp	t Purposes		
13 (See Pa Lin	Tot wor it X e No	Ksheet in line 13 instructions to verify calculation VI-B Relationship of Activities to the A Explain below how each activity for which accomplishment of the foundation's exempt pure	ns.) Accomplish m	ent of Exemp	t Purposes		
13 (See Pa Lin	Tot wor it X e No	Ksheet in line 13 instructions to verify calculation VI-B Relationship of Activities to the A Explain below how each activity for which accomplishment of the foundation's exempt pure	ns.) Accomplish m	ent of Exemp	t Purposes		
13 (See Pa Lin	Tot wor it X e No	Ksheet in line 13 instructions to verify calculation VI-B Relationship of Activities to the A Explain below how each activity for which accomplishment of the foundation's exempt pure	ns.) Accomplish m	ent of Exemp	t Purposes		
13 (See Pa Lin	Tot wor it X e No	Ksheet in line 13 instructions to verify calculation VI-B Relationship of Activities to the A Explain below how each activity for which accomplishment of the foundation's exempt pure	ns.) Accomplish m	ent of Exemp	t Purposes		
13 (See Pa Lin	Tot wor it X e No	Ksheet in line 13 instructions to verify calculation VI-B Relationship of Activities to the A Explain below how each activity for which accomplishment of the foundation's exempt pure	ns.) Accomplish m	ent of Exemp	t Purposes		
13 (See Pa Lin	Tot wor it X e No	Ksheet in line 13 instructions to verify calculation VI-B Relationship of Activities to the A Explain below how each activity for which accomplishment of the foundation's exempt pure	ns.) Accomplish m	ent of Exemp	t Purposes		
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13 (See Pa Lin	Tot wor it X e No	Ksheet in line 13 instructions to verify calculation VI-B Relationship of Activities to the A Explain below how each activity for which accomplishment of the foundation's exempt pure	ns.) Accomplish m	ent of Exemp	t Purposes		
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13 (See Pa Lin	Tot wor it X e No	Ksheet in line 13 instructions to verify calculation VI-B Relationship of Activities to the A Explain below how each activity for which accomplishment of the foundation's exempt pure	ns.) Accomplish m	ent of Exemp	t Purposes		
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13 (See Pa Lin	Tot wor it X e No	Ksheet in line 13 instructions to verify calculation VI-B Relationship of Activities to the A Explain below how each activity for which accomplishment of the foundation's exempt pure	ns.) Accomplish m	ent of Exemp	t Purposes		
13 (See Pa Lin	Tot wor it X e No	Ksheet in line 13 instructions to verify calculation VI-B Relationship of Activities to the A Explain below how each activity for which accomplishment of the foundation's exempt pure	ns.) Accomplish m	ent of Exemp	t Purposes		
13 (See Pa Lin	To wor it X e No	Ksheet in line 13 instructions to verify calculation VI-B Relationship of Activities to the A Explain below how each activity for which accomplishment of the foundation's exempt pure	ns.) Accomplish m	ent of Exemp	t Purposes		
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13 (See Pa Lin	To wor it X e No	Ksheet in line 13 instructions to verify calculation VI-B Relationship of Activities to the A Explain below how each activity for which accomplishment of the foundation's exempt pure	ns.) Accomplish m	ent of Exemp	t Purposes		
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13 (See Pa Lin	To wor it X e No	Ksheet in line 13 instructions to verify calculation VI-B Relationship of Activities to the A Explain below how each activity for which accomplishment of the foundation's exempt pure	ns.) Accomplish m	ent of Exemp	t Purposes		
13 (See Pa Lin	To wor it X e No	Ksheet in line 13 instructions to verify calculation VI-B Relationship of Activities to the A Explain below how each activity for which accomplishment of the foundation's exempt pure	ns.) Accomplish m	ent of Exemp	t Purposes		

	•	Exempt Or	ganizations										
1	in se			ngage in any of the fection 501(c)(3) orga								Yes	No
а	Trans	sfers from the rec	porting foundation to	a noncharitable exer	not organiz	ation o	of:						
		Cash									1a(1)		1
	• •	Other assets .						• •	• •	• •	1a(2)		7
h	• •	er transactions:				• •			• •		18(2)		-
þ													- -
			a noncharitable exer			• •			• •		1b(1)		<u> </u>
				ble exempt organizat	ion						1b(2)	L	✓
	(3) F	Rental of facilities,	, equipment, or other	assets							1b(3)		✓
	(4) F	Reimbursement ai	rrangements								1b(4)		1
	(5) L	oans or loan gua	rantees								1b(5)		1
		•		ip or fundraising solid							1b(6)		7
С				ts, other assets, or pa		205					1c		
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u				es given by the repo									
				ement, show in colum									
(a) 1		(b) Amount involved		aritable exempt organization									
(a) Line	• по.	(a) Amount involved	(c) Name of nonch	arnabie exempt organizatio	in (a)	Descrip	tion of transf	ers, tran	nsaction	ns, and si	naring am	angem	ents
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2a b	desc	ribed in section 5		liated with, or relate ther than section 501							☐ Yes	· 🗸	No
		(a) Name of organ		(b) Type of orga	Inization	T		(c) Des	scriptio	n of relati	ionship		
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Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury Internal Revenue Service

Schedule of Contributors

► Attach to Form 990, Form 990-EZ, or Form 990-PF.

OMB No 1545-0047

2011

Name of	the organization		Employer identification number
LISA HI	GGINS-HUSSMAN FO	UNDATION, INC.	20-3409415
Organiz	ation type (check o	ne):	
Filers o	f:	Section:	
Form 99	0 or 990-EZ	☐ 501(c)() (enter number) organization	
		4947(a)(1) nonexempt charitable trust not treated as a private fo	undation
		527 political organization	
Form 99	0-PF	501(c)(3) exempt private foundation	
		4947(a)(1) nonexempt charitable trust treated as a private found	ation
		501(c)(3) taxable private foundation	
	nly a section 501(c)	s covered by the General Rule or a Special Rule . (7), (8), or (10) organization can check boxes for both the General Rule	and a Special Rule. See
General	Rule		
Ø		n filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5, one contributor. Complete Parts I and II.	000 or more (in money or
Special	Rules		
	under sections 509	c)(3) organization filing Form 990 or 990-EZ that met the 33½ % support(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during 5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Find II.	the year, a contribution of
	during the year, tot)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from all contributions of more than \$1,000 for use exclusively for religious, chooses, or the prevention of cruelty to children or animals. Complete Part	arıtable, scientific, literary,
	during the year, co not total to more th year for an exclusive	c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received frontributions for use <i>exclusively</i> for religious, charitable, etc., purposes, than \$1,000. If this box is checked, enter here the total contributions that religious, charitable, etc., purpose. Do not complete any of the participation because it received nonexclusively religious, charitable, etc., or any contribution is any contribution.	out these contributions did it were received during the its unless the General Rule contributions of \$5,000 or

Name of organization
LISA HIGGINS-HUSSMAN FOUNDATION, INC.

Employer identification number 20-3409415

Part I	Contributors (see instructions). Use duplicate co	pies of Part I if additional space is	needed.
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	JOHN P. HUSSMAN 5136 DORSEY HALL DRIVE ELLICOTT CITY, MD 21042	\$	Person Payroil Noncash (Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person

LISA HIGGINS-HUSSMAN FOUNDATION, INC. SUPPLEMENTAL SCHEDULES TO 2011 FORM 990-PF TAX YEAR ENDING 6/30/12 SCHEDULE 3 - BALANCE SHEET ASSET DETAIL (PART II)

CORPORATE STOCK

			(c) Fair Market
Shares	Company	(b) Book Value	Value
370	Accenture PLC	14,392	22,233
475	American Express	19,424	27,650
273	Baker Hughes, Inc.	14,124	11,220
227	Boeing Company	15,490	16,866
693	Cisco Systems, Inc.	15,078	11,899
933	Comcast Corp.	18,372	29,828
495	CVS Caremark Corp.	15,186	23,131
532	Disney (Walt) Co.	14,927	25,802
870	EMC Corp.	17,596	22,298
320	Fluor Corp.	15,106	15,789
339	Honeywell International, Inc.	15,029	18,930
810	Intel Corp.	13,330	21,587
257	Johnson and Johnson	17,541	17,363
370	JP Morgan	16,574	13,220
193	Lockheed Martin Corp.	14,889	16,806
475	Loews Corp.	18,862	19,432
613	Microsoft Corp.	14,884	18,752
325	Nestle SA	9,877	19,416
605	Oracle Corp.	8,810	17,969
340	Peabody Energy	10,964	8,337
357	Procter & Gamble Co.	21,095	21,866
255	Royal Dutch Shell PLC	14,319	17,195
464	Seadrill Ltd.	18,706	16,481
544	Sealed Air Corp.	15,145	8,399
767	Spectra Energy Corp.	11,815	22,289
790	Telefonica SA ADR	20,174	10,349
482	Teva Pharmaceutical Inds.	22,135	19,010
287	Travelers Companies, Inc.	14,285	18,322
300	Zimmer Holdings, Inc.	19,786	19,308
	Total to Form 990-PF, Part II, LINE 10b	\$ 457,915	\$ 531,747
CORPORATE BONDS			
Par	Issuer		
46,000	Bank of America NA, 5.3%, 3/15/17	47,572	47,892
50,000	Boeing Capital Corp, 5.8%, 1/15/13	50,114	51,408
50,000	General Electric Company, 5%, 2/1/13	49,128	51, 4 08 51,278
44,000	Goldman Sachs Group, Inc., 6 15%, 4/1/18	48,730	47,700
50,000	IBM, 4.75%, 11/29/12	48,554	50,924
50,000	Wal-Mart, 4.55%, 5/1/13	47,842	51,699
,	Total to Form 990-PF, Part II, LINE 10c		\$ 300,901
	rotal to rotin 330-rry fait ii, tiitt 100	2 231,340	2 300,301

LISA HIGGINŞ-HUSSMAN FOUNDATION, INC. SUPPLEMENTAL SCHEDULES TO 2011 FORM 990-PF TAX YEAR ENDING 6/30/12 SCHEDULE 3 - BALANCE SHEET ASSET DETAIL (PART II) (CONTINUED)

OTHER INVESTMENTS

			(c) Fair Market
Shares	Company	(b) Book Value	Value
MUTUAL FUNDS			
14,296.317 TWEAX	American Century Equity Fund	100,424	108,509
2,417.605 AGTHX	American Growth Fund of America	78,567	76,251
2,396.113 MDBAX	Blackrock Basic Value Fund	65,113	60,981
1,901.069 FKASX	Federated Kaufmann Small Cap Value Fund	42,935	46,805
512.855 FGFAX	Federated International Leaders Fund	15,100	11,560
5,238.323 FTIIX	Federated International Bond Fund	59,993	59,350
2,124 906 SGENX	First Eagle Global Fund	92,362	100,551
2,400.000 BSCG	Guggenheim Bulletshares 2016 Corporate Bond ETF	51,470	52,392
1,300.000 BSCH	Guggenheim Bulletshares 2017 Corporate Bond ETF	27,560	28,795
5,048.136 HQIAX	Hartford Equity Income Fund	66,141	71,734
3,270 526 IHYAZ	ING High Yield Bond Fund	26,669	25,477
3,162.442 WASAX	Ivy Asset Strategy Fund - Class A	80,996	74,918
1,410.420 WASBX	Ivy Asset Strategy Fund - Class B	25,132	32,172
4,190.766 JFAMX	JP Morgan Emerging Markets Equity Fund	89,991	87,461
5,549.390 JNBAX	JP Morgan Income Builder Fund	50,000	51,609
7,293.000 LBNDX	Lord Abbett Bond Debenture Fund	59,340	57,177
7,438.257 MXFAX	Mainstay Floating Rate Fund	72,415	69,845
9,155.438 DIFAX	MFS Diversified Income Fund	101,445	102,175
426.499 OPTFX	Oppenheimer Capital Appreciation Fund	20,470	19,726
13,139.736 PCRAX	Pimco Commodity Real Return Strategy Fund	115,468	82,649
6,954.320 PQIAX	Principal Equity Income Fund	123,940	130,255
4,017.214 SNOAX	Snow Capital Opportunity Fund	80,145	75,885
2,911.071 NEFJX	Vaughan Nelson Small Cap Value Class A	64,331	54,146
		1,510,007	1,480,423
CDs/EQUIVALENTS			
97,000	CD American Express Bank, 3.35%, 5/6/16	97,000	101,892
60,000	CD American Express Centurian Bank, 3.7%, 11/12/19	60,000	62,351
97,000	CD Capmark Bank, 3.35%, 5/6/14	97,000	100,334
97,000	CD Discover Bank, 3.45%, 5/6/15	97,000	101,549
70,000	CD GE Capital Retail Bank, 3.65%, 5/7/20	70,000	72,660
97,000	CD State Bank of India, 4.75%, 10/24/12	97,000	98,074
		518,000	536,860
	Total to Form 990-PF, Part II, LINE 13	\$ 2,028,007	\$ 2,017,283

20-3409415

LISA HIGGINS-HUSSMAN FOUNDATION, INC. SUPPLEMENTAL SCHEDULES TO 2011 FORM 990-PF TAX YEAR ENDING 6/30/12

SCHEDULE 4 List of Officers, Directors, Trustees, Foundation Managers Part VIII, Line 1

The Directors and Officers of the Foundation are not compensated for their services. The Foundation does not have any employee benefit accounts, deferred compensation plans, expense accounts or other allowances.

Officers and Directors of the Foundation are as follows:

	Title, avg hours per week
Lisa Marie Higgins	President,
10215 Tarpley Court	Director, 5 hours
Ellicott City, MD 21042	per week
Stacy Loiacono	Vice President,
3963 White Rose Way	Treasurer,
Ellicott City, MD 21042	Director, 0-1
	hours
Joseph Loiacono	Secretary,
3963 White Rose Way	Director, 0-1
Ellicott City, MD 21042	hours

LISA HIGGINS-HUSSMAN FOUNDATION, INC. SUPPLEMENTAL SCHEDULES TO 2011 FORM 990-PF TAX YEAR ENDING 6/30/12

SCHEDULE 5 Supplementary Information Part XV, Section 2, Items a-d

All applications should be addressed to Lisa Marie Higgins, 10215 Tarpley Court, Ellicott City, MD 21042. Grants will only be made to organizations qualifying as exempt organizations under Section 501(c)(3) of the Internal Revenue Code. The initial foci of the Foundation are:

- (a) Medical research, specifically including efforts to improve scientific knowledge of, and to develop therapies and find cures for, conditions such as autism, addiction, alcoholism and neurological disorders;
- (b) Therapeutic care, specifically including hospice care and therapeutic intervention for individuals with debilitating health or neurological disorders; and
- (c) Issues relating to women's health.

The Foundation will receive proposals and other requests from charitable organizations. It will also solicit requests from charitable organizations in its areas of interest. After the Directors and officers evaluate the merits of each proposal and request, contributions will be made by the Foundation in a manner deemed best suited to promote the primary purposes of the Foundation. As this activity occurs on an ongoing basis, no formal submission deadlines exist. Contributions will be made on a case by case basis as proposals are received.

LISA HIGGINS-HUSSMAN FOUNDATION, INC.
SUPPLEMENTAL SCHEDULES TO 2011 FORM 990-PF
TAX YEAR ENDING 6/30/12
SCHEDULE 6 - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR (PART XV, SECTION 3)

Vendor	Address	Note	Relationship	Foundation Status of Recipient	Paid
American Cancer Society	250 Williams St NW, Suite 400 Ailania, GA 30303	Support programs and research dedicated to eliminate cancer as a major health problem	None	Public Charity	200
Angels Place	25240 Lahser Rd, Suite 2 Southfield, MI 48033	Supports programs for adults with developmental disabilities	None	Public Charity	65,000
ARC of Howard County	11735 Homewood Road Ellicott City, MD 21042	Supports programs for children and adults with disabilities	None	Public Charity	105,500
Ashley, Inc.	800 Tydings Lane Havre de Grace, MD 21078 Alcoholism and drug addiction treatment center	Alcoholism and drug addiction treatment center	None	Public Charity	35,000
Autism Society of America, Inc.	4340 East-West Highway, Suite 350 Bethesda, MD 20814	Supports programs for individuals with autism	None	Public Charity	1,000
Autism Speaks/Autism Cares, Inc.	1 East 33rd Street, 4th Floor New York, NY 10016	Supports programs for individuals with autism	None	Public Charity	116,000
Bishop Foley Catholic High School	32000 Campbell Road Madison Heights, MI 48071	Supports educational scholarships the school awards to students	None	Private School	25,000
Center for Music by People with Disabilities	415 W. Central Ave Missoula, MT 59801	Supports programs that make music-related activities – music learning, music making, composing, performing, and recording – accessible to children, teenagers, and adults with disabilities in the county of Missoula, ATT	None	Public Charity	1,000
Change, Inc.	115 Stoner Avenue Westminster, MD 21157	Supports individuals with developmental disabilities through providing opportunities for independent living and community involvement	None	Public Charity	5,000
Church of the Resurrection	3175 Paulskirk Dr Ellicott City, MD 21042	Supports church programs and ministries	None	Public Charity	12,500
Compassionate Response	Embangweni Hospital, PO Box 7 Embangweni, Malawi	Provides medical supplies to the Malawi hospital	None	Public Charity	10,000
Embracing Our Mission Campaign	320 Cathedral Street Baltimore, MD 21201	Campaign to support individual parishes and archdiocesan-wide initiatives including tuition assistance, clergy care, and Catholic Charities	None	Public Charity	8,500
FAR	1669 W Maple Rd Birningham, MI 48009	A non-profit organization that provides creative aits therapy and other services for children and adults with physical, mental or emotional disabilities	None	Public Charity	1,000
Grassroots	6700 Freetown Road, Columbia MD 21044	Energency and transitional shelter, 24-hour phone and walk-in crisis center, and educational resource for the community	None	Public Charity	5,000
Howard County Striders	PO Box 563 Columbia, MD 21045	Supports scholarship programs that are awarded to local Junior Striders	None	Public Charity	2,000
Howard County Autism Society	10280 Old Columbia Road, Suite 215 Columbia, MD 21046	Supports education, advocacy and public awareness programs about autism in the local community	None	Public Charity	3,000

LISA HIGGINS-HUSSMAN FOUNDATION, INC. SUPPLEMENTAL SCHEDULES TO 2011 FORM 990-PF TAX YEAR ENDING 6/30/12 SCHEDULE 6 - GRANTS AND CONTRIBUTIONS PAID DURING THE 1 EAR (PART XV, SECTION 3).

Vendor	Address	Note	Relationship	Foundation Status of Recipient	Paid
Howard Hospital Foundation	10700 Charter Drive, Suite 250 Columbia, MD 21044	Supports the Claudia Mayer Cancer Resource Center which provides support and assistance for cancer patients and their families and caregivers	None	Public Charity	0,500
Kelberman Center	1601 Armory Drive, Building C Utica, NY 13501	Regional center for excellence for individuals with Autism Spectrum Disorders Provides prompt evaluation and diagnosis, individualized education and services, social and life skills enhancement, innovative practices, training and research	None	Public Charity	4,000
Kennedy Krieger Institute	707 North Broadway Baltimore, MD 21205	Supports programs and services for children with developmental disabilities	None	Public Charity	1,000
Leukemia and Lymphoina Society	Maryland Chapter 11350 McCormick Road Executive Plaza III, Suite 100 Hunt Valley, MD 21031	Supports the programs and services of the Maryland Chapter to further its mission to cure leukemia, lymphoma, Hodgkin's disease, and mycloma, and improve the quality of life of patients and their families	None	Public Charity	1.800
makingChange	10440 Little Patuvent Pkwy, Suite 900, Columbia, MD 21044	Supported the Howard County Passport to Financial Literacy Event	None	Public Charity	000'1
Manna Food Center	614 Lofstrand Lane Rockville, MD 20850	Supports programs and services designed to provide food assistance in Montgomery County	None	Public Charity	1,000
Maryland Food Bank	2200 Halethorpe Farms Road Baltmore, MD 21227	Supports services that allow the Food Bank to distribute food and expand important programs that are reaching more children and seniors at risk of hunger	None	Public Charity	1,000
Maryland School for the Deaf	PO Box 636 Fredenck, MD 21705-9636	Supports educational scholarships and resources to enhance the educational opportunities of all students	None	Public Charity	200
Marriotts Ridge Booster Club	12100 Woodford Dr Marriottsville, Maryland 21104	Supports extracurricular activities at Marriotts Ridge High School	None	Public Charity	1,000
Montgomery Hospice	6001 Nuncaster Mill Rd Rockville, MD 20855	Provides high quality, compassionate care and grief counseling for any resident of Montgomery County, Maryland	None	Public Charity	5,000
Multicultural Children's Tennis Association, Inc.	6504 Great Drum Circle Columbia, MD 21044	Supports tennis programs at local schools	None	Public Charity	200
Nova Southeastern University	3301 College Avenue Fort Lauderdale-Davie, FL 33314-7796	Support the scholarships provided to families participating in the MSI Starting Right program	None	Public Charity	10,000
Organization for Autism Research	2000 North 14th Street, Suite 710 Arlington, VA 22201	Supports programs and services dedicated to promoting research that helps individuals with autism and their families find much-needed answers to their immediate and urgent questions	None	Public Charity	100,000

LISA HIGGINS-HUSSMAN FOUNDATION, INC. SUPPLEMENTAL SCHEDULES TO 2011 FORM 990-PF TAX YEAR ENDING 6/30/12 SCHEDULE 6 - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR (PART XV, SECTION 3)

				Foundation	
				Status of	
Vendor	Address	Note	Relationship	Recipient	Paid
0.A.T.S.	3090 Weidemann Dr., Clarkston, MI 48348	Supports programs that provide horseback	None	Public Charity	1,000
		riding and other activities to handicapped individuals		-	
Soles 4 Souls, Inc.	319 Martingale Drive Old Hickory TN 17138	Supports programs that provides new shoes to	None	Public Chanty	1,500
Special Olympics of Maryland	P O Box 2790, Brooklyn, MD 21225-0790	To provide support for Special Olympic	None	Public Chairty	2,500
St. Jude Research Hospital	501 St Jude Place, Memphis, TN 38105	To provide support to St Jude's Research Hosnital	None	Public Charity	000'9
St. Louis Church	12500 Clarksville Pike, Clarksville, MD 21029	Supports the church and the Harts mission parrish	None	Public Charity	10,000
The Columbia Triathlon Association	9130-G Red Branch Road	A non-profit association based in Columbia,	None	Public Charity	5,000
	Columbia, MD 21045	Maryland that supports triathlon, duathlon and multisport athletes through race sponsorship and results			
Tissue Banks International	815 Park Avenue Baltımore, Maryland USA 21201	Non-profit network of medical eye and tussue banks dedicated to the rehef of human suffering through transplantation	None	Public Chanty	5,000
Towson Foundation	8000 York Road Towson, MD 21252-0001	Supports the Public Health Nursing Community Action Projects that make it possible for senior nursing students to develop and implement health promotion and disease prevention programs in the community	None	Public Charrty	1,000
Ulman Cancer Fund for Young Adults	10440 Little Patuvent Parkway Suite G1 Columbia, MD 21044	Supports programs, education, and resources to help young adults with cancer	None	Public Charity	25,400
Ursuline High School	750 Wick Avenue, Youngstown, OH 44505	To support educational programs at Ursuline High School	None	Private School	10,000
Wayne State University	5475 Woodward Ave Detroit, MI 48202	Supports student scholarship programs	None	Public Charity	1,000
Wounded Warrior Project	1120 G Streel NW, Sunte 700 Washington, DC 2000S	Supports programs and services to severely injured service members during the time between active duty and transition to civilian life.	None	Public Charity	11,000
		TOTAL CONTRIBUTIONS, GIFTS, AND GRANTS PAID	, AND GRANT		\$ 608,700