Form **990-PF**

Department of the Treasury
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

For calendar year 2011 or tax year beginning JUL 1, 2011 , **and ending** JUN 30, 2012

Name of foundation
ELLISON S. AND NOEL P. MCKISSICK FOUNDATION

A Employer identification number 57-0739969

Number and street (or P O box number if mail is not delivered to street address) PO BOX 369
Room/suite

B Telephone number 864-859-6323

City or town, state, and ZIP code
EASLEY, SC 29641

C If exemption application is pending, check here ▶ ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1 Foreign organizations, check here ▶ ☐

2\. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶$ 16,170,687.

J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) *(Part I, column (d) must be on cash basis.)*

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)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	446,808.	446,808.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	371,023.			
	b Gross sales price for all assets on line 6a 2,123,195.				
	7 Capital gain net income (from Part IV, line 2)		371,023.		
	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	162.	162.		STATEMENT 2
	12 **Total** Add lines 1 through 11	817,993.	817,993.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 3	2,400.	1,200.		1,200.
	c Other professional fees STMT 4	74,926.	74,926.		0.
	17 Interest				
	18 Taxes STMT 5	11,880.	0.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 6	58.	0.		0.
	24 **Total operating and administrative expenses** Add lines 13 through 23	89,264.	76,126.		1,200.
	25 Contributions, gifts, grants paid	759,054.			759,054.
	26 **Total expenses and disbursements** Add lines 24 and 25	848,318.	76,126.		760,254.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	<30,325.>			
	b **Net investment income** (if negative, enter -0-)		741,867.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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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			
	2	Savings and temporary cash investments	741,329.	216,789.	216,789.
	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			
	10a	Investments - U.S. and state government obligations			
	b	Investments - corporate stock STMT 7	8,593,377.	8,199,098.	9,621,347.
	c	Investments - corporate bonds STMT 8	5,117,159.	6,005,653.	6,332,551.
	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)	14,451,865.	14,421,540.	16,170,687.
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 ▶ ☐ 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 ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	0.	0.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	14,451,865.	14,421,540.	
	30	**Total net assets or fund balances**	14,451,865.	14,421,540.	
	31	**Total liabilities and net assets/fund balances**	14,451,865.	14,421,540.	

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	14,451,865.
2	Enter amount from Part I, line 27a	2	<30,325.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	14,421,540.
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	14,421,540.

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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	STOCK SALES - SEE ATTACHED		VARIOUS	VARIOUS
b	STOCK SALES - SEE ATTACHED		VARIOUS	VARIOUS
c	STOCK SALES - SEE ATTACHED		VARIOUS	VARIOUS
d	STOCK SALES - SEE ATTACHED		VARIOUS	VARIOUS
e	CAPITAL GAINS DIVIDENDS			

	(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	1,768,158.		1,454,899.	313,259.
b	29,992.		29,977.	15.
c	192,086.		168,876.	23,210.
d	110,730.		98,420.	12,310.
e	22,229.			22,229.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				313,259.
b				15.
c				23,210.
d				12,310.
e				22,229.

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 } 2 371,023.

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	586,948.	15,925,356.	.036856
2009	690,273.	14,612,254.	.047239
2008	428,534.	13,336,851.	.032132
2007	725,514.	16,996,943.	.042685
2006	556,312.	12,361,274.	.045004

2	**Total** of line 1, column (d)	2	.203916
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	.040783
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	15,958,279.
5	Multiply line 4 by line 3	5	650,826.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	7,419.
7	Add lines 5 and 6	7	658,245.
8	Enter qualifying distributions from Part XII, line 4	8	760,254.

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 ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ **(attach copy of letter if necessary-see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b			1	7,419.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	0.
3	Add lines 1 and 2			3	7,419.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	7,419.
6	Credits/Payments:				
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	7,720.		
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	7,720.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☒ if Form 2220 is attached			8	5.
9	**Tax due** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	296.
11	Enter the amount of line 10 to be: **Credited to 2012 estimated tax** ▶ 296. **Refunded** ▶			11	0.

Part VII-A Statements Regarding Activities

			Yes	No
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		X
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*	1b		X
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ SC			
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* SEE STATEMENT 9	8b		X
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

		Yes	No
11. At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ ROBERT H. THOMAS, JR. Telephone no. ▶864-859-6323

Located at ▶PO BOX 369, EASLEY, SC ZIP+4 ▶29641

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

		Yes	No
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		X
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of 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 During the year did the foundation (either directly or indirectly):			
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
(6) Agree to pay money or property to a government official? (**Exception** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? N/A	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		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ Yes ☒ 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	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. ▶ _____, _____, _____, _____			
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b If "Yes," did it have excess business holdings in 2011 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)* N/A	3b		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

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

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

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

If "Yes," attach the statement required by Regulations section 53 4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(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
ELIZABETH M. FAUNTLEROY PO BOX 369 EASLEY, SC 29641	DIRECTOR 0.00	0.	0.	0.
CAROLINE MCKISSICK YOUNG PO BOX 369 EASLEY, SC 29641	DIRECTOR 0.00	0.	0.	0.
ELLISON S. MCKISSICK, III PO BOX 369 EASLEY, SC 29641	DIRECTOR 0.00	0.	0.	0.
ROBERT H. THOMAS PO BOX 369 EASLEY, SC 29641	TREASURER 0.00	0.	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

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 N/A	
2	
All other program-related investments. See instructions. 3	
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	15,658,636.
b	Average of monthly cash balances	1b	542,662.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	16,201,298.
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	16,201,298.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	243,019.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	15,958,279.
6	**Minimum investment return**. Enter 5% of line 5	6	797,914.

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	797,914.
2a	Tax on investment income for 2011 from Part VI, line 5 — 2a: 7,419.		
b	Income tax for 2011. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	7,419.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	790,495.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	790,495.
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	790,495.

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	760,254.
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	760,254.
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	7,419.
6	**Adjusted qualifying distributions** Subtract line 5 from line 4	6	752,835.

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				790,495.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			758,321.	
b Total for prior years: ______ , ______ , ______		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006 ______				
b From 2007 ______				
c From 2008 ______				
d From 2009 ______				
e From 2010 ______				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ $ 760,254.				
a Applied to 2010, but not more than line 2a			758,321.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2011 distributable amount				1,933.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				788,562.
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	0.			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2007 ______				
b Excess from 2008 ______				
c Excess from 2009 ______				
d Excess from 2010 ______				
e Excess from 2011 ______				

Part XIV **Private Operating Foundations** (see instructions and Part VII-A, question 9) N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon: a "Assets" alternative test - enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV **Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year-see instructions.)**

1 **Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000). (See section 507(d)(2).)

NONE

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

NONE

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
ANNA JULIA COOPER EPISCOPAL SCHOOL 2124 N 29TH STREET RICHMOND, VA 23223		PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSES OF THE ORGANIZATION	50,000.
BOYS AND GIRLS CLUBS OF THE SANDHILLS 160 MEMORIAL PARK COURT SOOUTHERN PINES, NC 28387		PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSES OF THE ORGANIZATION	25,000.
BRIGHAM YOUNG UNIVERSITY 1 NORTH UNIVERSITY AVENUE PROVO, UT 84601		PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSES OF THE ORGANIZATION	3,000.
A CHILD'S HAVEN 1124 RUTHERFORD RD GREENVILLE, SC 29609		PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSES OF THE ORGANIZATION	1,000.
CAROLINA HORSE PARK 2814 MONTROSE RD RAEFORD, NC 28376		PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSES OF THE ORGANIZATION	10,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	759,054.
b Approved for future payment NONE				
Total			▶ 3b	0.

ELLISON S. AND NOEL P. MCKISSICK FOUNDATION 57-0739969

Part XV **Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CHRIST CHURCH EPISCOPAL 10 NORTH CHURCH STREET GREENVILLE, SC 29601		PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSES OF THE ORGANIZATION	27,000.
CHRIST CHURCH EPISCOPAL 10 NORTH CHURCH STREET GREENVILLE, SC 29601		PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSES OF THE ORGANIZATION	44,054.
COLLEGE OF CHARLESTON 66 GEORGE STREET CHARLESTON, SC 29424		PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSES OF THE ORGANIZATION	3,000.
COMMUNITY FOUNDATION OF GREENVILLE 27 CLEVELAND STREET #101 GREENVILLE, SC 29601		PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSES OF THE ORGANIZATION	187,000.
EMMANUEL EPISCOPAL CHURCH 340 SOUTH RIDGE STREET SOUTHERN PINES, NC 28387		PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSES OF THE ORGANIZATION	2,500.
FOUNDATION OF HUDSON VALLEY HOSPITAL CENTER 1980 CROMPOND ROAD CORTLANDT MANOR, NY 10567		PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSES OF THE ORGANIZATION	1,000.
JULIE VALENTINE CENTER 2905 WHITE HORSE RD GREENVILLE, SC 29611		PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSES OF THE ORGANIZATION	5,000.
NC OUTWARD BOUND FOR SCHOLARSHIP PROGRAM 2582 RICEVILLE ROAD ASHEVILLE, NC 28805		PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSES OF THE ORGANIZATION	5,000.
OPERATION SMILE 6435 TIDEWATER DRIVE NORFOLK, VA 23509		PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSES OF THE ORGANIZATION	15,000.
PETER-PAUL DEVELOPMENT CENTER 1708 NORTH 22ND STREET RICHMOND, VA 23223		PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSES OF THE ORGANIZATION	15,000.
Total from continuation sheets				670,054.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
PETER-PAUL DEVELOPMENT CENTER 1708 NORTH 22ND STREET RICHMOND, VA 23223		PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSES OF THE ORGANIZATION	10,000.
PICKENS COUNTY MEALS ON WHEELS PO BOX 184 EASLEY, SC 29641		PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSES OF THE ORGANIZATION	60,000.
SANDHILLS/MOORE COALITION FOR HUMAN CARE 1500 WEST INDIANA AVENUE SOUTHERN PINES, NC 28387		PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSES OF THE ORGANIZATION	7,000.
PEACE CENTER FOR PERFORMING ARTS 101 W BROAD STREET GREENVILLE, SC 29601		PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSES OF THE ORGANIZATION	250,000.
SC NATURAL RESOURCES SOCIETY 113 W MAIN STREET SPARTANBURG, SC 29306		PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSES OF THE ORGANIZATION	5,000.
TABERNACLE BAPTIST CHURCH EMERGENCY SCHOLARSHIP FUND 3931 WHITE HORSE ROAD GREENVILLE, SC 29611		PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSES OF THE ORGANIZATION	2,000.
THE MUSEUM ASSOCIATION, INC 420 COLLEGE STREET GREENVILLE, SC 29601		PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSES OF THE ORGANIZATION	5,000.
TRI-COUNTY TECHNICAL COLLEGE 7900 HIGHWAY 76 PENDLETON, SC 29670		PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSES OF THE ORGANIZATION	3,000.
TBF NC CHALLENGE GRANT 5100 N FEDERAL HIGHWAY, SUITE 200 FT LAUDERDALE, FL 33308		PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSES OF THE ORGANIZATION	5,000.
UNITING AGAINST LUNG CANCER 27 UNION SQUARE WEST, STE 304 NEW YORK, NY 10003		PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSES OF THE ORGANIZATION	2,500.
Total from continuation sheets				

ELLISON S. AND NOEL P. MCKISSICK
FOUNDATION 57-0739969

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
UNIVERSITY OF SC UPSTATE 800 UNIVERSITY WAY SPARTANBURG, SC 29303		PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSES OF THE ORGANIZATION	6,000.
WALTHOUR-MOSS FOUNDATION PO BOX 978 SOUTHERN PINES, NC 28388		PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSES OF THE ORGANIZATION	10,000.
Total from continuation sheets				

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) Exclusion 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					
4 Dividends and interest from securities			14	446,808.	
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			14	162.	
8 Gain or (loss) from sales of assets other than inventory			18	371,023.	
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.		817,993.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 817,993.

(See worksheet in line 13 instructions to verify calculations.)

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

Line No ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

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

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

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

May the IRS discuss this return with the preparer shown below (see instr)? ☒ Yes ☐ No

Signature of officer or trustee	Date	Title
	10/31/2012	SECRETARY

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self- employed	PTIN
AMY A GREER		10/31/12		P01339787

Firm's name ▶ MAGNOLIA OFFICES LLC

Firm's EIN ▶ 57-0381582

Firm's address ▶ 913 WEMBLEY ROAD
GREENVILLE, SC 29607

Phone no. 864-525-1485

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
INTEREST/DIVIDENDS	446,808.	0.	446,808.
INVESTMENT CAPITAL GAIN DIST	22,229.	22,229.	0.
TOTAL TO FM 990-PF, PART I, LN 4	469,037.	22,229.	446,808.

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
CLASS ACTION SETTLEMENT	162.	162.	
TOTAL TO FORM 990-PF, PART I, LINE 11	162.	162.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	2,400.	1,200.		1,200.
TO FORM 990-PF, PG 1, LN 16B	2,400.	1,200.		1,200.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEES	74,926.	74,926.		0.
TO FORM 990-PF, PG 1, LN 16C	74,926.	74,926.		0.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL INCOME TAX PAID	11,880.	0.		0.
TO FORM 990-PF, PG 1, LN 18	11,880.	0.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MISC BANKING CHARGES	58.	0.		0.
TO FORM 990-PF, PG 1, LN 23	58.	0.		0.

FORM 990-PF CORPORATE STOCK STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
INV ACCT #829 - SECURITIES	6,706,967.	7,830,872.
INV ACCT #058 - SECURITIES	987,254.	1,188,352.
INV ACCT #049 - SECURITIES	504,877.	602,123.
TOTAL TO FORM 990-PF, PART II, LINE 10B	8,199,098.	9,621,347.

FORM 990-PF CORPORATE BONDS STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
INV ACCT #829 - FIXED INCOME	4,869,592.	5,108,432.
INV ACCT #058 - FIXED INCOME	770,916.	830,261.
INV ACCT #049 - FIXED INCOME	365,145.	393,858.
TOTAL TO FORM 990-PF, PART II, LINE 10C	6,005,653.	6,332,551.

FORM 990-PF EXPLANATION CONCERNING PART VII-A, LINE 8B STATEMENT 9

EXPLANATION

THE SOUTH CAROLINA ATTORNEY GENERAL DOES NOT REQUIRE A COPY OF THE FORM 990-PF TO BE SUBMITTED.

REALIZED GAIN/LOSS DETAIL

Date Sold	Quantity	Asset Description	Cost Basis	Proceeds	Short Term Realized Gain/Loss	Long Term Realized Gain/Loss
03/29/12	7,867 821	DREYFUS/THE BOSTON CA S/C - I #6944	- $202,516 18	$200,000 00	$0 00	- $2,516 18
		2,873 8210 UNITS ACQUIRED ON 07/26/07	72,621 45			
		2,715 9790 UNITS ACQUIRED ON 06/27/07	72,625 28			
		2,278 0210 UNITS ACQUIRED ON 09/25/07	57,269 45			
06/27/12	3,897 791	DREYFUS/THE BOSTON CA S/C - I #6944	- 97,434.87	90,000.00	0.00	- 7,434 87
		2,905 3280 UNITS ACQUIRED ON 10/25/07	72,633 20			
		610 7790 UNITS ACQUIRED ON 09/25/07	15,354 99			
		381 6840 UNITS ACQUIRED ON 08/27/07	9,446 68			
03/29/12	2,544 529	DREYFUS/THE BOSTON CO S/C - I #6941	- 151,231 16	150,000 00	0 00	- 1,231 16
		1,236 9660 UNITS ACQUIRED ON 06/27/07	72,647 04			
		1,205 1920 UNITS ACQUIRED ON 10/25/07	72,612 82			
		102 3710 UNITS ACQUIRED ON 09/25/07	5,971 30			
06/29/12	270 000	ISHARES BARCLAYS AGGREGATE BOND FUND	- 26,887.09	30,036 85	0.00	3,149 76
		270 0000 UNITS ACQUIRED ON 08/05/08	26,887 09			
03/28/12	3,981 000	ISHARES RUSSELL 1000 GROWTH	- 134,206.68	264,492.87	0 00	130,286 19
		3,981 0000 UNITS ACQUIRED ON 02/23/09	134,206 68			
03/28/12	6,599.000	ISHARES RUSSELL 1000 VALUE	- 258,395.72	464,825.84	0.00	206,430 12
		6,599 0000 UNITS ACQUIRED ON 02/23/09	258,395 72			
06/27/12	1,607 717	PIMCO COMMODITY REAL RET STRAT-I#45	- 25,836 01	10,000.00	0.00	- 15,836.01
		1,607 7170 UNITS ACQUIRED ON 09/04/08	25,836 01			
09/30/11	11,614 834	PIMCO FOREIGN BD FD USD H-INST #103	- 118,312 91	123,349.54	0.00	5,036 63
		9,502 6660 UNITS ACQUIRED ON 10/25/07	96,832 16			
		2,112 1680 UNITS ACQUIRED ON 11/27/07	21,480 75			
06/29/12	370 000	VANGUARD SHORT TERM BOND ETF	- 29,977.40	29,991.52	14.12	0.00
		370 0000 UNITS ACQUIRED ON 03/27/12	29,977 40			
09/30/11	13,925 580	WELLS FARGO ADV ENTERPR CL I #3118	- 440,077 92	435,452.89	0.00	- 4,625 03
		2,410 4100 UNITS ACQUIRED ON 05/18/09	52,016 64			
		11,515 1700 UNITS ACQUIRED ON 08/05/08	388,061 28			
Total This Period			- $1,484,875.94	$1,798,149.51	$14 12	$313,259 45
		Long Term Net Gain	$1,454,898 54	$1,768,157 99	$ 0.00	$313,259 45
		Short Term Net Gain	$ 29,977 40	$ 29,991 52	$14 12	$ 0 00

Ellison S and Noel P Mckissick Foundation
EIN 57-0739969
Attachment to Form 990PF, Part IV
For Year Ending June 30, 2012

REALIZED GAIN/LOSS DETAIL

DATE SOLD	QUANTITY	ASSET DESCRIPTION	COST BASIS	PROCEEDS	SHORT TERM REALIZED GAIN/LOSS	LONG TERM REALIZED GAIN/LOSS
03/28/12	1,077 586	DREYFUS/THE BOSTON CA S/C - I #6944 1,077 5860 UNITS ACQUIRED ON 06/27/07	- $28,814.65 28,814 65	$27,500.00	$0.00	- $1,314 65
03/28/12	463 119	DREYFUS/THE BOSTON CO S/C - I #6941 463 1190 UNITS ACQUIRED ON 06/27/07	- 27,198 98 27,198 98	27,500 00	0.00	301 02
03/28/12	779 000	ISHARES RUSSELL 1000 VALUE 779 0000 UNITS ACQUIRED ON 02/23/09	- 30,503 07 30,503 07	54,918 51	0 00	24,415 44
09/30/11	1,191.454	PIMCO FOREIGN BD FD USD H-INST #103 1,191 4540 UNITS ACQUIRED ON 06/27/07	- 11,854 97 11,854 97	12,653 24	0.00	798 27
09/30/11	2,223.046	WELLS FARGO ADV ENTERPR CL I #3118 364 0720 UNITS ACQUIRED ON 05/18/09 1,858 9740 UNITS ACQUIRED ON 08/05/08	- 70,504.09 7,856 68 62,647 41	69,514 65	0.00	- 989 44
Total This Period			- $168,875 76	$192,086 40	$0.00	$23,210 64

Ellison S and Noel P Mckissick Foundation
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Attachment to Form 990PF, Part IV
For Year Ending June 30, 2012

REALIZED GAIN/LOSS DETAIL

Date Sold	Quantity	Asset Description	Cost Basis	Proceeds	Short Term Realized Gain/Loss	Long Term Realized Gain/Loss
03/28/12	587.774	DREYFUS/THE BOSTON CA S/C - I #6944 587 7740 UNITS ACQUIRED ON 06/27/07	- $15,717.08 15,717 08	$15,000 00	$0 00	- $717 08
03/28/12	252 610	DREYFUS/THE BOSTON CO S/C - I #6941 252 6100 UNITS ACQUIRED ON 06/27/07	- 14,835.78 14,835 78	15,000.00	0 00	164.22
06/27/12	45.000	ISHARES BARCLAYS AGGREGATE BOND FUND 45 0000 UNITS ACQUIRED ON 08/05/08	- 4,481.57 4,481 57	4,996 68	0 00	515.11
03/28/12	213 000	ISHARES RUSSELL 1000 VALUE 213 0000 UNITS ACQUIRED ON 02/23/09	- 8,364 51 8,364 51	14,999 67	0 00	6,635 16
06/27/12	195 000	ISHARES RUSSELL 1000 VALUE 195 0000 UNITS ACQUIRED ON 02/23/09	- 7,657 65 7,657 65	13,035 48	0 00	5,377.83
09/30/11	750 455	PIMCO FOREIGN BD FD USD H-INST #103 750 4550 UNITS ACQUIRED ON 06/27/07	- 7,467 03 7,467 03	7,969.83	0 00	502 80
06/25/12	354 925	PIMCO TOTAL RET FD-INST #35 354 9250 UNITS ACQUIRED ON 06/27/07	- 3,602 49 3,602 49	4,000 00	0 00	397 51
06/25/12	43 459	RS VALUE FUND CL Y 1654 43 4590 UNITS ACQUIRED ON 08/05/08	- 1,031 72 1,031 72	1,000 00	0 00	- 31.72
09/30/11	1,110 611	WELLS FARGO ADV ENTERPR CL I #3118 178 6560 UNITS ACQUIRED ON 05/18/09 931 9550 UNITS ACQUIRED ON 08/05/08	- 35,262 28 3,855 40 31,406 88	34,728.81	0 00	- 533 47
Total This Period			- $98,420 11	$110,730.47	$0 00	$12,310 36

Ellison S and Noel P Mckissick Foundation
EIN 57-0739969
Attachment to Form 990PF, Part IV
For Year Ending June 30, 2012