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

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

2011

For calendar year 2011 or tax year beginning

JULY 1

, 2011, and ending

JUNE 30

, 20

12

Name of foundation

IRENE RYAN FOUNDATION

A Employer identification number

95-2702624

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

Room/suite

B Telephone number (see instructions)

16 LIME STREET

949-400-0266

City or town, state, and ZIP code

NEWBURYPORT, MA 01950

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

C If exemption application is pending, check here ☐**D 1.** Foreign organizations, check here ☐**2.** Foreign organizations meeting the 85% test, check here and attach computation ☐

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) **\$** 396,810
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) (see instructions).)

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	3,048	3,048	3,048	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a 10,967				
	7 Capital gain net income (from Part IV, line 2)		0		
	8 Net short-term capital gain				
	9 Income modifications			0	
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less: Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	618	618	618	
	12 Total. Add lines 1 through 11	3,666	3,666	3,666	
	13 Compensation of officers, directors, trustees, etc.	10,400	5,200	5,200	
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	30	15	15	15
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	13,382	6,691	6,691	6,691
	24 Total operating and administrative expenses. Add lines 13 through 23	23,812	11,906	11,906	11,906
	25 Contributions, gifts, grants paid				
	26 Total expenses and disbursements. Add lines 24 and 25	23,812	11,906	11,906	11,906
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	(20,146)			
	b Net investment income (if negative, enter -0-)		0		
	c Adjusted net income (if negative, enter -0-)			0	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	210,000	115	115
	2	Savings and temporary cash investments	41,910	6,695	6,695
	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) ▶ Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U.S. and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	0	0	0
	c	Investments—corporate bonds (attach schedule)	167,913	365,000	365,000
	11	Investments—land, buildings, and equipment: basis ▶ Less: accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment: basis ▶ Less: accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶ DEPOSIT IN TRANSIT @ 6-30-2012)		25,000	25,000	
16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	419,823	396,810	396,810	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable	3,000	2,500	
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ PECKENPAUGH-PRIOR YR)			
	23	Total liabilities (add lines 17 through 22)	3,000	2,500	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here . . . ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	416,823	394,310	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	416,823	394,310	
30	Total net assets or fund balances (see instructions)				
31	Total liabilities and net assets/fund balances (see instructions)	419,823	396,810		

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	419,823
2	Enter amount from Part I, line 27a	2	(20,146)
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	
5	Decreases not included in line 2 (itemize) ▶ (2,867)	5	(2,867)
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	396,810

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	GE MONEY BANK UT RT .5500%	P	07-19-2011	06-20-2012
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 10,967	0	11,000	(
b			
c			
d			
e			

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			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	(33)
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 }	3	

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

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

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

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

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

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010			
2009			
2008			
2007			
2006			

2 Total of line 1, column (d)	2	
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	
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	
5 Multiply line 4 by line 3	5	
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	
7 Add lines 5 and 6	7	
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	0
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	
3	Add lines 1 and 2	3	0
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	0
6	Credits/Payments:		
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be: Credited to 2012 estimated tax Refunded	11	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?		✓
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		✓
c Did the foundation file Form 1120-POL for this year?		✓
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$ _____ (2) On foundation managers. ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		✓
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes.</i>		✓
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		✓
b If "Yes," has it filed a tax return on Form 990-T for this year?		✓
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		✓
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	✓	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	✓	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶		
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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	✓	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	✓	
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		✓

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		✓
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 ▶	13	✓	
14	The books are in care of ▶ DONALD R MCLEAN Telephone no. ▶ 949-400-0266 Located at ▶ 16 LIME STREET, NEWBURYPORT, MA ZIP+4 ▶ 01950			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here. ▶ <input checked="" type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ▶ 15			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶	16	Yes	No ✓

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

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

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

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ No **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? ☐ 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? ☐ Yes ☒ No **6b**

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? ☐ Yes ☒ No **7b**

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
DONALD R. MCLEAN 16 LIME ST, NEWBURYPORT, MA 01950	MNG DIRECTOR	5,200	0	0
CLYNE SHEALY 5304 VAN ALDEN, TARZANA, CA 91356	TRUSTEE	2,600	0	0
BARBARA H MCLEAN 16 LIME ST, NEWBURYPORT, MA 01950	TRUSTEE	2,600	0	0

2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000 ☐ **0**

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NA		

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 NA	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 NA	
2	
All other program-related investments. See instructions.	
3 NA	
Total. Add lines 1 through 3	

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	386,202
b	Average of monthly cash balances	1b	19,218
c	Fair market value of all other assets (see instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	405,420
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	405,420
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	0
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	405,420
6	Minimum investment return. Enter 5% of line 5	6	20,271

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

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	6,941
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	6,941
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	6,941

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				
2 Undistributed income, if any, as of the end of 2011:				
a Enter amount for 2010 only				
b Total for prior years: 20____, 20____, 20____				
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				
4 Qualifying distributions for 2011 from Part XII, line 4: ► \$ _____				
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				
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
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(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				
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)

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

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

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

Tax year	Prior 3 years			(e) Total
(a) 2011	(b) 2010	(c) 2009	(d) 2008	
0	0		0	0
b 85% of line 2a				
c Qualifying distributions from Part XII, line 4 for each year listed	6,941	13,412	13,752	14,692
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	6,941	13,412	13,752	14,692
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)	6,941	14,160	14,134	19,011
b "Endowment" alternative test—enter $\frac{2}{3}$ 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:
SUBMISSION BY COLLEGE THEATRICAL DEPARTMENTS TO THE AMERICAN WING-ANNUAL IRENE RYAN SCHOLARSHIPS

b The form in which applications should be submitted and information and materials they should include:
CONTACT COLLEGE OR UNIVERSITY THEATRICAL ARTS DEPARTMENT

c Any submission deadlines:
ASK THE THEATRICAL ARTS DEPARTMENT OF YOUR COLLEGE OR UNIVERSITY

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:
NONE OTHER THAN IT MHST BE DONE THROUGH A COLLEGE OR UNIVERSITY ARTS DEPARTMENT

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 <i>Paid during the year</i> SEE SCHEDULE OF COMPETITION WINNERS	NONE		ACTING SCHOLARSHIPS	13,000
Total			3a	13,000
b <i>Approved for future payment</i> UNCLAIMED WINNER SCHOLARSHIPS	NONE		ACTING SCHOLARSHIPS	2,500
Total			3b	2,500

(e)
Related or exempt
function income
(See instructions.)

- NONE

Form **990-PF** (2011)

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?		Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of:			
(1) Cash	1a(1)		✓
(2) Other assets	1a(2)		✓
b Other transactions:			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		✓
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		✓
(3) Rental of facilities, equipment, or other assets	1b(3)		✓
(4) Reimbursement arrangements	1b(4)		✓
(5) Loans or loan guarantees	1b(5)		✓
(6) Performance of services or membership or fundraising solicitations	1b(6)		✓
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		✓
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.			

[illegible]

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
NONE		

**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.

Donald R. McLean
Signature of officer or trustee

8-28-12
Date

MANAGING DIRECTOR
Title

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

**Paid
Preparer
Use Only**

Print/Type preparer's name

DONALD MCLEAN TRUSTEE

Preparer's signature

Repairer's signature
Donald R. McLean

Date _____

8-28-12

Check ☐ if self-employed

PTIN

Firm's name ► DONALD MCLEAN

Firm's EIN ▶ 509-381341

Firm's address ► 16 LIME ST. NEWBURYPORT, MA 01950

Phone no. 949-4000266



PROOF OF PUBLICATION (2015.5 C.C.P)

I am a citizen of the United States and a resident of the county aforesaid; I am over the age of eighteen years, and not a part or interested in the above title matter. I am the principle clerk of The Garden Grove Journal, a newspaper of general circulation, published in the City of Garden Grove, County of Orange, and which newspaper has been adjudicated as a newspaper of general circulation by the Superior Court of the County of Orange, State of California on November 26, 1984, case number A 124641; that the notice, of which the annexed is a printed copy, has been published in regular and entire issues of said newspaper and not run in supplement thereof on the following date(s), to wit:

Publish Date:

Aug. 30th, 2013

I certify (or declare) under penalty of perjury that the foregoing is true and correct. Executed at Garden Grove, California.

Date *Aug. 30th, 2013*

Nancy Baraglia

GARDEN GROVE JOURNAL

12866 Main Street, Suite 203, Garden Grove, CA 92840
Tel: 714 539-6018 • Fax: 714 539-6079

This space is for the County Clerk's Filing

NOTICE OF AVAILABILITY OF ANNUAL RETURN

Pursuant to Section 6104 (d) of the Internal Revenue Code, notice is hereby given that the annual return for the year ending JUNE 30TH, 2012 of the IRENE RYAN FOUNDATION, a private foundation, is available for public inspection by any interested citizen who requests it at the foundation's principal office located at 5304 VAN ALDEN, TARZANA, CA 91356, telephone (949) 400-0266, beginning on the date of this publication and for 180 days thereafter during normal business hours 9.00 A M to 5 00 P M. The principal manager of the foundation is CLYNE SHEALY
IRENE RYAN FOUNDATION
5304 VAN ALDEN
TARZANA, CA 91356
(949) 400-0266
Publish August 30th, 2011
Garden Grove Journal (12-50-13)

THE IRENE RYAN FOUNDATION
LIST OF SECURITIES AT 06-30-2012
FED TAX ID NUMBER 95-2702624

HOLDING	RATE	FACE	MATURES
AURORA BANK	0.75%	50,000.00	9/10/12
GE MONEY BANK	0.55%	15,000.00	1/22/13
GE CAPITAL FIN INC	0.85%	70,000.00	7/10/13
GE CAPITAL FIN INC	1.00%	70,000.00	1/2/14
GE CAPITAL FIN INC	1.30%	70,000.00	7/1/14
ALLY BANK	0.90%	25,000.00	3/2/25
DISCOVER BANK	1.50%	65,000.00	9/8/15
		365,000.00	

IRENE RYAN FOUNDATION
DIVIDEND AND INTEREST EARNINGS
FYE 6-30-2012

TAX ID 95-2702624

<u>DATE</u> <u>RECEIVED</u>	<u>DIVIDEND</u>	<u>INTEREST</u>	<u>OTHER</u>	<u>MONTHLY</u> <u>TOTAL</u>	<u>ACCUM</u> <u>TOTAL</u>
JUL	\$ 0.52	\$ 228.11		\$ 228.63	\$ 228.63
AUG	\$ -	\$ 639.70		\$ 639.70	\$ 868.33
SEP	\$ 0.18	\$ 189.04		\$ 189.22	\$ 1,057.55
OCT	\$ -	\$ -		\$ -	\$ 1,057.55
NOV	\$ -	\$ -		\$ -	\$ 1,057.55
DEC	\$ -	\$ -		\$ -	\$ 1,057.55
JAN	\$ -	\$ 1,183.66		\$ 1,183.66	\$ 2,241.21
FEB	\$ 0.01	\$ 107.86		\$ 107.87	\$ 2,349.08
MAR	\$ 0.08	\$ 673.15		\$ 673.23	\$ 3,022.31
APR	\$ -	\$ -		\$ -	\$ 3,022.31
MAY	\$ -	\$ -		\$ -	\$ 3,022.31
JUN	\$ -	\$ 25.69		\$ 25.69	\$ 3,048.00
	<u>\$ 0.79</u>	<u>\$ 3,047.21</u>		<u>\$ 3,048.00</u>	-

ROYALTIES
RECEIVED
FYE 06-30-2013

<u>DATE</u>	<u>AMOUNT</u>	<u>SOURCE</u>
11/12/12	\$ 201.39	SOUND EXCHANGE
01/01/12	\$ 134.04	SOUND EXCHANGE
3/12/12	\$ 157.59	SOUND EXCHANGE
6/27/12	\$ 124.49	SOUND EXCHANGE
	<u>\$ 617.51</u>	

**NOTE RE EARNINGS OF LESS THAN 5% ON INVESTMENTS
FOR THE FISCAL YEAR ENDED 06-30-2012:**

THE AVAILABLE YIELD ON SAFE SECURITIES CONTINUES TO BE VERY LOW.

**THE BOARD HAS DECIDED TO INVEST IN CERTIFICATES OF DEPOSIT IN ORDER
TO OBTAIN THE FDIC INSURANCE.**

HOPEFULLY HIGHER YIELDS WILL BE AVAILABLE IN THE FUTURE.

**IT SHOULD ALSO BE NOTED THAT THERE WERE NO TRAVEL OR LODGING
EXPENSES AS THE DIRECTORS ELECTED TO FORGO THE NORMAL TRIP.**

**IRENE RYAN FOUNDATION
MINIMUM INVESTMENT RETURN
FORM 990-PF, PAGE 8, PART X
FYE 6/30/2012**

MONTH	SEC @ FMV	CASH PER	TOTAL
		BANK	
		STATEMENT	FMV
JULY	\$390,486.72	\$24,516.10	
AUGUST	\$390,409.60	\$24,538.96	
SEPTEMBER	\$390,551.69	\$25,259.84	
OCTOBER	\$392,300.50	\$22,659.84	
NOVEMBER	\$392,300.50	\$22,861.23	
DECEMBER	\$392,300.50	\$22,361.23	
JANUARY	\$392,124.46	\$21,078.93	
FEBRUARY	\$393,195.74	\$21,186.79	
MARCH	\$393,046.51	\$19,859.94	
APRIL	\$369,236.66	\$13,110.53	
MAY	\$369,236.66	\$6,590.63	
JUNE	\$369,236.66	\$6,594.13	
	\$4,694,426.20	\$230,618.15	\$4,865,044.35
DIVIDE BY 12	\$386,202.18	\$19,218.18	\$405,420.36

IRENE RYAN FOUNDATION - WINNERS FYE 6-30-2012

**IRENE RYAN FOUNDATION
WINNERS INSTITUTIONS - FYE 06-30-2012**

<u>NAME</u>	<u>SCHOOL</u>	<u>INSTITUTION ADDRESS 1</u>	<u>INSTITUTION ADDRESS 2</u>	<u>INST ZIP</u>	<u>AMT</u>
ANDREW BURNAP	UNIVERSITY OF RI	105 UPPER COLLEGE RD	KINGSTON, RI	02881	\$ 500.00
KENNETH MURRAY	SO CONNECTICUT ST U	501 CRESCENT ST	NEW HAVEN, CT	06511	\$ 500.00
HAELY JARDAS	AMERICAN UNIVERSITY	4400 MASSACHUSETTS AV	WASHINGTON DC	20016	\$ 500.00
KAITLYN FROTTON	RIDER UNIVERSITY	2083 LAWRENCEVILLE RD	LAWRENCEVILLE NJ	08648	\$ 500.00
ABBY VOMBRACK	ILLINOIS ST U	THEATRE SCHOOL BOX 5700	NORMAL IL	61761	\$ 500.00
OWAIS AHMED	ILLINOIS ST U	THEATRE SCHOOL BOX 5700	NORMAL IL	61761	\$ 500.00
JESSICA HILL	COLUMBUS STATE U	4225 UNIVERSITY AV	COLUMBUS,GA	31907	\$ 500.00
MAX REINHARDSEN	SAVANA COL OF ART	22 E LATHROP AV	SAVANA, GA	31415	\$ 500.00
TIFFANY STRENG	WINONA ST U	175 W MARKET ST	WINONA,MN	55987	\$ 500.00
JACOB JANUARY	WICHITA ST U	1845 FAIRMOUNT ST	WICHITA,KS	67260	\$ 500.00
ANGELIA STARK	TEXAS ST U	601 UNIVERSITY DRIVE	SAN MARCOS,TX	78666	\$ 500.00
KEVIN PERCIVAL	U OF OKLAHOMA	OLD SCIENCE HALL	NORMAN,OK	73019	\$ 500.00
JAMES UDOM	DIABLO COLLEGE	321 GOLF CLUB RD	PLEASANT HILL,CA	94523	\$ 500.00
JAMES MCGRATH	WESTERN WASHINGTON U	516 HIGH ST	BELLINGHAM, WA	98225	\$ 500.00
ANTHONY CLOYD	SANTA MONICA COL	1900 PICO BLVD	SANTA MONICA,CA	90405	\$ 500.00
BECCA INGRAM	BRIGAM YOUNG U	BYU TMA OFFICE D 581	PROVO,U	84602	\$ 500.00
JAMES UDOM (NATION	DIABLO COLLEGE	321 GOLF CLUB RD	PLEASANT HILL,CA	94523	\$ 2,500.00
KEVIN PERCIVAL (NATI	U OF OKLAHOMA	OLD SCIENCE HALL	NORMAN,OK	73019	\$ 2,500.00
					<u>\$ 13,000.00</u>

**IRENE RYAN FOUNDATION
WINNERS HOME ADDRESSES FYE 06-30-2012**

<u>NAME</u>	<u>STREET</u>	<u>CITY, STATE, ZIP</u>
ANDREW BURNAP	105 SLEEPY HOLLOW LANE	WAKEFIELD, RI,02879
KENNETH MURRAY	711 SAVIN AV,#13 D	WEST HAVEN, CT 06516
HAELY JARDAS	4100 MAS AVE #404	WASHINGTON DC, 20016
KAITLYN FROTTON	2195 PENNINGTON RD	EWING, NJ, 08638
ABBY VOMBRACK	505 SO FELL AVE #6	NORMAL, IL, 61761
OWAIS AHMED	6741 N. KEELER	LINCOLNWOOD, IL, 60712
JESSICA HILL	7220 PETERSBURG RD	FAIRBURN, GA 30213
MAX REINHARDSEN	704 A TATTNALL ST	SAVANNA, GA, 31401
TIFFANY STRENG	170 E HOWARD	WINONA,MN, 55987
JACOB JANUARY	847 SO, STAGECOACH	WICHITA, KS 67230
ANGELIA STARK	301 W SAN ANTONIO	SAN MARCOS,TX 78666
KEVIN PERCIVAL	501 N UNIVERSITY BLVD	NORMAN, OK, 73069
JAMES UDOM	3689 DEAR TRAIL DR	DANVILLE, CA, 94506
JAMES MCGRATH	952 YORK ST	BELLINGHAM, WA, 98229
ANTHONY CLOYD	2911 4TH ST	SANTA MONICA,CA 90405
BECCA INGRAM	1093 EAST NORTH	AMERICAN FORK,UT 84003