ORIGINAL

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

2009

For calendar year 2009, or tax year beginning , and ending

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

Use the IRS label. Otherwise, print or type. See Specific Instructions.

Name of foundation: John & Florence Newman Foundation

A Employer identification number: 74-2525348

Number and street (or P O box number if mail is not delivered to street address): 112 E. Pecan — Room/suite: 1330

B Telephone number: (210)226-0371

City or town, state, and ZIP code: San Antonio, TX 78205

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: [X] 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) ▶$ 15,264,685.

J Accounting method: [X] 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 ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	15,145.	15,145.		Statement 1
	4 Dividends and interest from securities	303,275.	303,275.		Statement 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	435,413.			
	b Gross sales price for all assets on line 6a 4,652,563.				
	7 Capital gain net income (from Part IV, line 2)		435,413.		
	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	133,593.	133,593.		Statement 3
	12 Total. Add lines 1 through 11	887,426.	887,426.		
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 4	6,500.	3,250.		3,250.
	c Other professional fees Stmt 5	84,209.	84,209.		0.
	17 Interest	51.	51.		0.
	18 Taxes Stmt 6	32,858.	17,086.		0.
	19 Depreciation and depletion	18,343.	18,343.		
	20 Occupancy				
	21 Travel, conferences, and meetings	7,750.	7,750.		0.
	22 Printing and publications				
	23 Other expenses Stmt 7	207,709.	117,564.		90,031.
	24 Total operating and administrative expenses. Add lines 13 through 23	357,420.	248,253.		93,281.
	25 Contributions, gifts, grants paid	609,966.			609,966.
	26 Total expenses and disbursements. Add lines 24 and 25	967,386.	248,253.		703,247.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	<79,960.>			
	b Net investment income (if negative, enter -0-)		639,173.		
	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	9,041.	4,637.	4,637.
2	Savings and temporary cash investments	3,185,974.	2,033,565.	2,153,565.
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 9	2,644,557.	1,982,288.	3,195,483.
c	Investments - corporate bonds			
11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
12	Investments - mortgage loans			
13	Investments - other Stmt 10	6,454,616.	9,914,649.	9,911,000.
14	Land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
15	Other assets (describe ▶)			
16	**Total assets** (to be completed by all filers)	12,294,188.	13,935,139.	15,264,685.
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 ▶ [X] and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds	12,294,188.	14,015,099.	
28	Paid-in or capital surplus, or land, bldg , and equipment fund	0.	0.	
29	Retained earnings, accumulated income, endowment, or other funds	0.	<79,960.>	
30	**Total net assets or fund balances**	12,294,188.	13,935,139.	
31	**Total liabilities and net assets/fund balances**	12,294,188.	13,935,139.	

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	12,294,188.
2	Enter amount from Part I, line 27a	2	<79,960.>
3	Other increases not included in line 2 (itemize) ▶ See Statement 8	3	1,761,339.
4	Add lines 1, 2, and 3	4	13,975,567.
5	Decreases not included in line 2 (itemize) ▶ Adjustment to Prior Year Stock Values	5	40,428.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	13,935,139.

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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				
b	See Attached Statements			
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	4,652,563.		4,217,150.	435,413.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col (j), if any	
a				
b				
c				
d				
e				435,413.

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 — 435,413.

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))
2008	678,677.	14,738,750.	.046047
2007	803,787.	17,086,895.	.047041
2006	662,989.	15,030,539.	.044109
2005	645,652.	13,841,522.	.046646
2004	479,305.	13,193,700.	.036328

2	Total of line 1, column (d)	2	.220171
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	.044034
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	12,883,890.
5	Multiply line 4 by line 3	5	567,329.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	6,392.
7	Add lines 5 and 6	7	573,721.
8	Enter qualifying distributions from Part XII, line 4	8	703,247.

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 ▶ [X] and enter 1% of Part I, line 27b		1	6,392.
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	6,392.
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	6,392.
6	Credits/Payments:			
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a 4,300.		
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	4,300.
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	40.
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	2,132.
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 2010 estimated tax** ▶	Refunded ▶	11	

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)?	1b		X
	If the answer is "Yes" to **1a** *or* **1b**, *attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	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) ▶ TX			
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*	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 2009 or the taxable year beginning in 2009 (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 acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	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 ▶ John E. Newman, Jr. Telephone no ▶210-226-0371

Located at ▶112 E. Pecan, Suite 222, San Antonio, TX ZIP+4 ▶78205

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

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 page 20 of the 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 2009?	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 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ☐ 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 2009 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 2009)* 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 2009?	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 | | 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
Mina Lopez 112 E Pecan, Suite 2222 San Antonio, TX 78205	Assistant 2.00	0.	0.	0.
Ann J. Newman 112 E Pecan, Suite 2222 San Antonio, TX 78205	Director 2.00	0.	0.	0.
John E. Newman, Jr. 112 E Pecan, Suite 2222 San Antonio, TX 78205	Director 5.00	0.	0.	0.
Thomas R. Semmes 112 E Pecan, Suite 2222 San Antonio, TX 78205	Director 2.00	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.

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	3,290,760.
b	Average of monthly cash balances	1b	2,375,520.
c	Fair market value of all other assets	1c	7,413,811.
d	Total (add lines 1a, b, and c)	1d	13,080,091.
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	13,080,091.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	196,201.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	12,883,890.
6	**Minimum investment return.** Enter 5% of line 5	6	644,195.

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	644,195.
2a	Tax on investment income for 2009 from Part VI, line 5 — 2a 6,392.		
b	Income tax for 2009 (This does not include the tax from Part VI) — 2b		
c	Add lines 2a and 2b	2c	6,392.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	637,803.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	637,803.
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	637,803.

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	703,247.
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	703,247.
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	6,392.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	696,855.

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 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				637,803.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			673,377.	
b Total for prior years ____, ____, ____		0.		
3 Excess distributions carryover, if any, to 2009				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 703,247.				
a Applied to 2008, but not more than line 2a			673,377.	
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 2009 distributable amount				29,870.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 (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 2008 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				607,933.
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 2004 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

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 2009, 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) 2009	(b) 2008	(c) 2007	(d) 2006	(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 the 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				
See Statement 11				
Total			▶ 3a	609,966.
b Approved for future payment				
Total See Statement 12			▶ 3b	85,000.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	15,145.	
4 Dividends and interest from securities			14	303,275.	
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			15	133,593.	
8 Gain or (loss) from sales of assets other than inventory			18	435,413.	
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.		887,426.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 887,426.

(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 or fiduciary) is based on all information of which preparer has any knowledge

John Newman Jr. | 5/11/10 | President

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's signature	Daniel M. Slattery	Date 5/10/10	Check if self-employed ☐	Preparer's identifying number P00839320
Firm's name (or yours if self-employed), address, and ZIP code	Dan Slattery and Associates P.C. 8000 W IH 10 Ste 1030 San Antonio, TX 78230	EIN 20-3823620	Phone no (210) 561-2668

Form 990-PF (2009)

923622
02-02-10

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	Ruane Cunniff - See Attached Schedule	P	Various	Various
b	K-1 Silchester Int'l Investors	P	Various	Various
c	K-1 Silchester Int'l Investors	P	Various	Various
d	K-1 Silchester Int'l Investors Sec 988 Gain	P	Various	Various
e	K-1 Emerging Mkts Equity Fund, LP	P	Various	Various
f	K-1 Emerging Mkts Equity Fund, LP	P	Various	Various
g	K-1 Emerging Mkts Equity Fund, LP Sec 988 Gain	P	Various	Various
h	K-1 Emerging Mkts Equity Fund, LP Sec 988 Loss	P	Various	Various
i	K-1 - Semper Vic Partners, LP	P	Various	Various
j	K-1 - Semper Vic Partners, LP	P	Various	Various
k	K-1 - Trellis Partners, LP	P	Various	Various
l	K-1 - Trellis Partners, LP	P	Various	Various
m	Sears Roebuck Settement	P	Various	Various
n	K-1 - Edgbaston Asian Equity	P	Various	Various
o	K-1 - Edgbaston Asian Equity	P	Various	Various

	(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	4,456,278.		4,142,157.	314,121.
b	36,671.			36,671.
c	67,312.			67,312.
d	28,383.			28,383.
e	21,065.			21,065.
f			69,814.	<69,814.>
g	3,306.			3,306.
h			4,543.	<4,543.>
i			137.	<137.>
j	37,643.			37,643.
k	175.			175.
l	84.			84.
m	37.			37.
n	925.			925.
o	684.			684.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				314,121.
b				36,671.
c				67,312.
d				28,383.
e				21,065.
f				<69,814.>
g				3,306.
h				<4,543.>
i				<137.>
j				37,643.
k				175.
l				84.
m				37.
n				925.
o				684.

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	
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	

923591
04-24-09

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	K-1 - Edgbaston Asian Equity - Sec 988 loss	P	Various	Various
b				
c				
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			499.	<499.>
b				
c				
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				<499.>
b				
c				
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	435,413.
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

923591
04-24-09

ACCOUNT NO. 71-K625-03-7

JOHN E NEWMAN JR TRUSTEE OF THE
JOHN & FLORENCE NEWMAN FOUNDATION
CUSTODY RUANE CUNNIFF

CUSIP	DATE	DESCRIPTION	UNIT PRICE	BROKER COMMISSION	PROCEEDS	COST	REALIZED GAIN/LOSS
		EQUITY					
B-1FJ-0C0	05/01/09	BRAMBLES LTD SOLD 1306 SHS 04/17/09 TO PERSHING LLC @ 4.1524119	4.152		5,423.05	10,361.43-	4,938.38-
B-1FJ-0C0	05/01/09	SOLD 413 SHS 04/24/09 TO PERSHING LLC @ 4.120968	4.121		1,701.96	3,227.46-	1,525.50-
B-1FJ-0C0	05/04/09	SOLD 215 SHS 04/28/09 TO PERSHING LLC	4.023		865.05	1,675.87-	810.82-
B-1FJ-0C0	05/05/09	SOLD 779 SHS 04/29/09 TO PERSHING LLC @ 4.1497	4.150		3,232.62	6,066.99-	2,834.37-
B-1FJ-0C0	05/05/09	SOLD 595 SHS 04/30/09 TO PERSHING LLC @ 4.3142	4.314		2,566.95	4,630.05-	2,063.10-
B-1FJ-0C0	05/07/09	SOLD 827 SHS 05/01/09 TO PERSHING LLC @ 4.328	4.328		3,579.26	6,429.68-	2,850.42-
B-1FJ-0C0	05/08/09	SOLD 741 SHS 05/04/09 TO PERSHING LLC	4.615		3,419.97	5,737.88-	2,317.91-
B-1FJ-0C0	05/12/09	SOLD 751 SHS 05/06/09 TO PERSHING LLC	4.639		3,483.58	5,764.67-	2,281.09-
					24,272.44	43,894.03-	19,621.59-
B-3D3-T54	01/07/09	ROLLS ROYCE GROUP C SHS ENTLJAN REDEEMED 933,161 SHS @ .001445 PER SH	.001		1,348.42	.00	1,348.42
B-526-QW4	07/08/09	ROLLS ROYCE GROUP CSHS ENTITLEMENT JULY REDEEMED 1,399,741 SHS 07/06/09 @ .001634 PER SH	.002		2,287.18	2,115.97-	171.21

ACCOUNT NO. 71-K625-03-7

JOHN E NEWMAN JR TRUSTEE OF THE
JOHN & FLORENCE NEWMAN FOUNDATION
CUSTODY RUANE CUNNIFF

CUSIP	DATE	DESCRIPTION	UNIT PRICE	BROKER COMMISSION	PROCEEDS	COST	REALIZED GAIN/LOSS
		BERKSHIRE HATHAWAY INC CL A					
084670-10-8	09/24/09	SOLD 4 SHS 09/21/09 TO PERSHING LLC @ 101223	1223.000	40.00	404,841.59	35,332.50-	369,509.09
		CATERPILLAR INC COM					
149123-10-1	08/12/09	SOLD 663 SHS 08/07/09 TO PERSHING LLC @ 48.02896	48.029	26.52	31,815.86	50,328.06-	18,512.20-
149123-10-1	10/22/09	SOLD 241 SHS 10/19/09 TO PERSHING LLC @ 55	55.000	9.64	13,245.01	8,550.48-	4,694.53
					45,060.87	58,878.54-	13,817.67-
		CUMMINS INC COM					
231021-10-6	05/05/09	SOLD 449 SHS 04/30/09 TO DONALDSON LUFKIN & JENRETTE @ 34.6782	34.678	17.96	15,552.14	19,880.46-	4,328.32-
231021-10-6	05/06/09	SOLD 517 SHS 05/01/09 TO DONALDSON LUFKIN & JENRETTE @ 34.112	34.112	20.68	17,614.76	21,772.75-	4,157.99-
231021-10-6	05/07/09	SOLD 259 SHS 05/04/09 TO DONALDSON LUFKIN & JENRETTE @ 34.166047	34.166	10.36	8,838.42	8,454.02-	384.40
231021-10-6	05/08/09	SOLD 405 SHS 05/05/09 TO DONALDSON LUFKIN & JENRETTE @ 34.044873	34.045	16.20	13,771.61	12,615.29-	1,156.32
					55,776.93	62,722.52-	6,945.59-
		FASTENAL CO COM					
311900-10-4	04/17/09	SOLD 532 SHS 04/14/09 TO DONALDSON LUFKIN & JENRETTE @ 36.0092	36.009	21.28	19,135.11	18,960.92-	174.19

ACCOUNT NO. 71-K625-03-7

JOHN E NEWMAN JR TRUSTEE OF THE
JOHN & FLORENCE NEWMAN FOUNDATION
CUSTODY RUANE CUNNIFF

CUSIP	DATE	DESCRIPTION	UNIT PRICE	BROKER COMMISSION	PROCEEDS	COST	REALIZED GAIN/LOSS
311900-10-4	04/21/09	SOLD 466 SHS 04/16/09 TO DONALDSON LUFKIN & JENRETTE @ 35.187486	35.187	18.64	16,378.30	16,608.63-	230.33-
311900-10-4	09/24/09	SOLD 1200 SHS 09/21/09 TO PERSHING LLC @ 38.739187	38.739	48.00	46,437.82	42,327.35-	4,110.47
					81,951.23	77,896.90-	4,054.33
		ROLLS-ROYCE GROUP PLC					
3-283-648	09/24/09	SOLD 3000 SHS 09/21/09 TO PERSHING LLC @ 7.8538	7.854		23,561.40	31,327.38-	7,765.98-
		IDEXX LABORATORIES INC COM					
45168D-10-4	09/24/09	SOLD 1500 SHS 09/21/09 TO PERSHING LLC @ 54.381333	54.381	60.00	81,509.90	38,595.03-	42,914.87
45168D-10-4	11/04/09	SOLD 1200 SHS 10/30/09 TO PERSHING LLC @ 52.143333	52.143	48.00	62,522.39	30,198.18-	32,324.21
					144,032.29	68,793.21-	75,239.08
		KNIGHT TRANSN INC COM					
499064-10-3	01/08/09	SOLD 38 SHS 01/05/09 TO DONALDSON LUFKIN & JENRETTE @ 16.000668	16.001	1.52	606.50	679.09-	72.59-
499064-10-3	04/07/09	SOLD 197 SHS 04/02/09 TO DONALDSON LUFKIN & JENRETTE @ 16.195599	16.196	7.88	3,182.63	3,501.91-	319.28-

M&I

ACCOUNT NO. 71-K625-03-7

JOHN E NEWMAN JR TRUSTEE OF THE
JOHN & FLORENCE NEWMAN FOUNDATION
CUSTODY RUANE CUNNIFF

CUSIP	DATE	DESCRIPTION	UNIT PRICE	BROKER COMMISSION	PROCEEDS	COST	REALIZED GAIN/LOSS
499064-10-3	04/08/09	SOLD 100 SHS 04/03/09 TO DONALDSON LUFKIN & JENRETTE @ 16.039361	16.039	4.00	1,599.93	1,761.44-	161.51-
499064-10-3	04/15/09	SOLD 204 SHS 04/09/09 TO DONALDSON LUFKIN & JENRETTE @ 16.117384	16.117	8.16	3,279.70	3,575.54-	295.84-
499064-10-3	04/16/09	SOLD 339 SHS 04/13/09 TO DONALDSON LUFKIN & JENRETTE @ 16.3803	16.380	13.56	5,539.21	5,935.31-	396.10-
499064-10-3	04/17/09	SOLD 482 SHS 04/14/09 TO DONALDSON LUFKIN & JENRETTE @ 16.3207	16.321	19.28	7,847.09	8,315.11-	468.02-
					22,055.06	23,768.40-	1,713.34-
		MARTIN MARIETTA MATERIALS COM					
573284-10-6	08/04/09	SOLD 301 SHS 07/30/09 TO PERSHING LLC @ 86.1489	86.149	12.04	25,918.11	40,753.41-	14,835.30-
573284-10-6	08/07/09	SOLD 131 SHS 08/04/09 TO PERSHING LLC @ 90.671337	90.671	5.24	11,872.40	17,559.76-	5,687.36-
573284-10-6	08/12/09	SOLD 161 SHS 08/07/09 TO PERSHING LLC @ 89.051249	89.051	6.44	14,330.44	21,570.32-	7,239.88-
573284-10-6	09/24/09	SOLD 800 SHS 09/21/09 TO PERSHING LLC @ 99.122733	99.123	32.00	79,264.15	106,531.54-	27,267.39-
573284-10-6	12/16/09	SOLD 103 SHS 12/11/09 TO PERSHING LLC @ 86.823846	86.824	4.12	8,938.51	13,562.61-	4,624.10-
					140,323.61	199,977.64-	59,654.03-

ACCOUNT NO. 71-K625-03-7

JOHN E NEWMAN JR TRUSTEE OF THE
JOHN & FLORENCE NEWMAN FOUNDATION
CUSTODY RUANE CUNNIFF

CUSIP	DATE	DESCRIPTION	UNIT PRICE	BROKER COMMISSION	PROCEEDS	COST	REALIZED GAIN/LOSS
		MOHAWK INDS INC COM					
608190-10-4	04/29/09	SOLD 775 SHS 04/24/09 TO DONALDSON LUFKIN & JENRETTE @ 48.356709	48.357	31.00	37,444.48	38,049.01-	604.53-
608190-10-4	05/04/09	SOLD 250 SHS 04/29/09 TO DONALDSON LUFKIN & JENRETTE @ 47.244806	47.245	10.00	11,800.89	12,273.88-	472.99-
608190-10-4	05/05/09	SOLD 209 SHS 04/30/09 TO DONALDSON LUFKIN & JENRETTE @ 47.482756	47.483	8.36	9,915.28	10,260.96-	345.68-
608190-10-4	09/24/09	SOLD 1200 SHS 09/21/09 TO PERSHING LLC @ 52.042174	52.042	48.00	62,401.00	58,914.60-	3,486.40
					121,561.65	119,498.45-	2,063.20
		PACCAR INC COM					
693718-10-8	09/24/09	SOLD 1291 SHS 09/21/09 TO PERSHING LLC @ 39.353525	39.354	51.64	50,752.45	42,484.29-	8,268.16
		TJX COS INC NEW COM					
872540-10-9	09/24/09	SOLD 2400 SHS 09/21/09 TO PERSHING LLC @ 37.598367	37.598	96.00	90,137.76	25,080.90-	65,056.86
		TARGET CORP COM					
87612E-10-6	09/24/09	SOLD 700 SHS 09/21/09 TO PERSHING LLC @ 48.711538	48.712	28.00	34,069.20	33,226.37-	842.83
87612E-10-6	09/25/09	SOLD 256 SHS 09/22/09 TO PERSHING LLC @ 48.3165	48.316	10.24	12,358.46	11,570.51-	787.95

M&I

SCHEDULE G - SALES AND REDEMPTIONS
FOR PERIOD 01/01/09 THRU 12/31/09

ACCOUNT NO. 71-K625-03-7

JOHN E NEWMAN JR TRUSTEE OF THE
JOHN & FLORENCE NEWMAN FOUNDATION
CUSTODY RUANE CUNNIFF

CUSIP	DATE	DESCRIPTION	UNIT PRICE	BROKER COMMISSION	PROCEEDS	COST	REALIZED GAIN/LOSS
87612E-10-6	09/28/09	SOLD 187 SHS 09/23/09 TO PERSHING LLC @ 48.260386	48.260	7.48	9,016.97	8,451.89-	565.08
87612E-10-6	10/13/09	SOLD 579 SHS 10/07/09 TO PERSHING LLC @ 48.348469	48.348	23.16	27,969.88	26,169.24-	1,800.64
					83,414.51	79,418.01-	3,996.50
		VULCAN MATLS CO COM					
929160-10-9	09/24/09	SOLD 599 SHS 09/21/09 TO PERSHING LLC @ 56.6	56.600	23.96	33,878.56	53,772.88-	19,894.32-
		WALGREEN CO COM					
931422-10-9	09/24/09	SOLD 800 SHS 09/21/09 TO PERSHING LLC @ 34.567143	34.567	32.00	27,620.99	34,998.88-	7,377.89-
		WHOLE FOODS MKT INC COM					
966837-10-6	04/27/09	SOLD 1880 SHS 04/22/09 TO DONALDSON LUFKIN & JENRETTE @ 19.093804	19.094	75.20	35,820.22	70,838.74-	35,018.52-
		TOTAL EQUITY		896.56	1,388,697.16	1,030,799.24-	357,897.92
		FIXED INCOME					
		PORSCHE AUTOMOBIL HOLDING SE NPV					
7-101-069	09/23/09	SOLD 1990 SHS 09/21/09 TO PERSHING LLC @ 75.83288	75.833		150,907.43	194,684.31-	43,776.88-
		TOTAL FIXED INCOME		.00	150,907.43	194,684.31-	43,776.88-

SCHEDULE G - SALES AND REDEMPTIONS
FOR PERIOD 01/01/09 THRU 12/31/09

ACCOUNT NO. 71-K625-03-7

JOHN E NEWMAN JR TRUSTEE OF THE
JOHN & FLORENCE NEWMAN FOUNDATION
CUSTODY RUANE CUNNIFF

CUSIP	DATE	DESCRIPTION	UNIT PRICE	BROKER COMMISSION	PROCEEDS	COST	REALIZED GAIN/LOSS
		CASH EQUIVALENT					
912795-Q3-8	09/30/09	US TREASURY BILL DUE 11/12/2009 SOLD 600000 09/29/09 TO PERSHING LLC @ 99.992833	99.966	6.00	599,793.50	599,793.50-	.00
999993-11-6	12/31/09	MARSHALL PRIME MONEY MARKET CL Y SALES (62) 01/01/09 TO 12/31/09	1.000		2,316,879.72	2,316,879.72-	.00
		TOTAL CASH EQUIVALENT		6.00	2,916,673.22	2,916,673.22-	.00
		TOTAL SALES AND REDEMPTIONS		902.56	4,456,277.81	4,142,156.77-	314,121.04

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

Source	Amount
Interest Income	15,145.
Total to Form 990-PF, Part I, line 3, Column A	15,145.

Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
Dividend Income	303,275.	0.	303,275.
Total to Fm 990-PF, Part I, ln 4	303,275.	0.	303,275.

Form 990-PF Other Income Statement 3

Description	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
Other Income	8,985.	8,985.	
Royalty Income	122,284.	122,284.	
Lease Bonus	2,324.	2,324.	
Total to Form 990-PF, Part I, line 11	133,593.	133,593.	

Form 990-PF Accounting Fees Statement 4

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Accounting Fees	6,500.	3,250.		3,250.
To Form 990-PF, Pg 1, ln 16b	6,500.	3,250.		3,250.

Form 990-PF Other Professional Fees Statement 5

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Investment Management Fees	84,209.	84,209.		0.
To Form 990-PF, Pg 1, ln 16c	84,209.	84,209.		0.

Form 990-PF Taxes Statement 6

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Property Taxes	3,170.	3,170.		0.
Federal Taxes	15,772.	0.		0.
Foreign Taxes	13,916.	13,916.		0.
To Form 990-PF, Pg 1, ln 18	32,858.	17,086.		0.

Form 990-PF Other Expenses Statement 7

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Non-Deductible Expenses	113.	0.		0.
Portfolio Deductions from K-1s	21,366.	21,366.		0.
Office Expenses	180,063.	90,031.		90,031.
Banking fees	56.	56.		0.
Royalty expenses	6,111.	6,111.		0.
To Form 990-PF, Pg 1, ln 23	207,709.	117,564.		90,031.

Form 990-PF Other Increases in Net Assets or Fund Balances Statement 8

Description	Amount
Depletion expense - not recorded on books	18,343.
Partnership book/tax differences	1,680,422.
Capital Gain Book/Tax Difference	62,574.
Total to Form 990-PF, Part III, line 3	1,761,339.

Form 990-PF Corporate Stock Statement 9

Description	Book Value	Fair Market Value
Corporate Stock	1,982,288.	3,195,483.
Total to Form 990-PF, Part II, line 10b	1,982,288.	3,195,483.

Form 990-PF Other Investments Statement 10

Description	Valuation Method	Book Value	Fair Market Value
Partnership Interest	FMV	9,914,649.	9,911,000.
Total to Form 990-PF, Part II, line 13		9,914,649.	9,911,000.

Form 990-PF | Grants and Contributions Paid During the Year | Statement 11

Recipient Name and Address	Recipient Relationship and Purpose of Grant	Recipient Status	Amount
Alamo Heights School Foundation 7101 Broadway San Antonio, TX 78209	General	Public	25,000.
Blue Star Contemporary Art 116 Blue Star San Antonio, TX 78204	Red Dot '09 General	Public	500.
Center for Public Integrity 910 17th Street, NW 7th Floor Washington, DC 20006	Board Challenge General	Public	50,000.
Environmental Defense 44 East Avenue Austin, TX 78701	General	Public	66,666.
Landa Gardens Conservancy P.O. Box 12243 San Antonio, TX 78212	General	Public	10,000.
Landa Gardens Conservancy P.O. Box 12243 San Antonio, TX 78212	General	Public	30,000.
Middlesex School P.O. Box 9122 Concord, MA 01742	Young Alumni Annual Giving Challenge	Public	20,300.
Middlesex School P.O. Box 9122 Concord, MA 01742	Website Matching Grant	Public	50,000.

Middlesex School P.O. Box 9122 Concord, MA 01742	2009-2010 Annual Fund	Public	25,000.
San Anto Cultural Arts 1300 Chihuahua Street San Antonio, TX 78207	Huevos Ranceros Gala	Public	2,500.
San Antonio Academy 117 East French Place San Antonio, TX 78212	2009-2010 Annual Fund	Public	10,000.
San Antonio Area Foundation 110 Broadway, Suite 230 San Antonio, TX 78205	General	Public	150,000.
San Antonio Public Library Foundation 625 Shook Avenue San Antonio, TX 78212	General	Public	5,000.
San Antonio Public Library Foundation 625 Shook Avenue San Antonio, TX 78212	Board Builder Challenge	Public	25,000.
San Antonio River Foundation P.O. Box 830045 San Antonio, TX 78283	River Revel 2009	Public	5,000.
Southwest School of Art & Craft 300 Augusta San Antonio, TX 78205	An Evening in Provence	Public	5,000.
St. Luke's Episcopal School 15 St. Luke's Lane San Antonio, TX 78209	Annual Fund	Public	10,000.
SW Foundation for Biomedical Research P.O. Box 760549 San Antonio, TX 78245	General	Public	50,000.

Texas Agriclutural Land Trust P.O. Box 6152 San Antonio, TX 78209	General	Public	10,000.
Texas Public Radio 8401 Datapoint, Suite 800 San Antonio, TX 78229	'09 Spring Pledge Drive Challenge Grant	Public	10,000.
The Cultural Landscape Foundation 741 Mount Auburn Street Watertown, MA 02472	General	Public	10,000.
The Lawrenceville School P.O. Box 6125 Lawrenceville, NJ 08648	General	Public	25,000.
UTSA One UTSA Circle San Antonio, TX 78249	9th Annual Great Conversation Dinner	Public	10,000.
World Affairs Counsel of San Antonio 40 NE Loop 410 San Antonio, TX 78216	General	Public	5,000.
Total to Form 990-PF, Part XV, line 3a			609,966.

Form 990-PF | Grants and Contributions Approved for Future Payment | Statement 12

Recipient Name and Address	Recipient Relationship and Purpose of Grant	Recipient Status	Amount
Children's Bereavement Center 205 W. Olmos Drive San Antonio, TX 78212	General	Public	20,000.
Landa Gardens Conservancy P.O. Box 12243 San Antonio, TX 78212	General	Public	30,000.
Planned Parenthood Trust 104 Babcock Road San Antonio, TX 78201	General	Public	25,000.
Texas Agriclutural Land Trust P.O. Box 6125 San Antonio, TX 78209	General	Public	10,000.
Total to Form 990-PF, Part XV, line 3b			85,000.