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: THE GOLDSBURY FOUNDATION

Number and street (or P O box number if mail is not delivered to street address): P.O. BOX 460567 Room/suite

City or town, state, and ZIP code: SAN ANTONIO, TX 78246-0567

A Employer identification number: 74-2780083

B Telephone number: (210)930-1251

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) ▶$ 2,708,347.

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

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c) and (d) may not necessarily equal the amounts in column (a))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc, received	8,000,000.		N/A	
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	18,360.	18,360.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	<5,825.>			
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 Total Add lines 1 through 11	8,012,535.	18,360.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	50,101.	0.		50,101.
	14 Other employee salaries and wages	124,970.	0.		124,970.
	15 Pension plans, employee benefits	11,997.	0.		11,997.
	16a Legal fees				
	b Accounting fees				
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 2	12,233.	0.		12,233.
	19 Depreciation and depletion	1,097.	0.		
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 3	76,598.	0.		76,598.
	24 Total operating and administrative expenses Add lines 13 through 23	276,996.	0.		275,899.
	25 Contributions, gifts, grants paid	7,971,751.			7,971,751.
	26 Total expenses and disbursements Add lines 24 and 25	8,248,747.	0.		8,247,650.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	<236,212.>			
	b Net investment income (if negative, enter -0-)		18,360.		
	c Adjusted net income (if negative, enter -0-)			N/A	

SCANNED AUG 25 2010

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923501 02-02-10 LHA For Privacy Act and Paperwork Reduction Act Notice, see the instructions. Form **990-PF** (2009)

14310816 797331 60-115 2009.04011 THE GOLDSBURY FOUNDATION 60-115

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	27.	1,814.	1,815.
	2 Savings and temporary cash investments	2,795,049.	2,554,270.	2,554,270.
	3 Accounts receivable ▶ 34.			
	Less allowance for doubtful accounts ▶		34.	34.
	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			
	c Investments - corporate bonds			
	11 Investments - land buildings and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 5	150,000.	150,000.	150,000.
	14 Land, buildings, and equipment basis ▶ 34,158.			
	Less accumulated depreciation STMT 6 ▶ 31,966.	1,415.	2,192.	2,192.
	15 Other assets (describe ▶ PREPAID EXCISE TAX)	36.	36.	36.
	16 Total assets (to be completed by all filers)	2,946,527.	2,708,346.	2,708,347.
Liabilities	17 Accounts payable and accrued expenses	812.		
	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 ▶ STATEMENT 7)	8,813.	658.	
	23 Total liabilities (add lines 17 through 22)	9,625.	658.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31**			
	24 Unrestricted	2,936,902.	2,707,688.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [ ] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 **Total net assets or fund balances**	2,936,902.	2,707,688.	
	31 **Total liabilities and net assets/fund balances**	2,946,527.	2,708,346.	

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	2,936,902.
2	Enter amount from Part I, line 27a	2	<236,212.>
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 4	3	6,998.
4	Add lines 1, 2, and 3	4	2,707,688.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,707,688.

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	NORTHERN TRUST		VARIOUS	VARIOUS
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			5,825.	<5,825.>
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				<5,825.>
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** <5,825.>

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	4,082,746.	5,112,872.	.798523
2007	3,668,949.	8,464,303.	.433461
2006	5,239,334.	3,510,597.	1.492434
2005	5,127,924.	8,318,543.	.616445
2004	4,239,416.	12,607,856.	.336252

2	Total of line 1, column (d)	2	3.677115
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	.735423
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	3,129,756.
5	Multiply line 4 by line 3	5	2,301,695.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	184.
7	Add lines 5 and 6	7	2,301,879.
8	Enter qualifying distributions from Part XII, line 4	8	8,247,650.

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	184.
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	184.
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	184.
6 Credits/Payments			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a 2,250.		
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	2,250.
8 Enter any **penalty** for underpayment of estimated tax Check here [ ] 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	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	2,066.
11 Enter the amount of line 10 to be **Credited to 2010 estimated tax** ▶	2,066. Refunded ▶	11	0.

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	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 STMT 8	10	X	

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

		Line	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 ▶ GOLDSBURY-FOUNDATION.ORG

14 The books are in care of ▶ SUZIE MEAD FELDMANN Telephone no ▶ (210) 930-1251

Located at ▶ P.O. BOX 460567, SAN ANTONIO, TX ZIP+4 ▶ 78246

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.

			Line	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)?		1b		X
	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

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

5a During the year did the foundation pay or incur any amount to
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? N/A | 5b |
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No
If "Yes," attach the statement required by Regulations section 53 4945-5(d)
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | 6b | No: X
If "Yes" to 6b, file Form 8870
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? N/A | 7b |

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
CHRISTOPHER GOLDSBURY, JR. P.O. BOX 460567 SAN ANTONIO, TX 78246	PRESIDENT/MEMBER 0.00	0.	0.	0.
WILLIAM SCANLAN, JR. 300 CONVENT, SUITE 1775 SAN ANTONIO, TX 78246	SECRETARY/DIRECTOR 0.00	0.	0.	0.
ANGELA ABOLTIN GOLDSBURY P.O. BOX 460567 SAN ANTONIO, TX 78246	VICE PRESIDENT/MEMBER 5.00	50,101.	0.	0.
SUZIE MEAD FELDMANN P.O. BOX 460567 SAN ANTONIO, TX 78246	EXECUTIVE DIRECTOR 30.00	124,970.	0.	0.

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

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

Total number of other employees paid over $50,000 ▶ 0

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services	▶	0

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments**

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

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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	3,152,898.
b	Average of monthly cash balances		1b	22,213.
c	Fair market value of all other assets		1c	2,306.
d	Total (add lines 1a, b, and c)		1d	3,177,417.
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	3,177,417.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	47,661.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	3,129,756.
6	**Minimum investment return** Enter 5% of line 5		6	156,488.

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	156,488.
2a	Tax on investment income for 2009 from Part VI, line 5	2a 184.		
b	Income tax for 2009 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	184.
3	Distributable amount before adjustments Subtract line 2c from line 1		3	156,304.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	156,304.
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	156,304.

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	8,247,650.
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	8,247,650.
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	184.
6	**Adjusted qualifying distributions** Subtract line 5 from line 4	6	8,247,466.

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				156,304.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years ______ , ______ , ______		0.		
3 Excess distributions carryover, if any, to 2009				
a From 2004 3,613,679.				
b From 2005 4,716,679.				
c From 2006 5,066,644.				
d From 2007 3,254,279.				
e From 2008 3,830,928.				
f Total of lines 3a through e	20,482,209.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 8,247,650.				
a Applied to 2008, but not more than line 2a			0.	
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				156,304.
e Remaining amount distributed out of corpus	8,091,346.			
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	28,573,555.			
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				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	3,613,679.			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	24,959,876.			
10 Analysis of line 9				
a Excess from 2005 4,716,679.				
b Excess from 2006 5,066,644.				
c Excess from 2007 3,254,279.				
d Excess from 2008 3,830,928.				
e Excess from 2009 8,091,346.				

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))

CHRISTOPHER GOLDSBURY, JR.

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

SEE STATEMENT A

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

SEE STATEMENT A

c Any submission deadlines

NONE

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

SEE STATEMENT A

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 9	NONE			7,971,751.
Total			▶ 3a	7,971,751.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

923611 02-02-10

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	18,360.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					<5,825.>
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.		18,360.	<5,825.>

13 Total Add line 12, columns (b), (d), and (e) 13 12,535.

(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)
	N/A

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

Signature of officer or trustee — Date 8/16/10 — Title Secretary / Director

Paid Preparer's Use Only

Preparer's signature — Date 8/16/10 — Check if self-employed ☐ — Preparer's identifying number P00738623

Firm's name (or yours if self-employed), address, and ZIP code: DANIEL R. HAMM, P.C. PO BOX 700205 SAN ANTONIO, TX 78232

EIN 26-1204221

Phone no 210-494-1040

Schedule B (Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2009

Name of the organization

THE GOLDSBURY FOUNDATION

Employer identification number

74-2780083

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor Complete Parts I and II

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not aggregate to more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc , contributions of $5,000 or more during the year ▶ $ ____________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

LHA **For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.** **Schedule B (Form 990, 990-EZ, or 990-PF) (2009)**

923451 02-01-10

Name of organization: THE GOLDSBURY FOUNDATION

Employer identification number: 74-2780083

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	CHRISTOPHER GOLDSBURY, JR. P.O. BOX 460567 SAN ANTONIO, TX 78246	$ 8,000,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)

2009 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1 990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
1	COMPUTER	052097	200DB	5.00	17	3,084.			3,084.	3,084.		0.
2	PRINTER	052097	200DB	5.00	17	859.			859.	859.		0.
3	INACOM COMPUTER EQUIPMENT	063098	200DB	5.00	17	3,300.			3,300.	3,300.		0.
5	COMPUTER EQUIPMENT	101300	200DB	5.00	17	3,684.			3,684.	3,684.		0.
6	COMPUTER SOFTWARE	010201	200DB	3.00	17	7,336.			7,336.	7,336.		0.
7	COMPUTER SOFTWARE	080101	200DB	3.00	17	7,218.			7,218.	7,219.		0.
9	INSPRIRON COMPUTER	121902	200DB	5.00	17	1,759.			1,759.	1,759.		0.
10	LATITUDE D610 LAPTOP	091505	200DB	5.00	17	2,603.			2,603.	2,125.		294.
11	MONITOR STAND	091505	200DB	5.00	17	230.			230.	188.		26.
12	PHOTO FRAMES	101506	200DB	5.00	17	885.			885.	582.		121.
13	LATITUDE D610 LAPTOP	082206	200DB	5.00	17	1,205.			1,205.	837.		147.
	* TOTAL 990-PF PG 1 DEPR					32,163.		0.	32,163.	30,973.	0.	588.

928102
06-24-09

(D) - Asset disposed

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
NORTHERN TRUST CUSTODY	18,360.	0.	18,360.
TOTAL TO FM 990-PF, PART I, LN 4	18,360.	0.	18,360.

FORM 990-PF TAXES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	12,233.	0.		12,233.
TO FORM 990-PF, PG 1, LN 18	12,233.	0.		12,233.

FORM 990-PF OTHER EXPENSES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
COMPUTER MAINTENANCE	3,225.	0.		3,225.
MANAGEMENT AND CUSTODY FEES	676.	0.		676.
SUPPLIES	1,483.	0.		1,483.
TELEPHONE	4,593.	0.		4,593.
DUES AND SUBSCRIPTIONS	75.	0.		75.
PAYROLL PROCESSING	1,321.	0.		1,321.
MEALS & ENTERTAINMENT	2,403.	0.		2,403.
EDUCATION & TRAINING	37,421.	0.		37,421.
ADVERTISING	6,796.	0.		6,796.
CONSULTING	7,200.	0.		7,200.
CONTRACT LABOR	10,947.	0.		10,947.
OTHER RENTAL	428.	0.		428.
BANK FEES	30.	0.		30.
TO FORM 990-PF, PG 1, LN 23	76,598.	0.		76,598.

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES STATEMENT 4

DESCRIPTION	AMOUNT
UNREALIZED GAIN/(LOSS) ON INVESTMENTS	6,998.
TOTAL TO FORM 990-PF, PART III, LINE 3	6,998.

FORM 990-PF OTHER INVESTMENTS STATEMENT 5

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ALTAR	COST	150,000.	150,000.
TOTAL TO FORM 990-PF, PART II, LINE 13		150,000.	150,000.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 6

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
COMPUTER	3,084.	3,084.	0.
PRINTER	859.	859.	0.
INACOM COMPUTER EQUIPMENT	3,300.	3,300.	0.
COMPUTER EQUIPMENT	3,684.	3,684.	0.
COMPUTER SOFTWARE	7,336.	7,336.	0.
COMPUTER SOFTWARE	7,218.	7,219.	<1.>
INSPRIRON COMPUTER	1,759.	1,759.	0.
LATITUDE D610 LAPTOP	2,603.	2,419.	184.
MONITOR STAND	230.	214.	16.
PHOTO FRAMES	885.	703.	182.
LATITUDE D610 LAPTOP	1,205.	984.	221.
TOTAL TO FM 990-PF, PART II, LN 14	32,163.	31,561.	602.

FORM 990-PF OTHER LIABILITIES STATEMENT 7

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
ACCRUED LIABILITIES	8,813.	658.
TOTAL TO FORM 990-PF, PART II, LINE 22	8,813.	658.

FORM 990-PF LIST OF SUBSTANTIAL CONTRIBUTORS PART VII-A, LINE 10 STATEMENT 8

NAME OF CONTRIBUTOR	ADDRESS
CHRISTOPHER GOLDSBURY, JR.	P.O. BOX 460567 SAN ANTONIO, TX 78246

Schedule of Appropriations and Payments

Fiscal Year 2009

12/31/2009

Recipient and/or Purpose	Tax Status	Beginning Balance 2009	Newly Allocated 2009	Amended 2009	Amount Paid 2009	Ending Balance 2009
Alamo Heights School Foundation 7101 Broadway San Antonio, TX 78209 *A grant to support a Wellness Coordinator for the district* $25,000.00 2009	501c(3)	$0.00	$25.000 00	$0.00	$25,000 00	$0 00
Alzheimers's Association 7400 Louis Pasteur, #200 San Antonio, TX 78229 *Contribution* $200.00 2009	501c(3)	$0 00	$200 00	$0 00	$200 00	$0.00
American Cancer Society P.O. Box 22718 Oklahoma City, OK 73123 *Contribution* $500.00 2009	501c(3)	$0 00	$500 00	$0 00	$500.00	$0 00
American Cancer Society P.O. Box 22718 Oklahoma City, OK 73123 *Contribution* $500.00 2009	501c(3)	$0.00	$500 00	$0 00	$500 00	$0 00
Any Baby Can 217 Howard San Antonio, TX 78212 *A grant to fund the KISS (Keeping Infants Sleeping Safely) program* $20,000.00 2009	501c(3)	$0.00	$20.000 00	$0 00	$20,000.00	$0 00

Fiscal Year 2009

Recipient and/or Purpose	Tax Status	Beginning Balance 2009	Newly Allocated 2009	Amended 2009	Amount Paid 2009	Ending Balance 2009
Any Baby Can 217 Howard San Antonio, TX 78212 *The HOME project (Help, Outreach, Mentoring and Education) will serve families with a target child from birth to age 5 who has a disability or special health care need* $91,052 00 2009	501c(3)	$0 00	$91,052 00	$0 00	$91,052 00	$0 00
Any Baby Can 217 Howard San Antonio, TX 78212 *The Paloma Mission a home visitation parenting education and child abuse neglect prevention program* $45,071 00 2009	501c(3)	$0 00	$45,070 53	$0.47	$45,071 00	$0 00
Artpace, Inc. 445 North Main Avenue San Antonio, TX 78205 *A grant to the Linda Pace Memorial Fund to support programming for underprivileged youth* $100,000 00 2008	501c(3)	$75,000 00	$0 00	$0 00	$25,000 00	$50,000.00
The Autism Service Center of San Antonio (DBA Autism Community Network) 701 South Zarzamora Street San Antonio, TX 78207 *Westside Autism Awareness & Intervention* $100,000 00 2009	501c(3)	$0 00	$100,000.00	$0 00	$100,000 00	$0 00

Recipient and/or Purpose	Tax Status	Beginning Balance 2009	Newly Allocated 2009	Amended 2009	Amount Paid 2009	Ending Balance 2009
Avance (San Antonio Chapter) 2300 W. Commerce, Suite 304 San Antonio, TX 78207 *Parent-Child Education Program - Foster parenting knowledge and skills through a 9 month intensive parenting curriculum having a direct impact on a child's physical, emotional social & cognitive development ensuring school readiness* $128,304.00 2009	501c(3)	$0 00	$128,304 00	$0 00	$128,304.00	$0 00
Baptist Child & Family Services 1506 Bexar Crossing San Antonio, TX 78232 *Family Ties - A project that will identify and build upon family strengths, and will connect families to community resources to meet their health and social service needs* $197,888.00 2009	501c(3)	$0 00	$197,888 00	$0 00	$197,888.00	$0 00
Bethel United Methodist Church 8424 Haw River Road Oak Ridge, NC 27310 *Contribution* $500.00 2009		$0 00	$500 00	$0 00	$500.00	$0 00
Carver Academy, Inc. 217 Robinson Place San Antonio, TX 78202 *A grant to support pre-K through grade 6 education* $10,000.00 2009	501c(3)	$0 00	$10,000 00	$0 00	$10,000.00	$0 00

Recipient and/or Purpose	Tax Status	Beginning Balance 2009	Newly Allocated 2009	Amended 2009	Amount Paid 2009	Ending Balance 2009
Catholic Charities Archdiocese San Antonio 202 W. French Place San Antonio, TX 78212-5818 *A grant to fund individualized home visits to parents and babies enrolled in CHRISTUS Santa Rosa's Paloma Mission* $169,000.00 2008	501c(3)	$0 00	$0 00	$56,000.00	$56,000 00	$0.00
Catholic Charities Archdiocese San Antonio 202 W French Place San Antonio, TX 78212-5818 *Paloma Mission a home visitation parenting education and child abuse neglect prevention program* $231,000 00 2009	501c(3)	$0 00	$350,000 00	-$119,000 00	$231,000 00	$0 00
The Charity Ball Association 200 Patterson Avenue San Antonio, TX 78209 *A grant to support children's charities* $5,000 00 2009	501c(3)	$0 00	$5,000 00	$0.00	$5.000 00	$0 00
Communities in Schools of San Antonio 1616 E Commerce, Bldg. 1 San Antonio, TX 78205 *A grant to fund Families, Schools and Communities, a comprehensive dropout prevention program in six schools* $380,716.00 2008	501c(3)	$190.358 00	$0 00	$0 00	$190.358 00	$0 00

Recipient and/or Purpose	Tax Status	Beginning Balance 2009	Newly Allocated 2009	Amended 2009	Amount Paid 2009	Ending Balance 2009
Communities in Schools of San Antonio 1616 E Commerce, Bldg 1 San Antonio, TX 78205 *Families, Schools and Communities-A comprehensive K-12 continuum of services that improves educational attainment & achievement, reduces risky behaviors, improves community engagement & assists with transitions to adulthood* $435,171 00 2009	501c(3)	$0 00	$435,171 00	$0 00	$435,171 00	$0 00
Conference of Southwest Foundations 624 N Good-Latimer Expressway Suite 100 Dallas, TX 75204 *Annual Membership Dues* $3,000.00 2009	501c(3)	$0 00	$3,000 00	$0 00	$3,000 00	$0 00
Council on Foundations 2121 Crystal Drive, Suite 700 Arlington, VA 22202-3706 *Annual Dues 2009* $610 00 2009	501c(3)	$0 00	$610 00	$0 00	$610.00	$0 00
Daughters of Charity Services of San Antonio 7607 Somerset Road San Antonio, TX 78211-3752 *A grant to the Children First Campaign to expand their early childhood education center on the south side of San Antonio* $50,000.00 2009	501c(3)	$0.00	$50,000 00	$0 00	$50,000.00	$0 00

Recipient and/or Purpose	Tax Status	Beginning Balance 2009	Newly Allocated 2009	Amended 2009	Amount Paid 2009	Ending Balance 2009
Daughters of Charity Services of San Antonio 7607 Somerset Road San Antonio, TX 78211-3752 *Comprehensive Child Development and Family Services Program* $184,455 00 2009	501c(3)	$0 00	$184,455 00	$0 00	$184,455 00	$0 00
Divine Redeemer Presbyterian Church 407 North Calaveras Street San Antonio, TX 78207 *GFXF Multi-level Youth Outreach Program via Peace Pals (elementary school students & families), House of Teens (jr & high school students & families), life skills, leadership training and college application and financial aid counseling* $35,000 00 2009	501c(3)	$0 00	$35,000.00	$0 00	$35,000 00	$0.00
Family Services Association of San Antonio, Inc. 702 San Pedro San Antonio, TX 78212 *A grant to fund Families, Schools and Communities, a comprehensive dropout prevention program in six schools for the 2008-2009 Academic Year* $451,500 00 2008	501c(3)	$225,750 00	$0 00	$0 00	$225,750 00	$0.00

Fiscal Year 2009

Recipient and/or Purpose	Tax Status	Beginning Balance 2009	Newly Allocated 2009	Amended 2009	Amount Paid 2009	Ending Balance 2009
Family Services Association of San Antonio, Inc. 702 San Pedro San Antonio, TX 78212 *Families, Schools and Communities-A comprehensive K-12 continuum of services that improves educational attainment & achievement, reduces risky behaviors, improves community engagement & assists with transistions to adulthood* $451,000.00 2009	501c(3)	$0 00	$451,000 00	$0 00	$451,000 00	$0.00
Gabrielle's Angel Foundation 136 East 57th Street, Suite 1704 New York, NY 10022 *Contribution* $5,000.00 2009	501c(3)	$0 00	$5,000 00	$0 00	$5,000 00	$0 00
Good Samaritan Center 1600 Saltillo San Antonio, TX 78207 *Youth Development Services Program - to assist participants in acquiring the life and academic skills necessary for personal success* $375,000.00 2009	501c(3)	$0 00	$375,000 00	$0 00	$375,000.00	$0 00

Recipient and/or Purpose	Tax Status	Beginning Balance 2009	Newly Allocated 2009	Amended 2009	Amount Paid 2009	Ending Balance 2009
Healthy Families San Antonio 2300 West Commerce Suite 100 San Antonio, TX 78207 *A grant to fund individualized home visits to parents and babies enrolled in CHRISTUS Santa Rosa's Paloma Mission* $169.557 00 2008	501c(3)	$0 00	$0 00	$56,000 00	$56,000 00	$0.00
Hispanas Unidas 2507 NW 36th Street San Antonio, TX 78228 *GFVF Escuelitas Leadership & Mentoring Program* $12,000 00 2009	501c(3)	$0 00	$12,000 00	$0 00	$12,000 00	$0 00
Joven P O Box 14007 San Antonio, TX 78214 *Creando La Vision Program - To help a child develop a positive vision of the future* $50,000 00 2009		$0 00	$50,000 00	$0 00	$50,000 00	$0 00
KIPP Aspire Academy, Inc. 735 Fredericksburg Road San Antonio, TX 78201 *A grant to support capacity building and operations for KIPP San Antonio* $300,000 00 2008	501c(3)	$58,000 00	$0 00	$0 00	$58,000 00	$0 00

Recipient and/or Purpose	Tax Status	Beginning Balance 2009	Newly Allocated 2009	Amended 2009	Amount Paid 2009	Ending Balance 2009
KIPP Aspire Academy, Inc. 735 Fredericksburg Road San Antonio, TX 78201 *A grant to fund the expanion of KIPP San Antonio* $1,000,000 00 2009	501c(3)	$0 00	$1,000,000 00	$0 00	$1,000,000.00	$0 00
Laity Renewal Foundation 719 Earl Garrett Kerrville, TX 78029-0670 *Laity Lodge Family Camp Community Partnership Retreats and Foundation Free Camp Outdoor Education Program* $25,000.00 2009	501c(3)	$0 00	$25.000 00	$0 00	$25,000 00	$0 00
Los Compadres de San Antonio Missions 6701 San Jose Drive San Antonio, TX 78214 *Annual Contribution* $1,000.00 2009	501c(3)	$0.00	$1,000 00	$0 00	$1,000.00	$0 00
Main Plaza Conservancy 111 Soledad Street, Ste #811 San Antonio, TX 78205 *Shade Structure for Main Plaza Conservancy* $50,000.00 2009	501c(3)	$0.00	$50,000 00	$0 00	$50,000.00	$0 00

Recipient and/or Purpose	Tax Status	Beginning Balance 2009	Newly Allocated 2009	Amended 2009	Amount Paid 2009	Ending Balance 2009
Ninos de la Calle 114 West Magnolia San Antonio, TX 78212-2912 *A grant to fund services for impoverished families* $5,000 00 2009	501c(3)	$0 00	$5,000 00	$0 00	$5.000 00	$0 00
Old Spanish Missions, Inc. P O Box 7804 San Antonio, TX 78207 *A grant to fund the restoration, renovation and preservation of the four 18th century old Spanish mission churches of San Antonio* $1,000,000.00 2009	501c(3)	$0 00	$1,000,000 00	$0 00	$1,000,000 00	$0.00
Orthodox Ecumenical Church, Inc. 418 Villita Street, Bldg 13 San Antonio, TX 78205 *A grant to support the Food Program at the Little Church of La Villita -- serving free meals to hundreds of homeless and poor people in the San Antonio community* $25.000 00 2009	501c(3)	$0 00	$25,000 00	$0.00	$25.000 00	$0 00
Orthodox Ecumenical Church, Inc. 418 Villita Street, Bldg 13 San Antonio, TX 78205 *A grant to support the Food Program at the Little Church of La Villita -- serving free meals to hundreds of homeless and poor people in the San Antonio community* $25.000 00 2009	501c(3)	$0 00	$25,000 00	$0 00	$25,000 00	$0.00

Fiscal Year 2009

Recipient and/or Purpose	Tax Status	Beginning Balance 2009	Newly Allocated 2009	Amended 2009	Amount Paid 2009	Ending Balance 2009
Our Lady of Mt. Carmel Church 131 S. Zaragoza Rd El Paso, TX 79907 *Memorial Donation for Mr Santa Cruz Estrada* $200 00 2009	501c(3)	$0 00	$200.00	$0 00	$200 00	$0.00
San Anto Cultural Arts Inc 1300 Chihuahua St San Antonio, TX 78207 *GFXF Community Mural Program & El Placazo* $15,000 00 2009	501c(3)	$0 00	$15,000 00	$0 00	$15,000 00	$0 00
San Antonio Education Fund 206 San Pedro Suite 200 San Antonio, TX 78205 *Creating Pathways A College Transition Project focusing on first-generation, traditionally underrepresented students from 10 high schools with high economically disadvantaged populations* $157,625 00 2009	501c(3)	$0 00	$157,625.00	$0 00	$157,625 00	$0.00
San Antonio Food Bank 5200 Highway 90 W San Antonio, TX 78227 *GFXF Board - Backpack Program* $13,000 00 2009	501c(3)	$0 00	$13,000 00	$0 00	$13,000.00	$0 00

Recipient and/or Purpose	Tax Status	Beginning Balance 2009	Newly Allocated 2009	Amended 2009	Amount Paid 2009	Ending Balance 2009
San Antonio Museum of Art 200 West Jones San Antonio, TX 78215 *A grant to support the SAMA River Landing and the touring exhibit "The Art of the Missions of Northern New Spain"* $1,300,000 00 2009	501c(3)	$0.00	$1,300,000 00	$0 00	$1.300 000 00	$0 00
San Antonio Museum of Art 200 West Jones San Antonio, TX 78215 *Annual Membership* $5,000 00 2009	501c(3)	$0 00	$5.000 00	$0.00	$5,000.00	$0 00
San Antonio Youth Centers 1700 Tampico San Antonio, TX 78207 *Contribution* $1,500.00 2009	501c(3)	$0.00	$1,500 00	$0.00	$1.500 00	$0 00
Santa Rosa Children's Hospital Foundation 343 West Houston Street. Suite 505 San Antonio, TX 78205 *A grant to support child abuse prevention programming through the the Paloma Project at CHRISTUS Santa Rosa Children's Hospital* $614,048.00 2007	501c(3)	$208,350 00	$0 00	-$112,000.00	$96.350 00	$0 00

Recipient and/or Purpose	Tax Status	Beginning Balance 2009	Newly Allocated 2009	Amended 2009	Amount Paid 2009	Ending Balance 2009
Santa Rosa Children's Hospital Foundation 343 West Houston Street, Suite 505 San Antonio, TX 78205 *A grant to establish the Kaye Wilkins Distinguished Chair in Pediatrics Orthopedics* $1,000,000 00 2009	501c(3)	$0 00	$1,000,000 00	$0 00	$333,333 33	$666,666 67
Santa Rosa Children's Hospital Foundation 343 West Houston Street, Suite 505 San Antonio, TX 78205 *Paloma Mission - Ongoing* $380,274.00 2009	501c(3)	$0 00	$657,602 00	-$277,328 00	$380,274 00	$0.00
Santa Rosa Children's Hospital Foundation 343 West Houston Street, Suite 505 San Antonio, TX 78205 *Contribution* $27,500.00 2009	501c(3)	$0 00	$27,500 00	$0 00	$27,500 00	$0 00
Seton Home for Pregnant Woment 1115 Mission Road San Antonio, TX 78210 *Grant to provide supplies for infants residing at Seton Home* $15,000 00 2009	501c(3)	$0 00	$15,000.00	$0 00	$15,000 00	$0 00

Recipient and/or Purpose	Tax Status	Beginning Balance 2009	Newly Allocated 2009	Amended 2009	Amount Paid 2009	Ending Balance 2009
Seton Home for Pregnant Woment 1115 Mission Road San Antonio, TX 78210 *Pathways to Success for Parenting Students program* $120,910 00 2009	501c(3)	$0 00	$120,910 00	$0 00	$120,910 00	$0.00
Snowmass Western Heritage Association P O Box 5745 Snowmass, CO 81615 *2009 Snowmass Rodeo Sponsorship - Trustee Discretionary* $5,000 00 2009	501c(3)	$0 00	$5,000 00	$0 00	$5,000 00	$0.00
Southwest School of Art & Craft 300 Augusta San Antonio, TX 78205-1296 *Contribution* $500 00 2009		$0 00	$500 00	$0 00	$500 00	$0 00
St. Luke's Episcopal School 15 St Luke's Lane San Antonio, TX 78209-4445 *St Luke's Grandparent's Fund - In honor of Ava Pace* $1,000.00 2009	501c(3)	$0 00	$1,000 00	$0 00	$1,000 00	$0 00
St. Mark's Episcopal Church 315 East Pecan Street San Antonio, TX 78205-1885 *Donation in memory of William Comer* $500 00 2009	501c(3)	$0 00	$500 00	$0.00	$500 00	$0 00

Fiscal Year 2009

Recipient and/or Purpose	Tax Status	Beginning Balance 2009	Newly Allocated 2009	Amended 2009	Amount Paid 2009	Ending Balance 2009
Teach for America, Inc. 315 W 36th Street, 8th Floor New York, NY 10018 *A grant to support the expansion of Teach for America into the San Antonio market -- ultimately impacting nearly 20,000 students by 2012* $100,000 00 2009	501c(3)	$0 00	$100,000 00	$0 00	$100,000 00	$0 00
Teach for America, Inc. 315 W 36th Street, 8th Floor New York, NY 10018 *A grant to support the expansion of Teach for America into the San Antonio market -- ultimately impacting nearly 20,000 students by 2012* $100,000 00 2009	501c(3)	$0 00	$100,000.00	$0 00	$100,000 00	$0.00
Thrive Well Cancer Foundation P O Box 29331 San Antonio, TX 78229-0331 *Memorial Donation - Mary Louis Kleberg* $500 00 2009		$0 00	$500 00	$0 00	$500 00	$0 00
Thrive Well Cancer Foundation P O Box 29331 San Antonio. TX 78229-0331 *Contribution* $200 00 2009		$0 00	$200.00	$0 00	$200 00	$0 00

Fiscal Year 2009

Recipient and/or Purpose	Tax Status	Beginning Balance 2009	Newly Allocated 2009	Amended 2009	Amount Paid 2009	Ending Balance 2009
Trinity University Office of the President One Trinity Place San Antonio, TX 78212-7200 *David Christopher Goldsbury Scholarship Fund* $100,000 00 2009	501c(3)	$0 00	$100,000 00	$0.00	$100,000 00	$0 00
Grand Totals (61 items)		$757,458 00	$8,327,287 53	-$396,327 53	$7,971,751 33	$716,666 67

SOCIAL INVESTMENT GUIDELINES

The Goldsbury Foundation provides funding to charitable organizations (located in San Antonio, Texas) committed to furthering the interests of Children and Youth, Drug Abuse Prevention, and Latin American Culture. Foundation funding interests include:

CHILDREN AND YOUTH: The foundation is particularly focused on programs supporting economically disadvantaged children and youth.

- ◊ Youth Mentoring
- ◊ Drop-out Prevention
- ◊ Children's shelters
- ◊ After-school programs
- ◊ Homelessness prevention and intervention
- ◊ Helping troubled youth

DRUG ABUSE PREVENTION: The foundation is particularly focused on drug abuse prevention education programs targeting the elementary and/or middle school aged child.

- ◊ Drug abuse prevention education
- ◊ Alternative environments
- ◊ Programs that build self-esteem and teach coping skills
- ◊ Parenting assistance

LATIN AMERICAN CULTURE

- ◊ Museums
- ◊ Visiting exhibits
- ◊ Educational programs
- ◊ Cultural events
- ◊ Performing arts
- ◊ International cultural exchange
- ◊ Historic properties

Target areas reflect current interests and emerging concerns; however, special projects outside the focus areas described may be initiated. This enables us to remain open to changing community needs, challenges, and opportunities.

Statement A

Goldsbury Foundation Social Investment guidelines are intended to help grant applicants assess their fit with our funding priorities; to provide information on how to express interest in applying for a grant; and to explain the grant review process.

GEOGRAPHIC FOCUS

Support is primarily directed to organizations in San Antonio, Texas.

GRANT SIZE AND TYPE

Depending on the scale of the organization, amount of other funding received, financial management capacity, and Goldsbury Foundation history with the organization, grants generally range from $25,000 to $250,000 per year. Challenge, matching, and multi-year grants will be considered. Grants may support a wide range of project activities, including planning, start-up, operations, demonstration, replication, and technical assistance.

ELIGIBILITY CRITERIA

Non-profit organizations and public agencies designated as tax-exempt by the Internal Revenue Service under Sections 501(c)(3) and 509(a) are eligible to apply for funding.

Organizations may submit applications through a sponsoring organization if the sponsor has 501(c)(3) status, is not a private foundation, and provides written authorization confirming its willingness to act as fiscal sponsor.

Funding will not be considered for projects by individuals, or for political, sectarian, or religious purposes, tickets for dinners or other special events, requests for sponsorships, or courtesy advertising. Research, conferences, and capital campaigns are generally not considered for funding unless they are an integral part of a larger effort Goldsbury Foundation is supporting. Grants are not made to individuals.

Goldsbury Foundation generally will not support organizations that discriminate in their leadership, staffing, or service provision or on the basis of age, gender, race, ethnicity, sexual orientation, disability, national origin, political affiliation, or religious belief.

Statement A

HOW TO APPLY

Goldsbury Foundation looks for innovative projects based on sound planning. Projects that demonstrate coordination with public and private agencies and that leverage other support are favored. Proposals should have clear and quantifiable objectives and should describe a process for evaluating proposed measures of success.

To express interest in applying for a grant, please send a brief letter of inquiry (no more than three pages) that includes the following:

- Brief statement of the organization's goals and accomplishments;
- Purpose of project, target population to be served, and time-frame for activities;
- Amount of request and how grant funds would be used;
- Total project budget and total organization budget (line-item detail is not necessary);
- Sources of committed and anticipated funds

Please attach a copy of your IRS letter confirming 501(c)(3) status.

REVIEW PROCESS

Letters of inquiry are reviewed throughout the year. Based upon a review of this letter, you will be informed in writing whether Goldsbury Foundation is able to encourage a full proposal. An invitation to submit a full proposal is not a guarantee of funding. The initial review of a letter takes up to 30 days. Full proposals are reviewed quarterly.

Please direct inquires to:

Suzanne Mead Feldmann, Manager
Goldsbury Foundation
5121 Broadway
San Antonio, Texas 78209

Email: info@goldsbury-foundation.org
Phone: (210) 930-1251, ext. 12
Fax: (210) 930-2482

Statement A

Form **8868** (Rev April 2009) Department of the Treasury Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

▶ File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Part I **Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ▶ [ ]

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Electronic Filing (e-file). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T) However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit *www irs gov/efile* and click on *e-file for Charities & Nonprofits.*

Type or print	Name of Exempt Organization THE GOLDSBURY FOUNDATION	**Employer identification number** 74-2780083
File by the due date for filing your return See instructions	Number, street, and room or suite no If a P O box, see instructions P.O. BOX 460567	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions SAN ANTONIO, TX 78246-0567	

Check type of return to be filed (file a separate application for each return)

[ ] Form 990	[ ] Form 990-T (corporation)	[ ] Form 4720
[ ] Form 990-BL	[ ] Form 990-T (sec. 401(a) or 408(a) trust)	[ ] Form 5227
[ ] Form 990-EZ	[ ] Form 990-T (trust other than above)	[ ] Form 6069
[X] Form 990-PF	[ ] Form 1041-A	[ ] Form 8870

- The books are in the care of ▶ SUZIE MEAD FELDMANN P.O. BOX 460567 - SAN ANTONIO, TX 78246

  Telephone No ▶ (210) 930-1251 FAX No ▶
- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ____ If this is for the whole group, check this box ▶ [ ] If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension will cover

1 I request an automatic 3-month (6-months for a corporation required to file Form 990-T) extension of time until AUGUST 15, 2010 , to file the exempt organization return for the organization named above The extension is for the organization's return for:

▶ [X] calendar year 2009 or

▶ [ ] tax year beginning ____, and ending ____

2 If this tax year is for less than 12 months, check reason [ ] Initial return [ ] Final return [ ] Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions.	**3a**	$ 0.
b	If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit.	**3b**	$ 0.
c	**Balance Due.** Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	**3c**	$ 0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions