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Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust

Treated as a Private Foundation

2009

Department of the Treasury
Internal Revenue Service

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

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 GEORGE W. BRACKENRIDGE FOUNDATION		A Employer identification number 74-6034977
	Number and street (or P O box number if mail is not delivered to street address) 119 TAYLOR STREET		B Telephone number 210-223-6075
	City or town, state, and ZIP code SAN ANTONIO, TX 78205		C If exemption application is pending, check here <input type="checkbox"/>
	H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 24,729,959. (Part I, column (d) must be on cash basis.)		J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
			F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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	5,531.			
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	177.	177.		STATEMENT 1
	4 Dividends and interest from securities	837,842.	837,842.		STATEMENT 2
	5a Gross rents	192.	192.		STATEMENT 3
	b Net rental income or (loss)	192.			
	6a Net gain or (loss) from sale of assets not on line 10	1,804,333.			
	b Gross sales price for all assets on line 6a	5,814,722.			
	7 Capital gain net income (from Part IV, line 2)		1,804,333.		
	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	142,001.	142,001.	0.	STATEMENT 4	
12 Total Add lines 1 through 11	2,790,076.	2,784,545.	0.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	69,613.	34,807.	0.	34,806.
	14 Other employee salaries and wages	7,000.	1,400.	0.	5,600.
	15 Pension plans, employee benefits				
	16a Legal fees STMT 5	25,144.	5,029.	0.	20,115.
	b Accounting fees STMT 6	9,947.	4,974.	0.	4,973.
	c Other professional fees STMT 7	33,735.	16,235.	0.	17,500.
	17 Interest				
	18 Taxes STMT 8	52,947.	428.	0.	429.
	19 Depreciation and depletion				
	20 Occupancy	3,955.	791.	0.	3,164.
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 9	86,174.	40,241.	0.	45,933.
	24 Total operating and administrative expenses. Add lines 13 through 23	288,515.	103,905.	0.	132,520.
	25 Contributions, gifts, grants paid	938,028.			938,028.
26 Total expenses and disbursements. Add lines 24 and 25	1,226,543.	103,905.	0.	1,070,548.	
27 Subtract line 26 from line 12	1,563,533.				
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)		2,680,640.			
c Adjusted net income (if negative, enter -0-)			0.		

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	1,260,446.	141,483.	141,483.
	2 Savings and temporary cash investments		895,231.	895,231.
	3 Accounts receivable ▶ 124,082.			
	Less allowance for doubtful accounts ▶	127,901.	124,082.	124,082.
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons	25,000.	75,000.	75,000.
	7 Other notes and loans receivable ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges		55,387.	55,387.
	10a Investments - U S and state government obligations STMT 10	6,294,775.	3,432,914.	3,467,391.
	b Investments - corporate stock STMT 11	3,215,357.	6,786,858.	15,202,818.
	c Investments - corporate bonds STMT 12	3,714,166.	4,582,736.	4,764,134.
11 Investments - land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 13	4,433.	4,433.	4,433.	
14 Land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers)	14,642,078.	16,098,124.	24,729,959.	
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 ▶ STATEMENT 14)	177,101.	69,614.	
23 Total liabilities (add lines 17 through 22)	177,101.	69,614.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	14,464,977.	16,028,510.	
28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds	0.	0.		
30 Total net assets or fund balances	14,464,977.	16,028,510.		
31 Total liabilities and net assets/fund balances	14,642,078.	16,098,124.		

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	14,464,977.
2 Enter amount from Part I, line 27a	2	1,563,533.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	16,028,510.
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	16,028,510.

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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 5,814,722.		4,010,389.	1,804,333.

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			
b			
c			
d			
e			1,804,333.

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	1,804,333.
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	1,164,599.	26,354,749.	.044189
2007	1,574,884.	29,890,496.	.052688
2006	1,350,874.	27,250,568.	.049572
2005	1,321,771.	25,310,625.	.052222
2004	1,041,366.	24,449,954.	.042592

2 Total of line 1, column (d)	2	.241263
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	.048253
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	22,817,746.
5 Multiply line 4 by line 3	5	1,101,025.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	26,806.
7 Add lines 5 and 6	7	1,127,831.
8 Enter qualifying distributions from Part XII, line 4	8	1,070,548.

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 <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)		1	53,613.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		2	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3	53,613.
3 Add lines 1 and 2		4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		5	53,613.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a 108,800.		
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. O.R. OVERPAYMENT	-55,387.	7	53,413.
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached		8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed. SEE STATEMENT 15		9	200.
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?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		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		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		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?	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	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	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		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? Website address ► <u>WWW.BRACKENRIDGEFOUNDATION.ORG</u>	13	X	
14	The books are in care of ► <u>SOL SCHWARTZ & ASSOCIATES, P.C.</u> Telephone no ► <u>210-384-8000</u> Located at ► <u>7550 IH 10 WEST, SUITE 1200, SAN ANTONIO, TX</u> ZIP+4 ► <u>78229</u>			
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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	1b	X
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? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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
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

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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

6b

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870

☐ Yes ☒ No

7b

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

N/A

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

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
LEROY G. DENMAN, JR 711 NAVARRO STREET, SUITE 535 SAN ANTONIO, TX 78205	TRUSTEE 2.00	24,919.	0.	0.
EMILY D. THUSS 119 TAYLOR STREET SAN ANTONIO, TX 78205	TRUSTEE 2.00	24,919.	0.	0.
KAREN A. WALDRON 13426 VISTA DEL REY SAN ANTONIO, TX 78216	TRUSTEE 2.00	24,919.	0.	0.
VICTORIA B. RICO 119 TAYLOR STREET SAN ANTONIO, TX 78205	TRUSTEE 8.00	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

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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	21,932,428.
b	Average of monthly cash balances	1b	1,030,719.
c	Fair market value of all other assets	1c	202,077.
d	Total (add lines 1a, b, and c)	1d	23,165,224.
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	23,165,224.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	347,478.
5	Net value of noncharitable-use assets Subtract line 4 from line 3 Enter here and on Part V, line 4	5	22,817,746.
6	Minimum investment return. Enter 5% of line 5	6	1,140,887.

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	1,140,887.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	53,613.
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	53,613.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	1,087,274.
4	Recoveries of amounts treated as qualifying distributions	4	5,531.
5	Add lines 3 and 4	5	1,092,805.
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	1,092,805.

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	1,070,548.
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	1,070,548.
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	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,070,548.

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

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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				1,092,805.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			1,067,208.	
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 ▶ \$ 1,070,548.				
a Applied to 2008, but not more than line 2a			1,067,208.	
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				3,340.
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	0.			
a Corpus: Add lines 3f, 4c, and 4e. Subtract line 5				
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				1,089,465.
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				

N/A

- b**
- Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(i)(3) or ☐ 4942(i)(5)

- b 85% of line 2a

- d** Amounts included in line 2c not used 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(i)(3)(B)(iii)

- (3) Largest amount of support from an exempt organization**

- (4) Gross investment income

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

SEE STATEMENT 16

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

SEE STATEMENT 16

- c Any submission deadlines

SEE STATEMENT 16

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

SEE STATEMENT 16

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 18

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
ALAMO PUBLIC TELECOMMUNICATIONS COUNCEL 501 BROADWAY ST SAN ANTONIO, TX 78291	NONE EDUCATIONAL PURPOSES OR PROGRAMS	EXEMPT	20,000.
BIG BROTHERS & SISTERS OF SOUTH TEXAS 4311 N 10TH ST. MCALLEN, TX 78504	NONE EDUCATIONAL PURPOSES OR PROGRAMS	EXEMPT	18,000.
CHILDREN'S BEREAVEMENT CENT 332 WEST CRAIG PLACE SAN ANTONIO, TX 78212	NONE COLLEGE & UNIVERSITY SCHOLARSHIP PROGRAM	EXEMPT	10,000.
CIBOLO NATURE CENTER 140 CITY PARK RD BOERNE, TX 78006	NONE EDUCATIONAL PURPOSES OR PROGRAMS	EXEMPT	20,000.
COMMUNITIES IN SCHOOL 1616 E. COMMERCE ST #1 SAN ANTONIO, TX 78205	NONE EDUCATIONAL PURPOSES OR PROGRAMS	EXEMPT	18,000.
HUSTON-TILLOTSON COLLEGE 900 CHICON STREET AUSTIN, TX 78702	NONE COLLEGE & UNIVERSITY SCHOLARSHIP PROGRAM	EXEMPT	10,000.

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 8,000 SHS CHEVRON CORP	P	VARIOUS	07/24/09
b 264 SHS FAIRPOINT COMMUNICATIONS INC	P	VARIOUS	08/07/09
c 4,500 SHS KOHLS CORP	P	VARIOUS	08/07/09
d 130,000 PAR GEORGIA PWR CO	P	VARIOUS	08/17/09
e 500,000 PAR PROCTER & GAMBLE CO	P	VARIOUS	09/15/09
f 50,000 PAR FHLMC MTN	P	VARIOUS	09/21/09
g 4,000 SHS WYETH	P	VARIOUS	10/16/09
h 12,000 SHS WYETH	P	VARIOUS	10/16/09
i 200,000 PAR FREDDIE MAC	P	VARIOUS	11/27/09
j 17,000 SHS NOKIA CORP	P	VARIOUS	11/06/09
k 218,181.8 PAR FHLB	P	VARIOUS	01/16/09
l 340,000 PAR FFCB	P	VARIOUS	01/22/09
m 105,000 PAR FHLMC	P	VARIOUS	01/27/09
n 181,818.2 PAR FHLB	P	VARIOUS	03/03/09
o 14,000 SHS WELLS FARGO	P	VARIOUS	03/09/09

(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 527,644.		80,842.	446,802.
b 139.		422.	-283.
c 222,494.		126,247.	96,247.
d 130,000.		129,537.	463.
e 500,000.		508,340.	-8,340.
f 50,000.		49,944.	56.
g 201,009.		36,365.	164,644.
h 603,027.		125,134.	477,893.
i 200,000.		186,500.	13,500.
j 221,792.		264,503.	-42,711.
k 218,182.		213,273.	4,909.
l 340,000.		336,179.	3,821.
m 105,000.		102,346.	2,654.
n 181,818.		177,727.	4,091.
o 125,837.		19,329.	106,508.

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			446,802.
b			-283.
c			96,247.
d			463.
e			-8,340.
f			56.
g			164,644.
h			477,893.
i			13,500.
j			-42,711.
k			4,909.
l			3,821.
m			2,654.
n			4,091.
o			106,508.

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 }

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

2

3

GEORGE W. BRACKENRIDGE FOUNDATION

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	250,000 PAR FNMA	P	VARIOUS	04/09/09
b	203,000 PAR FNMA	P	VARIOUS	04/09/09
c	200,000 PAR FNMA	P	VARIOUS	04/13/09
d	100,000 PAR FHLMC	P	VARIOUS	05/05/09
e	156,000 PAR FHLMC	P	VARIOUS	05/15/09
f	100,000 PAR FNMA	P	VARIOUS	06/09/09
g	250,000 PAR FHLB	P	VARIOUS	06/09/09
h	110,000 PAR US TREAS NOTES	P	VARIOUS	06/15/09
i	5,000 SHS CHEVRON CORP	P	VARIOUS	07/23/09
j	9,840 SHS BP PLC	P	VARIOUS	07/24/09
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	250,000.	241,185.	8,815.
b	203,000.	199,955.	3,045.
c	200,000.	198,640.	1,360.
d	100,000.	96,140.	3,860.
e	156,000.	151,749.	4,251.
f	100,000.	98,750.	1,250.
g	250,000.	245,000.	5,000.
h	110,000.	110,791.	-791.
i	328,853.	73,816.	255,037.
j	489,927.	237,675.	252,252.
k			
l			
m			
n			
o			

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			8,815.
b			3,045.
c			1,360.
d			3,860.
e			4,251.
f			1,250.
g			5,000.
h			-791.
i			255,037.
j			252,252.
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	1,804,333.
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

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
JP MORGAN CHASE BANK - CHECKING	177.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	177.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
JP MORGAN - CUSTODIAL	832,952.	0.	832,952.
WELLS FARGO	4,890.	0.	4,890.
TOTAL TO FM 990-PF, PART I, LN 4	837,842.	0.	837,842.

FORM 990-PF RENTAL INCOME STATEMENT 3

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
GRAZING LEASE	1	192.
TOTAL TO FORM 990-PF, PART I, LINE 5A		192.

FORM 990-PF OTHER INCOME STATEMENT 4

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OIL & GAS - ROYALTIES & FEES	117,968.	117,968.	0.
OIL & GAS - SURFACE DAMAGES	2,570.	2,570.	0.
PTP - KINDER MORGAN	21,420.	21,420.	0.
SECURITIES LITIGATION	43.	43.	0.
TOTAL TO FORM 990-PF, PART I, LINE 11	142,001.	142,001.	0.

FORM 990-PF	LEGAL FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
DENMAN, FRANKLIN & DEMAN	18,000.	3,600.	0.	14,400.	
HAYNES & BOONE	7,144.	1,429.	0.	5,715.	
TO FM 990-PF, PG 1, LN 16A	25,144.	5,029.	0.	20,115.	

FORM 990-PF	ACCOUNTING FEES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FISHER, HERBST & KEMBLE, P.C.	9,947.	4,974.	0.	4,973.	
TO FORM 990-PF, PG 1, LN 16B	9,947.	4,974.	0.	4,973.	

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
AUSTIN, CALVERT & FLAVIN, INC.	16,235.	16,235.	0.	0.	
LINDA HEIER	7,500.	0.	0.	7,500.	
VICTOR HERRERRA	10,000.	0.	0.	10,000.	
TO FORM 990-PF, PG 1, LN 16C	33,735.	16,235.	0.	17,500.	

FORM 990-PF	TAXES			STATEMENT	8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
AD VALOREM TAXES	321.	321.	0.	0.	
FEDERAL EXCISE TAX	52,090.	0.	0.	0.	
PAYROLL TAXES	536.	107.	0.	429.	
TO FORM 990-PF, PG 1, LN 18	52,947.	428.	0.	429.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	9
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
DUES & SUBSCRIPTIONS	8,300.	0.	0.	8,300.	
INSURANCE	7,014.	3,507.	0.	3,507.	
OFFICE EXPENSES	10,601.	5,301.	0.	5,300.	
CRISTIN B. BARTSCH	14,000.	0.	0.	14,000.	
MARTHA A. REYNOLDS	14,000.	0.	0.	14,000.	
BANK SERVICE CHARGES	335.	167.	0.	168.	
CUSTODIAL FEES	30,880.	30,880.	0.	0.	
PAYROLL PROCESSING SERVICE	454.	91.	0.	363.	
COMMUNICATIONS	590.	295.	0.	295.	
TO FORM 990-PF, PG 1, LN 23	86,174.	40,241.	0.	45,933.	

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT	10
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE	
U.S. TREASURY NOTES	X		558,793.	566,728.	
FEDERAL HOME LOAN BKS 4.00% DUE 02/12/10	X		173,491.	175,711.	
FEDERAL HOME LOAN BKS 4.75% DUE 12/08/10	X		200,546.	207,750.	
FEDERAL HOME LOAN BKS 4.82% DUE 12/12/16	X		179,571.	183,313.	

FEDERAL HOME LN BKS CONS BD DTD AT 4.00% DUE 9/12/2013	X	213,990.	212,376.
FEDERAL NATL MTG ASSN MEDIUM TERM NTS DTD 6/27/03 4.00% DUE 6/24/2016	X	232,933.	249,220.
JP MORGAN - US GOVT MM FUNDS	X	861,136.	861,136.
FEDERAL NATL MTG ASSN MEDIUM TERM NTS AT 5.35% DUE 3/24/2023	X	24,827.	24,476.
FEDERAL HOME LOAN BKS 4.375% DUE 02/12/19	X	122,267.	123,086.
FEDERAL FARM CREDIT BK 4.250% DUE 1/22/19	X	97,057.	95,719.
FEDERAL FARM CREDIT BK 3.750% DUE 2/5/14	X	260,043.	261,798.
FEDERAL HOME LN MTG CORP MEDIUM TERM NTS 4.200% DUE 12/10/2015	X	254,910.	249,358.
FEDERAL HOME LOAN BKS 3.125% DUE 12/13/13	X	253,350.	256,720.
TOTAL U.S. GOVERNMENT OBLIGATIONS		3,432,914.	3,467,391.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			
TOTAL TO FORM 990-PF, PART II, LINE 10A		3,432,914.	3,467,391.

FORM 990-PF	CORPORATE STOCK	STATEMENT 11
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BRE PROPERTIES, INC	490,979.	595,440.
BRISTOL MYERS SQUIBB COMPANY	16,160.	186,269.
CHEVRON CORPORATION	31,976.	615,920.
CHUBB CORPORATION	79,963.	681,438.
COCO COLA COMPANY	23,465.	1,368,000.
EDISON INTERNATIONAL	22,293.	97,384.
EXXON MOBIL CORPORATION	20,399.	1,601,374.
PFIZER, INC.	330,707.	1,633,026.
INTERGYS ENERGY GROUP INC	31,485.	134,368.
IDEARC INC	3,658.	2.
PPL CORPORATION	100,699.	387,720.
PROLOGIS TRUST	454,929.	273,800.
UIL HOLDINGS CORPORATION	81,887.	116,981.
VERIZON COMMUNICATIONS	95,691.	463,820.
AT&T INC.	113,454.	931,998.
DOW CHEMICAL CO	273,268.	303,930.
E.I. DUPONT DE NEMOURS COMPANY	13,155.	252,525.
JP MORGAN CHASE & CO	437,821.	450,036.
KINDER MORGAN ENERGY PARTNERS	220,364.	310,998.
EMERSON ELECTRIC CO	275,161.	310,980.
NIKE INC CL B	206,319.	231,245.
HALLIBURTON CO	280,899.	282,846.

HOME DEPOT INC	315,033.	378,983.
ILLINOIS TOOL WKS INC	193,736.	244,749.
LOCKHEED MARTIN CORP	190,844.	203,445.
MEAD JOHNSON NUTRITION CO-A	16,160.	237,859.
MICROCHIP TECHNOLOGY INC	383,402.	482,230.
MICROSOFT CORP	349,027.	356,616.
NORTHERN TRUST CORP	193,177.	193,880.
PNC FINL SVCS GROUP INC	256,168.	427,599.
TARGET CORP	267,221.	299,894.
THE HERSHEY COMPANY	193,852.	196,845.
BANK OF AMERICA CORP	200,559.	209,334.
XTO ENERGY	231,857.	269,874.
BORG-WARNER INC	194,811.	202,642.
CME CHEMICAL CO	196,279.	268,768.
TOTAL TO FORM 990-PF, PART II, LINE 10B	6,786,858.	15,202,818.

FORM 990-PF	CORPORATE BONDS	STATEMENT 12
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
ORACLE CORP AT 5.000% DUE 1/15/2011	511,158.	519,950.
AT&T INC. AT 4.950% DUE 1/15/2013	251,315.	266,720.
GENERAL DYNAMICS AT 4.250% DUE 5/15/2013	247,208.	263,565.
WALGREEN CO. AT 4.875% DUE 8/01/2013	247,998.	268,463.
PFIZER INC AT 4.500% DUE 2/15/2014	253,125.	264,983.
CISCO SYS AT 5.500% DUE 2/22/2016	300,686.	329,370.
TARGET AT 5.875% DUE 7/15/2016	251,650.	275,017.
DISNEY WALT CO. AT 6.00% DUE 7/17/2017	265,167.	274,370.
PEPSICO INC AT 5.00% DUE 6/01/2018	242,757.	259,557.
DU PONT AT 6.000% DUE 7/15/2018	255,007.	272,792.
HEWLETT PACKARD CO. AT 4.500% DUE 3/01/2013	250,217.	265,040.
UNITED PARCEK SVC INC 5.625% DUE 9/23/2019	310,440.	316,575.
MORGAN STANLEY	359,168.	352,558.
ELI LILLY & CO 4.200% DUE 3/6/2014	259,875.	262,243.
GOLDMAN SACHS GROUP INC 5.625% DUE 1/15/2017	312,968.	306,408.
BERKSHIRE HATHAWAY FIN CORP.	263,997.	266,523.
TOTAL TO FORM 990-PF, PART II, LINE 10C	4,582,736.	4,764,134.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	13
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
LAND	COST	4,433.	4,433.
TOTAL TO FORM 990-PF, PART II, LINE 13		4,433.	4,433.

FORM 990-PF	OTHER LIABILITIES	STATEMENT	14
DESCRIPTION	BOY AMOUNT	EOY AMOUNT	
TRUSTEE FEES PAYABLE	74,759.	69,614.	
FEDERAL EXICSE TAX PAYABLE	102,342.	0.	
TOTAL TO FORM 990-PF, PART II, LINE 22	177,101.	69,614.	

FORM 990-PF	INTEREST AND PENALTIES	STATEMENT	15
TAX DUE FROM FORM 990-PF, PART VI		200.	
LATE PAYMENT INTEREST		6.	
LATE PAYMENT PENALTY		9.	
TOTAL AMOUNT DUE		215.	

FORM 990-PF	LATE PAYMENT PENALTY			STATEMENT	16
DESCRIPTION	DATE	AMOUNT	BALANCE	MONTHS	PENALTY
TAX DUE	05/15/10	200.	200.	9	9.
DATE FILED	01/31/11		200.		
TOTAL LATE PAYMENT PENALTY					9.

INSPIRE FINE ARTS CENTER 335 WEST SUNSET RD SAN ANTONIO, TX 78209	NONE EDUCATIONAL PURPOSES OR PROGRAMS	EXEMPT	15,000.
JARVIS CHRISTIAN COLLEGE P.O. BOX 1470 HAWKINS, TX 75765	NONE COLLEGE & UNIVERSITY SCHOLARSHIP PROGRAM	EXEMPT	5,000.
JUMP-START PERFORMANCE CO. 108 BLUESTAR SAN ANTONIO, TX 78204	NONE EDUCATIONAL PURPOSES OR PROGRAMS	EXEMPT	10,000.
JUNIOR ACHIEVEMENT OF SOUTH TEXAS, INC. 900 CHICON STREET AUSTIN, TX 78702	NONE EDUCATIONAL PURPOSES OR PROGRAMS	EXEMPT	15,000.
KIPP ASPIRE ACADEMY 735 FREDERICKSBURG RD SAN ANTONIO, TX 78201	NONE EDUCATIONAL PURPOSES OR PROGRAMS	EXEMPT	20,000.
NAWBO OF SAN ANTONIO P.O. BOX 460724 SAN ANTONIO, TX 78246	NONE EDUCATIONAL PURPOSES OR PROGRAMS	EXEMPT	10,000.
NORTHEAST I.S.D. 10214 SOMMERS DR SAN ANTONIO, TX 78217	NONE EDUCATIONAL PURPOSES OR PROGRAMS	EXEMPT	95,992.
NORTHEAST LAKEVIEW COLLEGE 1300 SAN PEDRO AVENUE SAN ANTONIO, TX 78212	NONE COLLEGE & UNIVERSITY SCHOLARSHIP PROGRAM	EXEMPT	12,000.
NORTHWEST VISTA COLLEGE 201. W. SHERIDAN SAN ANTONIO, TX 78204	NONE COLLEGE & UNIVERSITY SCHOLARSHIP PROGRAM	EXEMPT	12,000.
PALO ALTO COLLEGE 1400 W. VILLARET SAN ANTONIO, TX 78224	NONE COLLEGE & UNIVERSITY SCHOLARSHIP PROGRAM	EXEMPT	12,000.

GEORGE W. BRACKENRIDGE FOUNDATION

74-6034977

SAN ANTONIO CHILDREN'S MUSEUM 805 E. HOUSTON ST SAN ANTONIO, TX 78205	NONE EDUCATIONAL PURPOSES OR PROGRAMS	EXEMPT	15,000.
SAN ANTONIO COLLEGE 201. W. SHERIDAN SAN ANTONIO, TX 78204	NONE EDUCATIONAL PURPOSES OR PROGRAMS	EXEMPT	12,000.
SAN ANTONIO CULTURAL ARTS 1300 CHIHUAHUA SAN ANTONIO, TX 78207	NONE EDUCATIONAL PURPOSES OR PROGRAMS	EXEMPT	10,000.
SAN ANTONIO DEAF DANCE ACADEMY 8631 TEZEL ROAD SAN ANTONIO, TX 78254	NONE EDUCATIONAL PURPOSES OR PROGRAMS	EXEMPT	23,000.
SAN ANTONIO FOOD BANK 5200 OLD US HWY 90 W SAN ANTONIO, TX 78227	NONE EDUCATIONAL PURPOSES OR PROGRAMS	EXEMPT	20,000.
SAN ANTONIO I.S.D. 141 LAVACA STREET SAN ANTONIO, TX 78210	NONE EDUCATIONAL PURPOSES OR PROGRAMS	EXEMPT	4,000.
SAN ANTONIO YOUTH CENTER P.O. BOX 7844 SAN ANTONIO, TX 78207	NONE EDUCATIONAL PURPOSES OR PROGRAMS	EXEMPT	25,000.
SAN ANTONIO ZOO 3903 N. ST. MARY'S ST, SAN ANTONIO, TX 78212	NONE EDUCATIONAL PURPOSES OR PROGRAMS	EXEMPT	15,000.
SAY SI 1414 S. ALAMO ST. #103 SAN ANTONIO, TX 78210	NONE EDUCATIONAL PURPOSES OR PROGRAMS	EXEMPT	10,000.
SOUTHWEST SCHOOL OF ARTS & CRAFTS 300 AUGUSTA SAN ANTONIO, TX 78205	NONE EDUCATIONAL PURPOSES OR PROGRAMS	EXEMPT	20,000.

SOUTHWESTERN UNIVERSITY 1001 E. UNIVERSITY AVE. GEORGETOWN, TX 78626	NONE COLLEGE & UNIVERSITY SCHOLARSHIP PROGRAM	EXEMPT	13,000.
ST. PAUL'S EPISCOPAL MONTESSORI SCHOOL 1018 E GRAYSON ST SAN ANTONIO, TX 78208	NONE EDUCATIONAL PURPOSES OR PROGRAMS	EXEMPT	15,814.
ST. PHILLIP'S COLLEGE 201 W. SHERIDAN SAN ANTONIO, TX 78204	NONE COLLEGE & UNIVERSITY SCHOLARSHIP PROGRAM	EXEMPT	12,000.
STACEY JR./SR. HIGH SCHOOL 2460 KENLY AVE SAN ANTONIO, TX 78236	NONE EDUCATIONAL PURPOSES OR PROGRAMS	EXEMPT	20,000.
TEXAS A&M FOUNDATION 401 GEORGE BUSH DRIVE COLLEGE STATION, TX 77840	NONE COLLEGE & UNIVERSITY SCHOLARSHIP PROGRAM	EXEMPT	10,000.
TEXAS LUTHERAN UNIVERSITY 1000 W. COURT STREET SEGUIN, TX 78155	NONE COLLEGE & UNIVERSITY SCHOLARSHIP PROGRAM	EXEMPT	13,000.
THE DAVIS-SCOTT YMCA 1213 IOWA SAN ANTONIO, TX 78203	NONE EDUCATIONAL PURPOSES OR PROGRAMS	EXEMPT	20,154.
THE WINSTON SCHOOL OF SAN ANTONIO 703 TRAFALGAR SAN ANTONIO, TX 78216	NONE EDUCATIONAL PURPOSES OR PROGRAMS	EXEMPT	30,000.
UNIVERSITY OF TEXAS AT EL PASO 500 W. UNIVERSITY AVENUE EL PASO, TX 79968	NONE COLLEGE & UNIVERSITY SCHOLARSHIP PROGRAM	EXEMPT	12,000.
UNIVERSITY OF TEXAS HEALTH SCIENCE CENTER 7703 FLOYD CURL DRIVE SAN ANTONIO, TX 78229	NONE COLLEGE & UNIVERSITY SCHOLARSHIP PROGRAM	EXEMPT	36,000.

WITTE MUSEUM 3801 BROADWAY SAN ANTONIO, TX 78209	NONE EDUCATIONAL PURPOSES OR PROGRAMS	EXEMPT	20,000.
YOUTH ORCHESTRAS OF SAN ANTONIO 106 AUDITORIUM CIR SAN ANTONIO, TX 78212	NONE EDUCATIONAL PURPOSES OR PROGRAMS	EXEMPT	30,000.
DISCOVERY SCHOOL 222 SALEM DR SAN ANTONIO, TX 78201	NONE EDUCATIONAL PURPOSES OR PROGRAMS	EXEMPT	10,000.
DIVINE REDEEMER 407 NORTH CALAVERAS SAN ANTONIO, TX 78207	NONE EDUCATIONAL PURPOSES OR PROGRAMS	EXEMPT	12,500.
FRIENDS OF FRIEDRICH WILDERNESS PARK 21398 MILSA ROAD SAN ANTONIO, TX 78256	NONE EDUCATIONAL PURPOSES OR PROGRAMS	EXEMPT	5,450.
GEMINI INK 513 PRESA ST. SAN ANTONIO, TX 78205	NONE EDUCATIONAL PURPOSES OR PROGRAMS	EXEMPT	13,322.
HEALY-MURPHY CENTER 122 NOLAN SAN ANTONIO, TX 78202	NONE EDUCATIONAL PURPOSES OR PROGRAMS	EXEMPT	10,000.
INCARNATE WORD HIGH SCHOOL 727 E HILDEBRAND AVE SAN ANTONIO, TX 78212	NONE EDUCATIONAL PURPOSES OR PROGRAMS	EXEMPT	16,000.
KEYSTONE SCHOOL 119 E CRAIG PL SAN ANTONIO, TX 78212	NONE EDUCATIONAL PURPOSES OR PROGRAMS	EXEMPT	30,000.
PROVIDENCE HIGH SCHOOL 1215 N SAINT MARYS ST. SAN ANTONIO, TX 78215	NONE EDUCATIONAL PURPOSES OR PROGRAMS	EXEMPT	14,585.

SAN ANTONIO MUSEUM OF ART 200 W JONES AVE SAN ANTONIO, TX 78215	NONE EDUCATIONAL PURPOSES OR PROGRAMS	EXEMPT	4,700.
SUNSHINE COTTAGE 103 TULETA DR SAN ANTONIO, TX 78212	NONE EDUCATIONAL PURPOSES OR PROGRAMS	EXEMPT	10,000.
TEXAS PUBLIC RADIO 8401 DATAPOINT DR SAN ANTONIO, TX 78229	NONE EDUCATIONAL PURPOSES OR PROGRAMS	EXEMPT	12,000.
THE BILL OF RIGHTS INSTITUTE 200 NORTH GLEBE ROAD, SUITE 200 ARLINGTON, VA 22203	NONE EDUCATIONAL PURPOSES OR PROGRAMS	EXEMPT	10,000.
THE CHILDREN'S CHORUS OF SAN ANTONIO 106 AUDITORIUM CIRCLE SAN ANTONIO, TX 78205	NONE EDUCATIONAL PURPOSES OR PROGRAMS	EXEMPT	5,000.
THE CARVER COMMUNITY 215 NORTH HACKBERRY SAN ANTONIO, TX 78202	NONE EDUCATIONAL PURPOSES OR PROGRAMS	EXEMPT	23,500.
THE MAGIK THEATRE 420 SOUTH ALAMO ST. SAN ANTONIO, TX 78205	NONE EDUCATIONAL PURPOSES OR PROGRAMS	EXEMPT	10,000.
THE MARION KOOGLER MCNAY ART MUSEUM 6000 NORTH NEW BRAUNFELS AVE SAN ANTONIO, TX 78209	NONE EDUCATIONAL PURPOSES OR PROGRAMS	EXEMPT	20,000.
UNIVERSITY OF THE INCARNATE WORD - BURKE O'MAHONY ROOM IN ADMIN. BLDG. 4301, BROADWAY ST. SAN ANTONIO, TX 78209	NONE COLLEGE & UNIVERSITY SCHOLARSHIP PROGRAM	EXEMPT	30,000.
O'HENRY SCHOLARSHIP 3535 N. ELLISON DR. SAN ANTONIO, TX 78251	NONE COLLEGE & UNIVERSITY SCHOLARSHIP PROGRAM	EXEMPT	2,000.

GEORGE W. BRACKENRIDGE FOUNDATION

74-6034977

UNICORN CENTER
4630 HAMILTON WOLFE SAN
ANTONIO, TX 78229

NONE
EDUCATIONAL PURPOSES
OR PROGRAMS

EXEMPT

5,000.

UNITED WAY
700 SOUTH ALAMO STREET SAN
ANTONIO, TX 78205

NONE
EDUCATIONAL PURPOSES
OR PROGRAMS

EXEMPT

5,011.

TOTAL TO FORM 990-PF, PART XV, LINE 3A

938,028.

GEORGE W. BRACKENRIDGE FOUNDATION

EIN: 74-6034977

STATEMENT 16-PART XV-LINE 2: SUPPLEMENTARY INFORMATION
FORM 990-PF 2009

GEORGE W. BRACKENRIDGE FOUNDATION
DENMAN, FRANKLIN, DENMAN
711 NAVARRO STREET, SUITE 535
SAN ANTONIO, TX 78205

Grant Guidelines - Educational Projects & Cultural Programs

The Brackenridge Foundation supports educational and cultural opportunities for economically disadvantaged students representing minority backgrounds in San Antonio and surrounding area.

I. Requirements for George W. Brackenridge Foundation Funding:

- * Educational projects and cultural programs that emphasize serving students who are economically disadvantaged and represent minority populations
- * If the applicant does not have a 501(c)3 status, there must be a relationship with an institution with 501(c)3 designation to oversee financial monitoring without administrative fees.
- * Submission of request by specified funding date
- * At conclusion of funding period, submission of a report on specific use of funds

The Brackenridge Foundation does not consider:

- * requests for capital campaigns or construction
- * requests for funding to individuals
- * endowments, unless initiated by the Board of Trustees

Grants requests will be considered at meetings of the Board of Trustees:

- * **Grant requests must be submitted no later than the 15th of the month prior to the Board of Trustees meeting:**
 - April 15 for consideration at the May Board meeting, or**
 - July 15 for consideration at the August Board meeting**

Grant requests by email or fax will not be considered. Requests and correspondence should be mailed or delivered to the address shown above.

II. Contents of Funding Requests Should Include:

- * Description of the program
- * Listing of (a) total number of students served, and (b) a breakdown by individual school indicating the percentage of students representing economically disadvantaged minority populations
- * Program budget shown by categories, noting specific use of Foundation funds.
- * Timeline for expenditure of funds.
- * Geographic location of the schools of students served and, for each school, percentages of students from economically disadvantaged populations representing minority backgrounds. (Note: If available, Title I percentages for each school may be used.)
- * Description of the institution that will administer funds and its relationship to the applicant. A statement of 501(c)3 status should be included. If an applicant is not a 501(c)3 nonprofit organization, the applicant must provide a letter of commitment from a 501(c)3 nonprofit organization indicating that it will act as fiscal agent for the grant, stating a commitment to receive and responsibly administer the requested funds without administrative fees.
- * A statement of dates, amounts, and use of Brackenridge grants for the previous three years.
- * An End-of-Year Report specifying use of the most recent Brackenridge Foundation grants (See Guidelines for End-of-Year Reports below.)

III. Guidelines for End-of-Year Reports

Grant recipients must submit a report on the use of Brackenridge Foundation funds within twelve months of receipt of grant. Subsequent grants will not be considered if this reporting requirement is not met.

Reports should include the following:

- * Description of the funded program and its impact on participants
- * A list of individual schools/cultural organizations served and the percentage of those students representing underserved minority populations
- * Budget by categories, noting how specific funds were used
- * Description of the institution that administered funds