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Form **990-PF**

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

OMB No 1545-0052

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

2009

For calendar year 2009, or tax year beginning August 1, 2009, and ending July 31, 2010

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 Dougherty Foundation		A Employer identification number 74-6039859	
	Number and street (or P O box number if mail is not delivered to street address) Room/suite Post Office Box 640		B Telephone number (see page 10 of the instructions) 361-358-3560	
	City or town, state, and ZIP code Beeville, Texas 78104-0640			
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation				
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 1,459,908.		J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____		
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐				

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ☐ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	283.64	283.64		
	4 Dividends and interest from securities	40,002.15	40,002.15		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	(9,375.89)			
	b Gross sales price for all assets on line 6a	15,249.02			
	7 Capital gain net income (from Part IV, line 2)		0.00		
	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) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	30,909.90	40,285.79			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	3,473.07	3,473.07		
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	736.00			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	53.68	8.09	45.59	
	24 Total operating and administrative expenses. Add lines 13 through 23	4,262.75	3,481.16	45.59	
	25 Contributions, gifts, grants paid	69,100.00			69,100.00
26 Total expenses and disbursements. Add lines 24 and 25	73,362.75	3,481.16	69,145.59		
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	(42,452.85)				
b Net investment income (if negative, enter -0-)		36,804.63			
c Adjusted net income (if negative, enter -0-)					

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	151,371.	122,851.	122,851.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶	1,939.	0.	0.
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	500.	0.	0.
	10a Investments—U.S. and state government obligations (attach schedule)	251,730.	251,021.	272,307.
	b Investments—corporate stock (attach schedule)	857,604.	848,131.	898,354.
	c Investments—corporate bonds (attach schedule)	153,660.	152,586.	166,396.
	11 Investments—land, buildings, and equipment: basis ▶			
Less: accumulated depreciation (attach schedule) ▶				
12 Investments—mortgage loans				
13 Investments—other (attach schedule)				
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation (attach schedule) ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	1,416,804.	1,374,589.	1,459,908.	
Liabilities	17 Accounts payable and accrued expenses		238.	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)		238.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	425,759.	425,759.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	991,045.	948,592.	
30 Total net assets or fund balances (see page 17 of the instructions)	1,416,804.	1,374,351.		
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	1,416,804.	1,374,589.		

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	1,416,804.
2 Enter amount from Part I, line 27a	2	(42,453.)
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	1,374,351.
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,374,351.

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	1,276.596 Sh. Glenmede Fund - International Port	P	Various	07/09/10
b	0.012 Sh. Frontier Communications Corporation	P	07/08/10	07/09/10
c	2,915.567 Sh. STCG - Global Opportunities Bond Fund	P	Various	12/14/09
d	LTCG - AIG International Litigation Fair Fund	P	Various	09/28/09
e	2,915.567 Sh. LTCG - Global Opportunities Bond Fund	P	Various	12/14/09

(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 15,000.00		24,624.80	(9,624.80)
b 0.09		0.11	(0.02)
c 130.06		0.00	130.06
d 96.68		0.00	96.68
e 22.19		0.00	22.19

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			(9,624.80)
b			(0.02)
c			130.06
d			96.68
e			22.19

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	(9,375.89)
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
 If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

(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	85,582.	1,392,610.	0.061454
2007	82,885.	1,775,523.	0.046682
2006	82,967.	1,765,933.	0.046982
2005	82,266.	1,681,543.	0.048923
2004	77,195.	1,681,616.	0.045905

2 Total of line 1, column (d)	2	0.249946
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	0.049989
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	1,472,463.
5 Multiply line 4 by line 3	5	73,607.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	368.
7 Add lines 5 and 6	7	73,975.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.	8	69,146.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b	1		736.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2		
3	Add lines 1 and 2	3		736.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4		
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5		736.
6	Credits/Payments:			
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a		500.
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		500.
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		236.
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?		✓
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		✓
c Did the foundation file Form 1120-POL for this year?		✓
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$ 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? <i>If "Yes," attach a detailed description of the activities.</i>		✓
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes.</i>		✓
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		✓
b If "Yes," has it filed a tax return on Form 990-T for this year?	N	A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		✓
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	✓	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	✓	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ Texas		
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? <i>If "No," attach explanation.</i>	✓	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? <i>If "Yes," complete Part XIV</i>		✓
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>		✓

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		✓
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		✓
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶	13	✓	
14	The books are in care of ▶ Daren R. Wilder Telephone no. ▶ 361-358-3560 Located at ▶ 201 N. Washington, Beeville, Texas ZIP+4 ▶ 78102			
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			

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ ☐	1b N	A
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	✓
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 ▶ 20____, 20____, 20____, 20____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 20 of the instructions.)	2b	✓
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ 20____, 20____, 20____, 20____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ 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.)	3b N	A
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	✓

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No

If "Yes," attach the statement required by Regulations section 53.4945–5(d).

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

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Ben F. Vaughan, III P. O. Box 98, Austin, Texas 78767-0098	Trustee As-Needed	0.	0.	0.
Frances Carr Tapp P. O. Box 60010, Corpus Christi, Texas 78466-0010	Trustee As-Needed	0.	0.	0.
Molly Dougherty 1100 Claire Avenue, Austin, Texas 78703	Trustee As-Needed	0.	0.	0.
Daren R. Wilder P. O. Box 640, Beeville, Texas 78104-0640	Treasurer As-Needed	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."

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

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***3** Five highest-paid independent contractors for professional services (see page 23 of the instructions). 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 ▶

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 NONE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

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

Amount

1 NONE	
2	
All other program-related investments. See page 24 of the instructions	
3	

Total. Add lines 1 through 3 ▶

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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	1,329,444.
b	Average of monthly cash balances	1b	163,913.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	1,529.
d	Total (add lines 1a, b, and c)	1d	1,494,886.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	1,494,886.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	22,423.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,472,463.
6	Minimum investment return. Enter 5% of line 5	6	73,623.

Part XI Distributable Amount (see page 25 of the 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	73,623.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	736.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	736.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	72,887.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	72,887.
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	72,887.

Part XII Qualifying Distributions (see page 25 of the 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	69,146.
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	69,146.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	69,146.

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 page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				72,887.
2 Undistributed income, if any, as of the end of 2009:				
a Enter amount for 2008 only			69,083.	
b Total for prior years: 20____, 20____, 20____				
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				
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ 69,146.			69,083.	
a Applied to 2008, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)				
d Applied to 2009 distributable amount				63.
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount—see page 27 of the instructions				
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				72,824.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) N/A

1a 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			(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
2a 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 $\frac{2}{3}$ of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see page 28 of the instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the 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:

Daren R. Wilder, Post Office Box 640, Beeville, Texas 78104-0640 (361) 358-3560

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

Requests should be made by letter giving information about the organization, its project and the amount requested. A copy of the IRS Determination Letter should also be enclosed.

- 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:

None, except no gifts are made to individuals.

Part XV **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> Schedule Attached.				
Total			3a	69,100.00
b <i>Approved for future payment</i> NONE				
Total			3b	

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Part I - Line 16(c): - Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(d) Disbursement for Charitable Purposes
Fee of Investment Advisor	<u>\$ 3,473.07</u>	<u>\$ 3,473.07</u>	<u>\$ -</u>

Part I - Line 18 - Taxes:

Federal Excise Tax on Foundations	<u>\$ 736.00</u>	<u>\$ -</u>	<u>\$ -</u>
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Part I - Line 23 - Other Expenses:

	(a) Expenses per Books	(b) Net Investment Income	(d) Disbursement for Charitable Purposes
Copier Expense	\$ 17.28	\$ 4.32	\$ 12.96
Office Supplies	(19.51)	(4.88)	(14.63)
Postage Expense	55.16	8.27	46.89
Telephone and Fax Expense	<u>0.75</u>	<u>0.38</u>	<u>0.37</u>
Total	<u>\$ 53.68</u>	<u>\$ 8.09</u>	<u>\$ 45.59</u>

Part II - Balance Sheets:

Line 10(a): Investments - U.S. Government
and U.S. Government Agencies:

<u>Par</u>	<u>Book Value (Cost)</u>	<u>Fair Market Value</u>
25M Federal Farm Credit Bank	\$ 25,279.	\$ 28,078.
25M Federal Home Loan Bank Bonds	25,422.	28,649.
25M Federal Home Loan Mortgage Corporation	25,083.	25,504.
25M FNMA	25,086.	26,492.
150M U.S. Treasury Notes	<u>150,151.</u>	<u>163,584.</u>
Totals	<u>\$ 251,021.</u>	<u>\$ 272,307.</u>

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Part II - Balance Sheets:

Line 10(b): Investments - Corporate Stocks:

<u>Shares</u>		<u>Book Value</u> <u>(Cost)</u>	<u>Fair Market</u> <u>Value</u>
1,232.950	Artio International Equity Fund	\$ 37,006.	\$ 32,214.
400	A T & T, Inc.	6,585.	10,376.
200	Automatic Data Processing, Inc.	7,330.	8,254.
150	Baxter International, Inc.	7,853.	6,566.
600	Bristol Myers Squibb Company	9,437.	14,952.
1,308.747	Buffalo Small Cap Fund	30,792.	29,852.
125	Chevron Corporation	11,062.	9,526.
700	Cisco Systems	9,856.	16,149.
300	Claymore/Zaks Multi-Asset	4,506.	5,583.
1,500	Coca-Cola Company	200.	82,665.
394.581	Dodge & Cox Balanced Fund	29,536.	25,119.
300	Exxon Mobil Corporation	10,962.	17,904.
200	Financial Select Sector SPDR	3,871.	2,942.
72	Frontier Communications Corporation	631.	550.
2,400	General Electric Company	15,245.	38,688.
1,750.7	Glenmede Fund - Advisor Small Cap Equity	25,000.	23,144.
5,772.057	Glenmede Fund - International Port	92,968.	70,015.
75	Goldman Sachs Group, Inc.	13,154.	11,312.
200	Hewlett Packard Corporation	8,642.	9,208.
700	Intel Corporation	16,490.	14,420.
200	International Business Machines Corp.	17,026.	25,680.
665	Ishares MSCI EAFE Index Fund	52,057.	34,520.
117	Ishares MSCI Emerging Markets, Inc.	6,054.	4,844.
178	Ishares Russell 1000 Growth	11,097.	8,704.
71	Ishares Russell 2000 Growth Index Fund	5,327.	5,027.
335	Ishares S & P 100 Index Fund	24,291.	16,814.
191	Ishares Trust Russell 2000 Index Fund	13,338.	12,419.
250	J. P. Morgan Chase & Company	11,535.	10,070.
300	Johnson & Johnson	17,277.	17,427.
2,930.450	Legg Mason Brandywine Global Opportunities		
	Bond Fund	30,192.	31,180.
200	3M Company	4,976.	17,108.
200	Medtronic, Inc.	9,890.	7,394.
600	Microsoft Corporation	17,034.	15,486.
200	Nextera Energy, Inc.	10,834.	10,460.
400	Pfizer, Inc.	14,349.	6,000.
300	PNC Financial Services Group	8,830.	17,817.
1,198	S & P 500 Depository Receipt	172,713.	132,103.
200	Schlumberger, LTD.	9,936.	11,932.
400	Target Corporation	16,342.	20,528.
400	Texas Instruments, Inc.	8,140.	9,876.

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Part II - Balance Sheets:

Line 10(b): Investments - Corporate Stocks (Continued)

<u>Shares</u>		<u>Book Value (Cost)</u>	<u>Fair Market Value</u>
400	TJX Companies, Inc.	9,164.	16,608.
708.55	Tweedy Browne Global Value Fund	15,000.	15,368.
300	Verizon Communications	9,549.	8,718.
200	Waters Corporation	<u>12,054.</u>	<u>12,832.</u>
Totals		<u>\$848,131.</u>	<u>\$ 898,354.</u>

Line 10(c): Investments - Corporate Bonds

<u>Par</u>		<u>Book Value (Cost)</u>	<u>Fair Market Value</u>
25M	Berkshire Hathaway Finance 4.85% Due 1/15/15	\$ 24,707.	\$ 27,844.
25M	Bottling Group, LLC 6.95% Due 3/15/14	27,444.	29,620.
25M	Emerson Electric Company 5.625% Due 11/15/13	25,327.	28,369.
25M	Hewlett Packard Company 5.25% Due 3/01/12	25,188.	26,722.
25M	Verizon Communications 5.25% Due 4/15/13	24,790.	27,626.
25M	Walt Disney Company 5.7% Due 7/15/11	<u>25,130.</u>	<u>26,215.</u>
Totals		<u>\$152,586.</u>	<u>\$ 166,396.</u>

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Part XV - Supplementary Information

Line 3: Grants and Contributions Paid During the Year

	<u>Name and Address</u>	<u>Status</u>	<u>Purpose</u>	<u>Amount</u>
1.	Bee County Junior Livestock & Homemaker Show, Inc. Post Office Box 252 Beeville, TX 78104-0252	Public Charity	To help support Bids For \$ Kids	500.00
2.	Beeville Vineyard, Inc. 210 North Monroe Beeville, TX 78102	Public Charity	1.) \$4,000.00 for the Respite Aid for the Temporarily Homeless and 2.) \$1,000.00 for the operating expenses of the Beeville Vineyard	5,000.00
3.	Boys and Girls Club of Beeville, Inc. Post Office Box 131 Beeville, TX 78104-0131	Public Charity	For help with the educational and recreational programs and/or for operating expenses	5,000.00
4.	Coastal Bend College Visual Arts Division 3800 Charco Road Beeville, TX 78102	Public Charity	To help support the visual arts programs at Coastal Bend College	5,000.00
5.	Corpus Christi Hope House, Inc. 658 Robinson Street Corpus Christi, TX 78404	Public Charity	For operating expenses	2,500.00
6.	Fort Hood Area Habitat for Humanity 2601 Atkinson Avenue Killeen, TX 76543	Public Charity	To help support construction of one of the homes and/or for operating expenses	500.00
7.	House the Homeless, Inc. Post Office Box 2312 Austin, TX 78768-2312	Public Charity	For operating expenses	1,000.00
8.	Karnes City Public Library 302 South Panna Maria Avenue Karnes City, TX 78118	Public Charity	For the purchase of books in memory of Leona Grimsinger and James Francis Dougherty	5,000.00

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Line 3: Grants and Contributions Paid During the Year

	<u>Name and Address</u>	<u>Status</u>	<u>Purpose</u>	<u>Amount</u>
9.	Pet Assistance Association, Inc. Post Office Box 1163 Beeville, TX 78104-1163	Public Charity	To help provide low cost pet spay and neuter surgeries and/or for operating expenses	1,000.00
10.	A.C. Jones High School 1902 North Adams Street Beeville, TX 78102	Public Charity	For Project Graduation	400.00
11.	St. Philip's Episcopal School 105 North Adams Street Beeville, TX 78102	Public Charity	For help with the cur- riculum and educational materials to continue to challenge students	5,000.00
12.	Texas State Aquarium Association 2710 North Shoreline Corpus Christi, TX 78402	Public Charity	To help provide continued enhancement of the Aquarium and/or for operating expenses	1,000.00
13.	University of Texas at Austin Marine Science Institute 750 Channel View Drive Port Aransas, TX 78373-5015	Public Charity	For help with steroid hormone membrane receptors and how they influence cancer cell survival and/or for operating expenses	5,000.00
14.	Vecinos, Inc. 1100 Claire Avenue Austin, TX 78703	Public Charity	For help with the pre- schools run by ASAPROSAR (the Salvadoran Association for Rural Health)	15,000.00
15.	Women's Shelter of South Texas Post Office Box 3368 Corpus Christi, TX 78463-3368	Public Charity	For help with the Emergency Shelter and Supportive Services program in Bee County, Texas	2,000.00
16.	Workers Defense Project, Inc. Post Office Box 6423 Austin, TX 78762-6423	Public Charity	For operating expenses	500.00

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Part XV - Supplementary Information

Line 3: Grants and Contributions Paid During the Year

	<u>Name and Address</u>	<u>Status</u>	<u>Purpose</u>	<u>Amount</u>
17.	Society of St. Vincent de Paul, Saint John Neumann Conference 5455 Bee Caves Road Austin, TX 78746	Public Charity	For utilities, rent and home repair assistance for the poor and needy	4,500.00
18.	The Newman Foundation 2010 University Avenue Austin, TX 78705	Public Charity	For operating expenses	7,200.00
19.	St. Mary's Academy 507 North Filmore Street Beeville, TX 78102	Public Charity	For purchasing books	3,000.00
	Total			<u>\$ 69,100.00</u>