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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

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 2010 For calendar year 2009, or tax year beginning 8/01 , 2009, and ending 7/31 G Check all that apply Initial return Initial Return of a former public charity Final return Address change Name change Amended return Employer identification number Use the JACK & VALERIE GUENTHER FOUNDATION IRS label 74-6053172 Otherwise, 153 TREELINE PARK #300 Telephone number (see the instructions) print SAN ANTONIO, TX 78209 210-829-1800 or type See Specific If exemption application is pending, check here Instructions 1 Foreign organizations, check here Check type of organization. X Section 501(c)(3) exempt private foundation 2 Foreign organizations meeting the 85% test, check here and attach computation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation If private foundation status was terminated Ε Fair market value of all assets at end of year J Accounting method X Cash under section 507(b)(1)(A), check here (from Part II, column (c), line 16) Other (specify) _ _ If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► S 22,502,395 (Part I, column (d) must be on cash basis) Part I Analysis of Revenue and (a) Revenue and (d) Disbursements (b) Net investment (c) Adjusted net Expenses (The total of amounts in expenses per books income income for charitable columns (b), (c), and (d) may not necespurposes sarily equal the amounts in column (a) (cash basis only) (see the instructions)) Contributions, gifts, grants, etc received (att sch) 2 Ck X if the foundn is not req to att Sch B Interest on savings and temporary 321 321 cash investments Dividends and interest from securities 420 479 420,479 5a Gross rents **b** Net rental income or (loss) . . 74,464 6a Net gain/(loss) from sale of assets not on line 10 REVE b Gross sales price for all 3, 636, 369 assets on line 6a 74,464 K Capital gain net income (from Part IV, line 2) OGDEN Ñ 8 Net short-term capital gain Income modifications 10 a Gross sales less returns and allowances b Less Cost of goods sold c Gross profit/(loss) (att sch) 11 Other income (attach schedule). 12 Total. Add lines 1 through 11 495,264 495,264 0. 4,000 000. 2,000 13 Compensation of officers directors, trustees, etc 14 Other employee salaries and wages 15 Pension plans, employee benefits 16 a Legal fees (attach schedule) **b** Accounting fees (attach sch) c Other prof fees (attach sch) See St 1 12,000 6.000 6,000 327 327 17 Interest 6,187 687 Taxes (attach schedule)(see instr.) See Stm 2 Depreciation (attach 19 sch) and depletion 20 Occupancy Travel, conferences, and meetings 620 21 620. 22 Printing and publications 23 Other expenses (attach schedule) See Statement 3 98. 385 24 Total operating and administrative expenses. Add lines 13 through 23 23,519 11,014 8,718. Contributions, gifts, grants paid Part XV 713,227. 713,227 Total expenses and disbursements.

736,746

~241,482

Add lines 24 and 25

and disbursements.

Subtract line 26 from line 12: a Excess of revenue over expenses

b Net investment income (if negative enter -0)

C Adjusted net income (if negative, enter 0-)

11,014

484,250

721,945.

0

0.

DE.	4 '11 <i>2''</i> .	Balance Sheets	Attached schedules and amounts in the description column should be for end-of year amounts only	Beginning of year	<u> </u>	End	of year
Par	T II	Balance Sneets	(See instructions)	(a) Book Value	(b) Book Va	lue	(c) Fair Market Value
	T 1	Cash – non-interest	-bearing				
	2	•	ary cash investments	6,169,961.	4,013,	512.	4,013,512.
	1 -	Accounts receivable	-	TO STATE OF THE			
	"	Less allowance for		F. 1.50 - 240 854	Tipo Arm it star		, , , , , , , , , , , , , , , , , , , ,
	1 4	Pledges receivable		\$P\$		5 Fin. 5	
	'	Less allowance for	doubtful accounts	The special area on the contract of the	The Page 12 and the Control of	≈a109/03 1	1
	5	Grants receivable		 	 		
	6		cers, directors, trustees, and other		 		
	"	disqualified persons (attac	ch schedule) (see the instructions)		}		
	7	Other notes and loans rec	eivable (attach sch)				以及以底水类的水质)
A		Less allowance for					
Š	8	Inventories for sale	or use				
ASSETS	9	Prepaid expenses ar	nd deferred charges				
S		a Investments – US obligations (attach s	and state government				
		b Investments — corporate :		13,508,849.	15,152,	041.	16,116,185.
	1	c Investments — corporate		265,046.		046.	391,630.
	J	Investments - land,	·	THE WASHINGTON	经现代公司		
	''	equipment basis	•				以"数"文字 "美"室
		Less accumulated depreci (attach schedule)	ation P				_
	12	Investments - morto	gage loans				
	13	Investments - other	(attach schedule)				
	14	Land, buildings, and e	quipment basis ►		TO THE STATE OF TH		17 多数源原
		Less accumulated deprect (attach schedule)	ation				
			pe► See Statement 4	1,709,293.	1,981,	068.	1,981,068.
	16	Total assets (to be of see instructions Also	completed by all filers — o, see page 1, item l)	21,653,149.	21,411,	667.	22,502,395.
Ļ	17	Accounts payable an	d accrued expenses				
Å	18	Grants payable					
Ŗ	19	Deferred revenue					
Ĺ	20	Loans from officers, direct	ors, trustees, & other disqualified persons				
Ţ	21	Mortgages and other notes	payable (attach schedule)				
- i	22	Other liabilities (descri	be •))			
E S	23	Total liabilities (add	lines 17 through 22)	0.		0.	
	23		low SFAS 117, check here	0.		<u> </u>	一次を表す機能
		and complete lines 2	4 through 26 and lines 30 and 31.	-			
N F E U	24	Unrestricted					Company of the Control of the Contro
E U	25	Temporarily restricted					
_A D	26						
A S S A E T A		Foundations that do and complete lines 2	not follow SFAS 117, check here ► X 7 through 31.				
E L T A	27	Capital stock, trust pr	incipal, or current funds	22,451,736.	22,526,	200.	
SN	28	Paid-in or capital surplus,	or land, building, and equipment fund				14 经公司的
O E	29	Retained earnings, accumul	ated income, endowment, or other funds	-798,587.	-1,114,	533.	
ŔŜ	30	Total net assets or fu	ind balances (see the instructions)	21,653,149.	21,411,	667.	
_	31	Total liabilities and n (see the instructions)	et assets/fund balances	21,653,149.	21,411,	667.	
Part	111-	Analysis of Chang	es in Net Assets or Fund Balanc	es			
1	Total end-c	net assets or fund ba of-year figure reported	ances at beginning of year — Part II, colu on prior year's return)	umn (a), line 30 (must aç	gree with	1	21,653,149.
		amount from Part I, I				2	-241,482.
		ncreases not included in line				3	
		ines 1, 2, and 3				4	21,411,667.
		ses not included in line 2 (it	emize) ►			5	
			ances at end of year (line 4 minus line 5)) – Part II, column (b), II	~ ne 30	6	21,411,667.

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(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shares MLC Company)					d (C) Date acquired (month day year)	(d) Date sold (month, day, year)
1.	a 15,000 SH AT&T INC,	`		D — Donation	1/08/07	3/31/10
	b 18,000 SH BP AMOCO			<u>r</u> P	6/09/08	4/30/10
	c 9,300 SH COMPASS MI			P	1/22/09	1/28/10
	d 38,000 SH PEABODY E			P	12/18/06	1/21/10
	FROM NUSTAR GP HOLD			P	Various	12/31/09
	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale		(h) Gain or (e) plus (f) m	(loss) inus (g)
	387,135.		507	,610.		-120,475.
t	933,048.		1,040	,806.		-107,758.
	587,280.			,946.		83,334.
	1,728,906.		1,509			219,482.
		L	10/01/50	119.		-119.
	(i) Fair Market Value as of 12/31/69	ing gain in column (h) and owned by (j) Adjusted basis as of 12/31/69	(k) Excess of column (over column (j), if any	(i) t	(I) Gains (Colt gain minus column (k han -0-) o r Losses (fr), but not less
a	1					-120,475.
b						-107,758.
						83,334.
	1					219,482.
e						-119.
2	Capital gain net income or (net	capital loss) — If gain, also if (loss), ent	enter in Part I, line 7 ter -0- in Part I, line 7	2		74,464.
3	Net short-term capital gain or (loss) as defined in sections 1222(5)	and (6)			_
	If gain, also enter in Part I, line in Part I, line	e 8, column (c) (see the instructions)	If (loss), enter -0-	3		0.
If 'Ye	es,' the foundation does not qual	tion 4942 tax on the distributable amify under section 4940(e) Do not co	mplete this part		Yes	X No
1		n each column for each year, see th		any entries		
	(a) Base period years Calendar year (or tax year beginning in)	Adjusted qualifying distributions	(c) Net value of noncharitable-use asset	ts (co	(d) Distribution lumn (b) divided t	
	2008	1,190,487.	19,736,	015.		0.060321
	2007	379,899.	24,614,			0.015434
	2006	36,059.	20,159,	388.		0.001789
	2005	37,399.	12,805,			0.002921
_	2004	512,049.	7,321,	779.	—	0.069935
2	Total of line 1, column (d)			2		0.150400
3	Average distribution ratio for the number of years the foundation	e 5-year base period — divide the tol has been in existence if less than 5	tal on line 2 by 5, or by the years	3		0.030080
4	Enter the net value of noncharit			1	20	0.030000
		able-use assets for 2009 from Part 2	X, line 5	4	20	,985,563.
5	Multiply line 4 by line 3	able-use assets for 2009 from Part 2	X, line 5	5	20	
	Multiply line 4 by line 3 Enter 1% of net investment inco		X, line 5	_	20	,985,563.
6			X, line 5	5	20	,985,563. 631,246.
6 7 8	Enter 1% of net investment inco Add lines 5 and 6 Enter qualifying distributions fro	ome (1% of Part I, line 27b)		5 6 7 8		,985,563. 631,246. 4,843. 636,089. 993,720.

Pa	t VI 📑 Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see the	he ins	tructions	;)	
1	a Exempt operating foundations described in section 4940(d)(2), check here ■ and enter 'N/A' on line 1	1.	16 a	21	و المراهية
	Date of ruling or determination letter (attach copy of letter if necessary - see instr.)				
	b Domestic foundations that meet the section 4940(e) requirements in Part V,	1		4,	843.
	check here ► X and enter 1% of Part I, line 27b	ξ,		Fr. L	医流纹
	c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (b)		,	1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 -	્યું કું .≱ = 1
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable			3, 7, 8	
	foundations only Others enter -0-)	2			<u>0.</u>
3		3		4,	843.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4			0.
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	,	_ 4 ,	843.
6	Credits/Payments	ļ.	(1) H 25		ار م بہ ص
	a 2009 estimated tax pmts and 2008 overpayment credited to 2009 b Exempt foreign organizations — tax withheld at source 6b	74			ي جاڻ 'جي آه پاڻ
		٤	ఉ성성	į 🦆	
	c Tax paid with application for extension of time to file (Form 8868) d Backup withholding erroneously withheld 6 d	(**)	一个学、体		
	Total credits and payments Add lines 6a through 6d	7 -	بالمناهدة المطالبات	, _' -	122.
8	Enter any penalty for underpayment of estimated tax. Check here	8			
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9			0.
10	· · · · · · · · · · · · · · · · · · ·	10		3,	279.
11		11			0.
Par	t VII-A Statements Regarding Activities				
1.	a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it			Yes	No
•	participate or intervene in any political campaign?		1 a	<u> </u>	X
	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes				
	(see the instructions for definition) (see the instructions for definition)		_ 1b	 	<u> </u>
	If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials publi	ished	55.1	4.	الحي الم
	or distributed by the foundation in connection with the activities		150 S	. 123	7
	Did the foundation file Form 1120-POL for this year? Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year		10	17197	X
•	(1) On the foundation \Rightarrow 0. (2) On foundation managers \Rightarrow \$		o.	1 2,	. 1
•	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on	1		, 3,	\$2
	foundation managers. \$ 0.				-
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?		2	 - -	X
	If 'Yes,' attach a detailed description of the activities				
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				v
	Did the foundation have unrelated business gross income of \$1,000 or more during the year?		3 4a	 	X
	olf 'Yes,' has it filed a tax return on Form 990-T for this year?		4b	N	/A
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?		5		X
•	If 'Yes,' attach the statement required by General Instruction T		-		 ,
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 conf 	flict	٠.		
	with the state law remain in the governing instrument?	IIICL	6	X	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV		7	Х	
8 a	Enter the states to which the foundation reports or with which it is registered (see the instructions).			, ,	1
	_ TX]
b	If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General		0.1	v	
	(or designate) of each state as required by General Instruction G? If 'No,' attach explanation		8b	_X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 49 for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? If 'Yes,' complete F	342(j)((5) 9		x
			* *		
70	Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their nan and addresses	nes	10		Х
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Par	t:VIIFA: 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		Х
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	13	Х	
14	The books are in care of ► JACK GUENTHER Telephone no ► 210-8	329-1	800	
	Located at ► 153 TREELINE PARK, SUITE 300 SAN ANTONIO TX ZIP + 4 ► 78209			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 — Check here	N/A		
	and enter the amount of tax-exempt interest received or accrued during the year 15			N/A
Par	t*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.	T. 75	Yes	No
1 a	During the year did the foundation (either directly or indirectly)	# 7 mg/g		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes X No		18 E. A	
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes X No	(8) 3 ample		A STATE OF
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes X No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? X Yes X 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 X No	, K		
	(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 X No		State of the state	
b	olf 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 the instructions)? Organizations relying on a current notice regarding disaster assistance check here	1b	45.3	X
С	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?	1 c	7 7 7 3 6 7 7 8 1	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 $4942(j)(5)$)	, day		
а	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 X No			3 3 8 6 7 3 5 3 5 3 7
	If 'Yes,' list the years • 20, 20, 20	· - /	. 3	
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 the instructions)	2 b	N	A
С	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			
3 a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? $\fill Yes \fill X \fill No$			
	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
	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b		X

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Part VII-B. Statements Regarding Activi	ties for Which Fori	m 4720 May Be Rec	uired (continued)						
5 a During the year did the foundation pay or inc(1) Carry on propaganda, or otherwise atternation	•	on (section 4945(e))?	☐ Yes ∑	No No					
(2) Influence the outcome of any specific pu on, directly or indirectly, any voter registi	blic election (see section	on 4955), or to carry	☐ Yes ∑	₹ No					
(3) Provide a grant to an individual for travel			Yes						
(4) Provide a grant to an organization other in section 509(a)(1), (2), or (3), or section	than a charitable, etc, on 4940(d)(2)? (see insti	organization described ructions)	Yes	No No					
(5) Provide for any purpose other than religious educational purposes, or for the prevention	ous, charitable, scientifi on of cruelty to children	c, literary, or or animals?	Yes	No A					
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)?									
,	Organizations relying on a current notice regarding disaster assistance check here								
c If the answer is 'Yes' to question 5a(4), does tax because it maintained expenditure respon	the foundation claim existibility for the grant?	xemption from the	N/A Yes	No					
If 'Yes,' attach the statement required by Reg	ulations section 53 494	5-5(d)							
6a Did the foundation, during the year, receive a on a personal benefit contract?		3. 1 3 1	Yes X	No Property of the second of t					
b Did the foundation, during the year, pay prem If 'Yes' to 6b. file Form 8870	ilums, directly or indired	ctly, on a personal bene	fit contract?	6b X					
7a At any time during the tax year, was the foun-	dation a party to a prof	nibited tax shelter transa	action? Yes X	No Propins					
b If yes, did the foundation receive any proceed	is or have any net incoi	me attributable to the tra	ansaction?	7b N/A					
Part VIII Information About Officers, D	irectors, Trustees,	Foundation Manag	gers, Highly Paid	Employees,					
1 List all officers, directors, trustees, foundation	on managers and their	compensation (see inst	ructions).						
(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					
VALERIE U. GUENTHER 153 TREELINE PARK, STE 300 SAN ANTONIO, TX 78209	President PART	1,000.	0.	0					
JACK GUENTHER	Secretary	1,000.	0.	0					
153 TREELINE PARK, STE 300 SAN ANTONIO, TX 78209	PART								
ABIGAIL G. KAMPMANN 153 TREELINE PARK, STE 300	Vice Preside PART	1,000.	0.	0					
SAN ANTONIO, TX 78209 JACK E. GUENTHER, JR.	Treasurer	1,000.	0.	0.					
153 TREELINE PARK, STE 300 SAN ANTONIO, TX 78209	PART								
2 Compensation of five highest-paid employee	s (other than those inc	luded on line 1 – see in	structions). If none, e	nter '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									
	0	0.	0.	0.					
Total number of other employees paid over \$50,000	TEEA0306L 0	7/06/09	>	0 Form 990-PF (2009)					

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3 Five highest-paid independent contractors for professional services — (see instructions). If none, enter 'NONE.'	
(a) Name and address of each person paid more than \$50,000 (b) Type of service	(c) Compensation
None	
	-
Fotal number of others receiving over \$50,000 for professional services	•
Part IX-A Summary of Direct Charitable Activities	
ist the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of rganizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 ART FOR PUBLIC EXHIBIT/EDUCATIONAL LOAN PROGRAM	
ESTIMATED VISITORS/VIEWERS: 3,500.	271,775
2	2/1,//3
3	
3	
4	
Part IX-B Summary of Program-Related Investments (see instructions)	
Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and	2 Amount
1 <u>N/A</u>	
	~
2	
	~
All other program-related investments. See instructions	
3	
	~
otal. Add lines 1 through 3	• 0.
AAA	Form 990-PF (2009

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations. see instructions.) d (1 Lett 1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes 15,845,621. a Average monthly fair market value of securities 1 a **b** Average of monthly cash balances 1Ь 5,337,946. 146,728. c Fair market value of all other assets (see instructions) 1 c 1 d 330,295. d Total (add lines la, b, and c) e Reduction claimed for blockage or other factors reported on lines 1a and 1c 1 e 0 (attach detailed explanation) 25,155. 2 Acquisition indebtedness applicable to line 1 assets 305,140. Subtract line 2 from line 1d 3 21, Cash deemed held for charitable activities Enter 1-1/2% of line 3 4 319,577. (for greater amount, see instructions) 985,563. 20. Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4. 5 049,278. 6 Minimum investment return. Enter 5% of line 5 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.) Minimum investment return from Part X, line 6 1 1,049,278. 1 4,843 2a Tax on investment income for 2009 from Part VI, line 5 2a **b** Income tax for 2009 (This does not include the tax from Part VI) 2b ~~~ c Add lines 2a and 2b 2 c 4,843 1,044,435. 3 3 Distributable amount before adjustments Subtract line 2c from line 1 Recoveries of amounts treated as qualifying distributions 4 Add lines 3 and 4 5 1,044,435. Deduction from distributable amount (see instructions) 6 6 7 1,044,435. Distributable amount as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1 Part XII Qualifying Distributions (see instructions) Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes 721,945. a Expenses, contributions, gifts, etc - total from Part I, column (d), line 26 1 a **b** Program-related investments - total from Part IX-B 1 b 775 2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes 2 271 Amounts set aside for specific charitable projects that satisfy the a Suitability test (prior IRS approval required) 3 3a 3ь **b** Cash distribution test (attach the required schedule) 993,720. Qualifying distributions Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4 4 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions) 5 4,843. Adjusted qualifying distributions. Subtract line 5 from line 4 6 988,877. 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

BAA Form 990-PF (2009)

Part XIII Undistributed Income (see instructions)

,	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
Distributable amount for 2009 from Part XI, line 7		1 3 - 1 1 2 1 2 1 2 1 2 1 2 1 2 1 2 1 2 1 2	The water water to	1,044,435.
2 Undistributed income, if any, as of the end of 2009	1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1	3 3 1 1 2		F. C. & C.
a Enter amount for 2008 only	出一個人	(福) (4) (1) (1)	979,426.	The state of the state of the
b Total for prior years 20, 20, 20		0.	375	
3 Excess distributions carryover, if any, to 2009	医红线 网络藤	大学 大学 大学 大学	哲學學為以養的	
a From 2004	J. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1.			
b From 2005	At 37 12 15	t 200 (00 a 70)	1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	ng kaga
c From 2006	, , ,			, ,
d From 2007	, , ,		" " " " " " " " " " " " " " " " " " "	م ا ^{دا} ا
e From 2008	of market war and the	to Mile a Service		v 5.,
f Total of lines 3a through e	0.		· Jak str. Bolow	1 1/14
4 Qualifying distributions for 2009 from Part				in the second of
XII, line 4 ► \$993,720.			[1] [1] [1] [1] [1] [1] [1] [1] [1] [1]	图域,图为成为。
a Applied to 2008, but not more than line 2a	, , , , , , , , , , , , , , , , , , , ,		979,426.	
b Applied to undistributed income of prior years	, , , , , , , , , , , , , , , , , , ,		. 6. F	マリング か 東 多 子 () *********************************
(Election required - see instructions)	· · · · · · · · · · · · · · · · · · ·	0.	* ,	, , , , , , , , , , , , , , , , , , ,
c Treated as distributions out of corpus		, , , ,		
(Election required - see instructions)	0.	.,		<u> </u>
d Applied to 2009 distributable amount				14,294.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009	0.	·····		0.
(If an amount appears in column (d), the same amount must be shown in column (a))	. /	`	. ,	9 () to
,,,,		•	*	
6 Enter the net total of each column as	, , , , ,	*	* * * * * * * * * * * * * * * * * * * *	"大學一大家然而上"
indicated below:		1	,	
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.	· · · · · ·		
b Prior years' undistributed income. Subtract line 4b from line 2b	· · · · · · · · · · · · · · · · · · ·	0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency			-	1
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	·			• 1
line 2a Taxable amount — see instructions			0.	
f Hadistoholad casass for 2000. Cubbrack lines	· -	*	ì	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be	, , ,		· , , .	
distributed in 2010			35	1,030,141.
7 Amounts treated as distributions out of		, '	;	•
corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)			•	,
(see instructions)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)	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	Control of the		The state of the s	
BAA				Form 990-PF (2009)

Part XIV Private Operating Foundati	ons (see instru	ctions and Part			N/A
1 a If the foundation has received a ruling or is effective for 2009, enter the date of the	determination lette ruling	r that it is a private	operating foundatio	n, and the ruling	
b Check box to indicate whether the founda	it <mark>ion is a private op</mark>	erating foundation	described in section	4942(j)(3) or	4942(j)(5)
2a Enter the lesser of the adjusted net income from Part I or the minimum	Tax year	ļ <u></u>	Prior 3 years	·	
investment return from Part X for each year listed	(a) 2009	(b) 2008	(c) 2007	(d) 2006	(e) Total
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		<u> </u>			
 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	i				
(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					
 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	<u></u>				
Part XV Supplementary Information assets at any time during th			organization ha	d \$5,000 or mor	e in
1 Information Regarding Foundation Mana a List any managers of the foundation who close of any tax year (but only if they have See Statement 5	nave contributed m	ore than 2% of the than \$5,000) (See	total contributions re section 507(d)(2))	eceived by the found	lation before the
b List any managers of the foundation who a partnership or other entity) of which the None	own 10% or more of foundation has a 1	of the stock of a cor 0% or greater interes	poration (or an equa est	illy large portion of t	he ownership of
2 Information Regarding Contribution, Gran Check here ► X if the foundation only n requests for funds if the foundation make complete items 2a, b, c, and d	nakes contributions	to preselected cha	ritable organizations	and does not accep	ot unsolicited er conditions,
a The name, address, and telephone numbe	r of the person to v	whom applications s	should be addressed		
b The form in which applications should be s	submitted and infor	mation and materia	Is they should includ	de	
c Any submission deadlines					
d Any restrictions or limitations on awards, s	uch as by geograpl	hical areas, charitat	ole fields, kinds of in	stitutions, or other f	actors

Part XV Supplementary Information (continued)								
3 Grants and Contributions Paid During the Y	3 Grants and Contributions Paid During the Year or Approved for Future Payment							
`Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of	Purpose of grant or contribution	Amount				
Name and address (home or business)	substantial contributor	recipient		<u> </u>				
a Paid during the year		1	ł					
See Statement 6								
		}						
	}							
			}					
]	,					
		ļ						
	İ							
Total			▶ 3;	713,227.				
b Approved for future payment								
]							
				1				
				1				
	[
Total			▶ 3h					

Ran XVI A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelat	ed business income	Exclude	d by section 512, 513, or 514	
Program service revenue	(a) Business code	(b) Amount	(c) Exclu sion code	(d) Amount	(e) Related or exempt function income (see the instructions)
a					
b					
c					
d					<u> </u>
e					
f					
g Fees and contracts from government agencies			l		
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14		
4 Dividends and interest from securities			14		
5 Net rental income or (loss) from real estate	THE PARTY OF THE P	方に連続は、数に悪		學。例,可以對學	
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	74,464.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue	M. 13.	THE STREET		THE STATE OF THE S	为专门的。运用证据》
a					<u> </u>
b					
c				<u> </u>	
d					
е					
12 Subtotal Add columns (b), (d), and (e)	and the same		1 2 7 77	495,264.	
13 Total. Add line 12, columns (b), (d), and (e)				13	495,264.
See worksheet in the instructions for line 13 to verify ca	alculations)				

Part XVI-B	Relationship	of Activities	to the Accom	plishment of	Exempt Purposes
FOUND VALLED ST	INCIAUONSIND	, OI MOUVIUGS	to the Account	PHOINICH OF	Evoluber arboso.

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See the instructions)
N/A	
<u></u>	

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

	a Tra	nsfers from the	e reporting	foundation to	a noncharit	able exempt	organizat	ion of			12 22	. ' '	-
		Cash	, ,			1	- · J ·				1a (1)		Х
	• •	Other assets									1a (2)		Х
	b Oth	er transactions	5										
(1) Sales of assets to a noncharitable exempt organization								1 b (1)		Х			
	(2)	Purchases of	assets from	n a noncharit	able exempt	organization	L				1 b (2)		Х
	(3)	Rental of facil	ities, equip	ment, or othe	er assets						1 b (3)		X
	(4)	Reimburseme	nt arrangen	nents							1 b (4)		Х
	(5)	Loans or loan	guarantees	5							1 b (5)		Х
	(6)	Performance of	of services	or memberst	nıp or fundraı	sing solicitat	ions				1b (6)		X
	c Sha	ring of facilitie	s, equipme	nt, mailing li	sts, other ass	sets, or paid	employee	S			1 c		X
_	the (goods, other a transaction or	ssets, or se sharing ari	ervices given rangement, s	by the repor	ting foundati nn (d) the va	on If the lue of the	Column (b) should a foundation receive goods, other asset (d) Description of t	d less tha s, or serv	n fair ma	rket value in ived		3
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		<u> </u>						·····			 -		
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	desci	e foundation di ribed in section is.' complete the	n 501(c) of	the Code (of	ated with, or i her than sect	related to, or ion 501(c)(3	ne or more)) or in se	e tax-exempt orgar ction 527?	nızatıonş		Yes	ΧN	lo
_		(a) Name of o			(b) T	ype of organ	ızatıon		(c) Descri	otion of re	elationship		
N	I/A												
	·												
_													
S (G N	complete	Declaration of preparation	Ceria (nve examined this in laxpayer or fidu	ciary) is based or	accompanying s n all information (schedules and of which prep -	stalements, and to the tarer has any knowledge	D⊳ <u>Pre</u>	owledge and		correct,	and
G N	Sign:	alure of officer or tr		₩				Date '	Title		narer'r Idonista	num'-	
HERE	Paid Pre-	Preparer's signature						Date	Check if self employed	(Se	eparer's Identifying ee Signature in th	e instrs)	
E	parer's	Firm's name (or					,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	TO THE PROPERTY OF THE PARTY OF	EIN >	Parkey	"哈里特"。西西	West Color	學
	Use Only	yours if self employed),	位。隐时间		的一个一个一个一个一个一个一个一个一个一个一个一个一个一个一个一个一个一个一个	edining the	機型類型	red desirate	 []				
		address, and ZIP code	联定标志儿思	介态对数数数	THE PROPERTY OF THE PARTY OF TH	性相對性性	MELLEN ME	THE REPORT OF THE PARTY OF THE	Phone no	<u>► 133</u>	ATTIME TO	2000年	71 -4 54-5-
BA	AA						-				Form 990-	PF (20)09)

2009	Federal Statements	Page 1
<u> </u>	JACK & VALERIE GUENTHER FOUNDATION	74-6053172
Statement 1 Form 990-PF, Part I, Line 16c Other Professional Fees		
PROFESSIONAL SERVICES	Expenses Investment Adj	(c) (d) usted Charitable Income Purposes \$ 6,000. 0. \$ 6,000.
Statement 2 Form 990-PF, Part I, Line 18 Taxes		
FEDERAL EXCISE TAX FOREIGN TAX PAID	Expenses Investment Adju	c) (d) usted Charitable Income Purposes 0. \$ 0.
Statement 3 Form 990-PF, Part I, Line 23 Other Expenses		
NONDEDUCTIBLE EXPENSES F SUBSCRIPTIONS	<u>per Books Income Net l</u>	(c) (d) usted Charitable Income Purposes \$ 98. 0. \$ 98.
Statement 4 Form 990-PF, Part II, Line 15 Other Assets		
	_ Book_Val	Fair Market ue Value

Total $\frac{\$ 1,981,068.}{\$ 1,981,068.}$ $\frac{\$ 1,981,068.}{\$ 1,981,068.}$

Statement 5 Form 990-PF, Part XV, Line 1a Foundation Managers - 2% or More Contributors

ASSETS FOR CHARITABLE PURPOSE

VALERIE U. GUENTHER JACK GUENTHER

$\gamma \alpha$	^	0
ZU	u	y

Federal Statements

Page 2

JACK & VALERIE GUENTHER FOUNDATION

74-6053172

Statement 6 Form 990-PF, Part XV, Line 3a Recipient Paid During the Year

Name and Address	Donee <u>Relationship</u>	Found- ation Status	Purpose of <u>Grant</u>	Amount
NATIONAL WESTERN ART FOUNDATION P O BOX 90009 SAN ANTONIO, TX 78209	NONE	PUBLIC	CAPITAL CAMPAIGN	\$ 699,775.
EXOTIC WILDLIFE ASSOCIATION 105 HENDERSON BRANCH RD, W. INGRAM, TX 78205	NONE	PUBLIC		4,550.
CHARITY BALL ASSOCIATION P O BOX 6708 SAN ANTONIO, TX 78209	NONE	PUBLIC		3,000.
SAN ANTONIO BOTANICAL SOCIETY 555 FUNSTON PLACE SAN ANTONIO, TX 78209	NONE	PUBLIC		5,000.
CANCER CENTER COUNCIL 7979 WURZBACH SAN ANTONIO, TX 78229	NONE	PUBLIC		600.
JUNIOR LEAGUE OF SAN ANTONIO 723 BROOKLYN AVENUE SAN ANTONIO, TX 78215	NONE	PUBLIC		100.
NUSTAR GP HOLDINGS, LLC CHARITABLE CONTRIBUTIONS PASSTHRU AMT PER K-1,				202.
			Total	<u>\$ 713,227.</u>

200	09
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Federal Supporting Detail

Page 1

JACK & VALERIE GUENTHER FOUNDATION

74-6053172

Form	990-PF,	Part II,	Col (b),	Line 10	b
	of Year B				

ABBOTT LABORATORIES APACHE CORP CVS CORP DEL CENTURYTEL INC COLGATE PALMOLIVE CO EXXON MOBIL CORPORATION ILLINOIS TOOL WORKS INC INTL BANCSHARES CORP JOHNSON & JOHNSON LOWES COMPANIES INC MICROCHIP TECHNOLOGIES MICROSOFT CORP STRYKER CORP TEVA PHARM INDS	\$	927,476. 997,920. 518,275. 818,247. 541,284. 1,335,500. 401,185. 662,509. 1,113,205. 476,405. 800,794. 1,492,500. 730,706. 703,925.
		,
WALGREEN COMPANY		369,947.
WINDSTREAM CORP		1,147,016.
KINDER MORGAN ENERGY PARTNERS LP		1,137,384.
NUSTAR GP HOLDINGS LLC		441,376.
PLAINS ALL AMERICAN PIPELINE LP		<u>536, 387.</u>
	Total 💲	15,152,041.

Form 990-PF, Part II, Col (b), Line 10c End of Year Book Value - Corporate Bonds

MORGAN STANLEY 4.75% 14 NOTES

 \$
 265,046.

 Total
 \$
 265,046.

Form 990-PF, Part II, Col (c), Line 10b End of Year Fair Market Value - Corporate Stock

ABBOTT LABORATORIES APACHE CORP CVS CORP DEL CENTURYTEL INC COLGATE PALMOLIVE CO EXXON MOBIL CORPORATION ILLINOIS TOOL WORKS INC. INTL BANCSHARES CORP JOHNSON & JOHNSON LOWES COMPANIES INC MICROCHIP TECHNOLOGY INC MICROSOFT CORP STRYKER CORP TEVA PHARM INDS LTD WALGREEN COMPANY WINDSTREAM CORPORATION KINDER MORGAN ENERGY LP NUSTAR GP HOLDINGS LLC PLAINS ALL AMERICAN PIPELINE LP	\$	883,440. 1,338,120. 583,110. 1,068,600. 773,767. 1,193,600. 867,000. 1,016,575. 331,840. 852,600. 1,290,500. 465,700. 586,200. 292,923. 1,254,000. 1,367,400. 822,150. 737,160.
Total	al <u>\$</u>	16,116,185.

2009

Federal Supporting Detail

Page 2

JACK & VALERIE GUENTHER FOUNDATION

74-6053172

Form 990-PF, Part II, Col (c), Line 10c End of Year Fair Market Value - Corporate Bonds

MORGAN STANLEY 4.75% 14 NOTES

\$ 391,630. Total \$ 391,630.