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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 DEC 1, 2009, and ending NOV 30, 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 THE RACHAEL AND BEN VAUGHAN FOUNDATION		A Employer identification number 74-6040479
	Number and street (or P.O. box number if mail is not delivered to street address) Room/suite P. O. BOX 2233		B Telephone number 512-477-4726
	City or town, state, and ZIP code AUSTIN, TX 78768-2233		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) \$ 5,386,206.97 (Part I, column (d) must be on cash basis.)		J Accounting method: <input checked="" type="checkbox"/> Cash <input 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)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		10.52	10.52		STATEMENT 1
4 Dividends and interest from securities		116,145.35	116,145.35		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		<129,984.38>			
b Gross sales price for all assets on line 6a		823,080.57			
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)					
11 Other income					
12 Total. Add lines 1 through 11		<13,828.51>	116,155.87		
13 Compensation of officers, directors, trustees, etc		1,800.00	900.00		900.00
14 Other employee salaries and wages		8,550.00	855.00		7,695.00
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees					
c Other professional fees					
17 Interest					
18 Taxes STMT 3		3,068.49	124.12		607.88
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 4		4,271.08	25.62		4,245.46
24 Total operating and administrative expenses. Add lines 13 through 23		17,689.57	1,904.74		13,448.34
25 Contributions, gifts, grants paid		220,200.00			220,200.00
26 Total expenses and disbursements. Add lines 24 and 25		237,889.57	1,904.74		233,648.34
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<251,718.08>			
b Net investment income (if negative, enter -0-)			114,251.13		
c Adjusted net income (if negative, enter -0-)				N/A	

SCANNED MAR 08 2011
Operating and Administrative Expenses

9-14

15

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	15,973.41	6,502.31	6,502.31
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges	5,988.62	3,652.13	3,652.13
	10a	Investments - U.S. and state government obligations			
	b	Investments - corporate stock			
	c	Investments - corporate bonds			
Liabilities	11	Investments - land, buildings, and equipment: basis ▶			
		Less: accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other STMT 6	4,524,775.33	4,312,678.74	5,376,052.53
	14	Land, buildings, and equipment: basis ▶			
		Less: accumulated depreciation ▶			
	15	Other assets (describe ▶)			
	16	Total assets (to be completed by all filers)	4,546,737.36	4,322,833.18	5,386,206.97
	17	Accounts payable and accrued expenses			
	18	Grants payable			
Net Assets or Fund Balances	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)	0.00	0.00	
		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	2,736,524.66	2,736,524.66	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.00	0.00	
	29	Retained earnings, accumulated income, endowment, or other funds	1,810,212.70	1,586,308.52	
	30	Total net assets or fund balances	4,546,737.36	4,322,833.18	
	31	Total liabilities and net assets/fund balances	4,546,737.36	4,322,833.18	

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	4,546,737.36
2	Enter amount from Part I, line 27a	2	<251,718.08>
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 5	3	27,813.90
4	Add lines 1, 2, and 3	4	4,322,833.18
5	Decreases not included in line 2 (itemize) ▶	5	0.00
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,322,833.18

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 STATEMENT				
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 823,080.57		953,064.95	<129,984.38>	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				
b				
c				
d				
e			<129,984.38>	
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 <129,984.38>
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		{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		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	285,706.09	4,367,876.45	.065411
2007	309,589.32	5,837,882.74	.053031
2006	276,207.18	6,423,300.12	.043001
2005	272,950.41	5,717,419.19	.047740
2004	257,065.88	5,474,927.26	.046953

2 Total of line 1, column (d)	2 .256136
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 .051227
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4 5,146,079.81
5 Multiply line 4 by line 3	5 263,618.23
6 Enter 1% of net investment income (1% of Part I, line 27b)	6 1,142.51
7 Add lines 5 and 6	7 264,760.74
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.	8 233,648.34

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)			
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		1	2,285.02
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.00
3 Add lines 1 and 2		3	2,285.02
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.00
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	2,285.02
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	3,652.13	
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	3,652.13	
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	9		
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,367.11	
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax <input type="checkbox"/> 1,367.11 Refunded <input type="checkbox"/>	11	0.00	

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
b 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
c 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. <input type="checkbox"/> \$ 0.00 (2) On foundation managers. <input type="checkbox"/> \$ 0.00		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.00		
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) <input type="checkbox"/> 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

N/A

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)			X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?		X	

Website address ► N/A

14 The books are in care of ► BEN F VAUGHAN III, PRESIDENT Telephone no. ► 512-477-4726
 Located at ► P. O. BOX 2233 ZIP+4 ► 78768-2233

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 type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" 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	<u>N/A</u>	1b
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► _____, _____, _____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) <u>N/A</u>		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) <u>N/A</u>		3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?		4b X

Form 990-PF (2009)

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

Organizations relying on a current notice regarding disaster assistance check here

☒**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

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

If "Yes" to 6b, file Form 8870

6b

X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 7		1,800.00	0.00	0.00

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

Form 990-PF (2009)

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	5,210,792.80
b	Average of monthly cash balances	1b	9,222.75
c	Fair market value of all other assets	1c	4,430.96
d	Total (add lines 1a, b, and c)	1d	5,224,446.51
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.00
2	Acquisition indebtedness applicable to line 1 assets	2	0.00
3	Subtract line 2 from line 1d	3	5,224,446.51
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	78,366.70
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,146,079.81
6	Minimum investment return. Enter 5% of line 5	6	257,303.99

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	257,303.99
2a	Tax on investment income for 2009 from Part VI, line 5	2a	2,285.02
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,285.02
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	255,018.97
4	Recoveries of amounts treated as qualifying distributions	4	0.00
5	Add lines 3 and 4	5	255,018.97
6	Deduction from distributable amount (see instructions)	6	0.00
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	255,018.97

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	233,648.34
b	Program-related investments - total from Part IX-B	1b	0.00
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	233,648.34
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	0.00
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	233,648.34

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				255,018.97
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			206,023.00	
b Total for prior years:		0.00		
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	0.00			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ \$ 233,648.34				
a Applied to 2008, but not more than line 2a			206,023.00	
b Applied to undistributed income of prior years (Election required - see instructions)		0.00		
c Treated as distributions out of corpus (Election required - see instructions)	0.00			
d Applied to 2009 distributable amount				27,625.34
e Remaining amount distributed out of corpus	0.00			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0.00			0.00
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.00			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.00		
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		0.00		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.00		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			0.00	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				227,393.63
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.00			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.00			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	0.00			
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

☐ 4942(j)(3) or ☐ 4942(j)(5)

(4) Gross investment income

[illegible]Form **990-PF** (2009)

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>				
SEE STATEMENT 9				
Total				▶ 3a 220,200.00
b <i>Approved for future payment</i>				
NONE				
Total				▶ 3b 0.00

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		
1 Program service revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments			14	10.52		
4 Dividends and interest from securities			14	116,145.35		
5 Net rental income or (loss) from real estate:						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property						
7 Other investment income						
8 Gain or (loss) from sales of assets other than inventory			18	<129,984.38>		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)		0.00		<13,828.51>		0.00
13 Total. Add line 12, columns (b), (d), and (e)						<13,828.51>

(See worksheet in line 13 instructions to verify calculations.)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

[illegible]

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

	Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a Transfers from the reporting foundation to a noncharitable exempt organization of:		
(1) Cash	1a(1)	X
(2) Other assets	1a(2)	X
b Other transactions:		
(1) Sales of assets to a noncharitable exempt organization	1b(1)	X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)	X
(3) Rental of facilities, equipment, or other assets	1b(3)	X
(4) Reimbursement arrangements	1b(4)	X
(5) Loans or loan guarantees	1b(5)	X
(6) Performance of services or membership or fundraising solicitations	1b(6)	X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.		
(a) Name of organization	(b) Type of organization	(c) Description of relationship
NOT APPLICABLE		

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.

Sign Here

**Paid
Preparer's
Use Only**

Preparer's
signature

Firm's name (or yours
if self-employed),
address, and ZIP code

Date

PRESIDENT
Title

Check if self-employed	
------------------------	--

Preparer's identifying number

FIN ▶

Phone no.

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	687.063 SHS TEMPLETON FOREIGN FUND CLASS A	P	12/17/09	12/21/09
b	45,876.209 SHS TEMPLETON FOREIGN FUND CLASS A	P	12/19/08	12/21/09
c	44,656.512 SHS TEMPLETON FOREIGN FUND CLASS A	P	VARIOUS	12/07/09
d	1,218.488 SHS TEMPLETON FOREIGN FUND CLASS A	P	12/19/08	12/07/09
e	20,276.498 SHS SHORT TEM CORPORATE FUND ADMIRAL	P	11/24/09	11/23/10
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 4,404.07		4,376.60	27.47
b 294,066.50		203,537.98	89,917.37
c 296,519.23		523,783.40	<226,653.02>
d 8,090.77		5,422.27	2,668.50
e 220,000.00		215,944.70	4,055.30
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			27.47
b			89,917.37
c			<226,653.02>
d			2,668.50
e			4,055.30
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	<129,984.38>
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
WELLS FARGO	10.52
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	10.52

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CHEVRON	5,600.00	0.00	5,600.00
FIRST EAGLE GLOBAL FUND CLASS I	27,978.72	0.00	27,978.72
TEMPLETON FOREIGN FUND CLASS A	4,376.59	0.00	4,376.59
VANGUARD SHORT TERM CORPORATE ADMIRAL FUND	30,142.80	0.00	30,142.80
VANGUARD TOTAL STOCK MARKET INDEX ADMIRAL FUND	48,047.24	0.00	48,047.24
TOTAL TO FM 990-PF, PART I, LN 4	116,145.35	0.00	116,145.35

FORM 990-PF TAXES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX ON INVESTMENT INCOME	2,336.49	0.00		0.00
PAYROLL TAX	732.00	124.12		607.88
TO FORM 990-PF, PG 1, LN 18	3,068.49	124.12		607.88

FORM 990-PF	OTHER EXPENSES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
DUES	350.00	0.00		350.00	
INSURANCE	151.08	25.62		125.46	
OFFICE	45.00	0.00		45.00	
PROFESSIONAL FEES	3,725.00	0.00		3,725.00	
TO FORM 990-PF, PG 1, LN 23	4,271.08	25.62		4,245.46	

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	5
DESCRIPTION		AMOUNT	
BASIS ADJUSTMENT TO BOOK BALANCE OF TEMPLETON FOREIGN FUND CLASS A		27,813.90	
TOTAL TO FORM 990-PF, PART III, LINE 3		27,813.90	

FORM 990-PF	OTHER INVESTMENTS		STATEMENT	6
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE	
FIRST EAGLE GLOBAL CLASS I	FMV	1,298,710.15	1,963,422.21	
TEMPLETON FOREIGN FUND CLASS A	FMV	0.00	0.00	
CHEVRON	FMV	41,906.25	161,940.00	
VANGUARD SHORT TERM CORPORATE BOND	FMV	683,885.76	696,266.80	
VANGUARD TOTAL STOCK MARKET INDEX	FMV	2,288,176.58	2,554,423.52	
TOTAL TO FORM 990-PF, PART II, LINE 13		4,312,678.74	5,376,052.53	

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT 7
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
BEN F VAUGHAN III P. O. BOX 2233 AUSTIN, TX 78768-2233	PRESIDENT & TRUSTEE 1.00	0.00	0.00	0.00
DAPHNE VAUGHAN P. O. BOX 2233 AUSTIN, TX 78768-2233	SEC., TREASURER & TRUSTEE 0.15	0.00	0.00	0.00
BEN F VAUGHAN IV P. O. BOX 2233 AUSTIN, TX 78768-2233	VICE PRES., & TRUSTEE 1.00	0.00	0.00	0.00
GENEVIEVE VAUGHAN P. O. BOX 2233 AUSTIN, TX 78768-2233	VICE PRES., & TRUSTEE 1.00	0.00	0.00	0.00
WILLIAM R WARD, JR P. O. BOX 2233 AUSTIN, TX 78768-2233	ASST. SEC., & ASST. TREAS. 1.50	1,800.00	0.00	0.00
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		1,800.00	0.00	0.00

FORM 990-PF	GRANT APPLICATION SUBMISSION INFORMATION	STATEMENT	8
	PART XV, LINES 2A THROUGH 2D		

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

BEN F VAUGHAN, III, P. O. BOX 2233, AUSTIN, TEXAS 78768-2233 512-477-4726

TELEPHONE NUMBER

FORM AND CONTENT OF APPLICATIONS

THE APPLICATION SHOULD INCLUDE A COVER LETTER. A TWO- TO FOUR-PAGE PROPOSAL REQUESTING A SPECIFIC AMOUNT OF MONEY, COPY OF IRS EXEMPT LETTER, IRS FORM 990 AND DETAILED BUDGETARY INFORMATION (IF AVAILABLE).

ANY SUBMISSION DEADLINES

APPLICATIONS MUST BE RECEIVED BY THE FOUNDATION BY JUNE 1. ALL APPLICATIONS RECEIVED AFTER JUNE 1 WILL BE CONSIDERED THE FOLLOWING YEAR.

RESTRICTIONS AND LIMITATIONS ON AWARDS

THERE ARE NO GRANTS TO INDIVIDUALS, NO LOANS, NO SUPPORT FOR NON-PUBLIC CHARITABLE ORGANIZATIONS. MAJORITY OF THE GRANTS ARE MADE TO APPLICANTS FROM CENTRAL AND SOUTH TEXAS. MAJORITY OF THE GRANTS ARE RELATIVELY SMALL. FOUNDATION'S CHARITABLE COMMITMENT IS TO EDUCATIONAL, CULTURAL, RELIGIOUS, HEALTH CARE, WELFARE, YOUTH, WOMEN, LITERACY AND ENVIRONMENT ORGANIZATIONS.

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 9

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
ABRAHAM'S VISION OF PEACE, INC 270 CHESTNUT ST., SUITE 202 REDWOOD CITY, CA 94063	NONE SUPPORT VISION PROGRAM	PUBLIC CHARITY	2,000.00
ANY BABY CAN OF AUSTIN 1121 EAST 7TH ST AUSTIN, TX 78702	NONE CANDLELIGHTERS CHILDHOOD CANCER PROGRAM	PUBLIC CHARITY	2,500.00
AUSTIN YMBL SUNSHINE CAMPS PO BOX 684980 AUSTIN, TX 78768	NONE SUPPORT ACADEMIC BASED SUNRISE LEADERSHIP PROGRAM	PUBLIC CHARITY	2,500.00
AUSTIN COMMUNITY FOUNDATION FOR THE CAPITAL AREA, AUSTIN IMMIGRANT RIGHTS - 1304 E 6TH STREET, SUITE 3 AUSTIN, TX 78702	NONE SUPPORT DEFENSE OF BASIC HUMAN RIGHTS AND JUSTICE	PUBLIC CHARITY	2,000.00
AUSTIN COMMUNITY FOUNDATION FOR THE CAPITAL AREA, ANN RICHARDS SCHOOL - 2206 PRATHER LANE AUSTIN, TX 78704	NONE EDUCATE YOUNG WOMEN & CONFIDENCE TO SUCCEED IN COLLEGE	PUBLIC CHARITY	5,000.00
ADMISSION CONTROL COLLEGE FORWARD PO BOX 142308 AUSTIN, TX 78714	NONE SUPPORT CENTRAL TEXAS COLLEGE ACCESS PROJECT	PUBLIC CHARITY	5,000.00
BLUE LAPIS LIGHT PO BOX 1821 AUSTIN, TX 78767	NONE SUPPORT AREIAL DANCE AND MOVEMENT CLASSES	PUBLIC CHARITY	4,000.00
BASTROP COUNTY EMERGENCY FOOD PANTRY, INC P O BOX 953 BASTROP, TX 78602	NONE EMERGENCY ASSISTANCE PROGRAM	PUBLIC CHARITY	1,000.00

THE RACHAEL AND BEN VAUGHAN FOUNDATION

74-6040479

BIG BROTHERS BIG SISTERS OF CENTRAL TEXAS, INC 1400 TILLERY STREET AUSTIN, TX 78721	NONE MENTOR AT RISK YOUTHS	PUBLIC CHARITY	1,500.00
BONEFISH & TARPON UNLIMITED, INC 24 DICKSIDE LANE, PMB 83 KEY LARGO, FL 33037	NONE SUPPORT RESEARCH	PUBLIC CHARITY	500.00
CAPITAL AREA FOOD BANK OF TEXAS, INC 8201 S CONGRESS AVE AUSTIN, TX 78745	NONE SUPPORT MEAT & PERISHABLE FOOD RESCUE PROGRAM	PUBLIC CHARITY	5,000.00
CARITAS OF AUSTIN PO BOX 1947 AUSTIN, TX 78767	NONE SERVICES TO LOW INCOME FAMILIES	PUBLIC CHARITY	5,000.00
CONSPIRARE 1033 LA POSADA DRIVE, SUITE 130 AUSTIN, TX 78752	NONE SUPPORT PROGRAM 'BIG SINGS' COMMUNITY OUT REACH	PUBLIC CHARITY	5,000.00
CORPUS CHRISTI HOPE HOUSE INC 658 ROBINSON CORPUS CHRISTI, TX 78404	NONE GENERAL SUPPORT	PUBLIC CHARITY	2,500.00
CRISTO REY CATHOLIC CHURCH 2208 EAST SECOND STREET AUSTIN, TX 78702	NONE SUPPORT THE 'SI SE PUEDE LEARNING CENTER'	PUBLIC CHARITY	7,500.00
CASA COURT APPOINTED SPECIAL ADBOCATES OF NUECES COUNTY INC PO BOX 4 CORPUS CHRISTI, TX 78403	NONE PROMOTE JUSTICE	PUBLIC CHARITY	1,000.00
CHILD ADVOCATES OF SAN ANTONIO 406 SAN PEDRO SAN ANTONIO, TX 78212	NONE SUPPORT PROGRAM	PUBLIC CHARITY	1,000.00
FRONT STEPS, INC 500 EAST SEVENTH STREET AUSTIN, TX 78701	NONE HOUSING PROGRAM TO END HOMELESSNESS	PUBLIC CHARITY	5,000.00

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FOUNDATION COMMUNITIES 3036 S 1ST ST, STE 200 AUSTIN, TX 78704	NONE PROVIDE CASE MANAGEMENT - CHILDRENS HOME INITIATIVE	PUBLIC CHARITY	5,000.00
FAMILY ELDERCARE, INC 2210 HANCOCK DRIVE AUSTIN, TX 78756	NONE SUPPORT BILL PAYER SERVICES TO FRAIL LOW INCOME ADULTS	PUBLIC CHARITY	2,500.00
GOOD SAMARITAN RESCUE MISSION PO BOX 65 CORPUS CHRISTI, TX 78403	NONE GENERAL SUPPORT FOR SHELTER & MEALS FOR THE HOMELESS	PUBLIC CHARITY	1,000.00
GOODWILL INDUSTRIES OF CENTRAL TEXAS 1015 NORWOOD PARK BLVD AUSTIN, TX 78753	NONE FOR THE JOB CONNECTION PROGRAM	PUBLIC CHARITY	4,000.00
HEALY-MURPHY CENTER 618 LIVE OAK SAN ANTONIO, TX 78202	NONE GENERAL SUPPORT FOR QUALITY, AFFORDABLE CHILD CARE	PUBLIC CHARITY	1,000.00
HOPE SPRINGS INSTITUTE 4988 MINERAL SPRINGS ROAD PEEBLES, OH 45660	NONE BUILD WOMENS LEADERSHIP OF MARGINALIZED IN SOUTH AFRICA	PUBLIC CHARITY	8,000.00
HAITIAN HEALTH FOUNDATION INC 97 SHERMAN STREET NORWITCH, CT 06360	NONE PROVIDE FOOD, SUPPLIES AND EDUCATION FOR DISPLACED REFUGEES	PUBLIC CHARITY	2,000.00
INTERNATIONAL MEDIA PROJECT, FIRE 1714 FRANKLIN ST., #100-251 OAKLAND, CA 94612	NONE FOR 'WINGS OF A BUTTERFLY' PRODUCTION & DISTRIBUTION	PUBLIC CHARITY	5,000.00
INTERNATIONAL HUMANITIES CENTER, ABC 860 VIA DE LA PAZ, SUITE B-1 PACIFIC PALISADES, CA 90272	NONE ASSIST POOR PEOPLE IN CONTAMINATED AREA OF US MILITA	PUBLIC CHARITY	4,000.00
JUAN DIEGO CATHOLIC HIGH SCHOOL 800 HERNDON LANE AUSTIN, TX 78704	NONE PROVIDE SCHOLORSHIPS	PUBLIC CHARITY	5,000.00

THE RACHAEL AND BEN VAUGHAN FOUNDATION

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KIPP AUSTIN COLLEGE PREPARATORY SCHOOL INC 8509 FM 969, BLDG C AUSTIN, TX 78724	NONE WORK TO CLOSE PROGRESS GAP FOR LOW INCOME MINORITY	PUBLIC CHARITY	10,000.00
LANDA GARDENS CONSERVANCY PO BOX 12243 SAN ANTONIO, TX 78212	NONE GENERAL SUPPORT	PUBLIC CHARITY	5,000.00
LAMBI FUND OF HAITI P O BOX 18955 WASHINGTON, DC 20036	NONE GRASSROOTS ENVIRONMENTAL PROGRAM	PUBLIC CHARITY	5,000.00
MERCED HOUSING TEXAS 212 W LAUREL STEET SAN ANTONIO, TX 78212	NONE GENERAL SUPPORT	PUBLIC CHARITY	2,500.00
MANOS DE CRISTO INC 4911 HARMON AVE AUSTIN, TX 78751	NONE DENTAL SERVICES TO LOW INCOME INDIVIDUALS & FAMILIY	PUBLIC CHARITY	7,500.00
MOBILE LOAVES & FISHES 5524 BEE CAVE ROAD, BLDG M AUSTIN, TX 78746	NONE SERVE MEALS TO HOMELESS	PUBLIC CHARITY	5,200.00
MEALS ON WHEELS AND MORE, INC 3227 E 5TH ST AUSTIN, TX 78702	NONE SUPPORT THE 'HANDY WHEELS' PROGRAM	PUBLIC CHARITY	
MENTAL HEALTH MENTAL RETARDATION CENTER AUSTIN TRAVIS COUNTY 1430 COLLIER ST AUSTIN, TX 78704	NONE PROVIDE COMMUNITY BASED MENTAL HEALTH SERVICES	PUBLIC CHARITY	1,000.00
NEW RADIO & PERFORMING ARTS INC 124 BOURNE ST ROSINDALE, MA 02131	NONE SUPPORT WEEKLY RADIO SHOW FOR WOMEN AROUND THE WORLD	PUBLIC CHARITY	3,000.00
NATIONAL AUDUBON SOCIETY 427 STERLING ST #109 AUSTIN, TX 78704	NONE COASTAL STEWARDSHIP TO PROTECT NATURAL RESOURCES	PUBLIC CHARITY	3,000.00

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NATIONAL WILDLIFE FEDERATION 44 EAST AVENUE, STE 200 AUSTIN, TX 78701	NONE SUPPORT TEXAS LIVING WATERS WORKS	PUBLIC CHARITY	5,000.00
PEEWEE'S PET ADOPTION WORLD AND SANCTUARY, INC 3636 S ALAMEDA, SUITE B, PMB 175 CORPUS CHRISTI, TX 78411	NONE SPRAY, NEUTER & VETERINARY CARE AT SHELTER	PUBLIC CHARITY	2,500.00
PRESIDENT AND FELLOWS OF HARVARD COLLEGE 243 CHARLES ST BOSTON, MA 02114	NONE PROJECT ON USHER SYNDROME TYPE 1B	PUBLIC CHARITY	7,500.00
PEACE DEVELOPMENT FUND PO BOX 1280 AMHERST, MA 01004	NONE PROMOTE GENDER EQUALITY & CULTURE OF NON VIOLENCE	PUBLIC CHARITY	5,000.00
PROYECTO DESARROLLO HUMANO INC PO BOX 1017 PENITAS, TX 78576	NONE SUPPORT FREE DENTAL CLINIC	PUBLIC CHARITY	5,000.00
SAINT EDWARDS UNIVERSITY, CAMP 3001 SOUTH CONGRESS AVENUE AUSTIN, TX 78704	NONE FOR COLLEGE ASSISTANCE MIGRANT PROGRAM	PUBLIC CHARITY	5,000.00
SAINT LUKE'S EPISCOPAL SCHOOL OF SAN ANTONIO 15 SAINT LUKE'S LANE SAN ANTONIO, TX 78209	NONE GENERAL SUPPORT	PUBLIC CHARITY	10,000.00
SAINT MARY'S HALL 9401 STARCREST DR SAN ANTONIO, TX 78217	NONE GENERAL SUPPORT	PUBLIC CHARITY	10,000.00
SEA CITY WORK CAMP INC PO BOX 10449 CORPUS CHRISTI, TX 78460	NONE FOR 2011 HOUSING REHABILITATION WORK CAMP	PUBLIC CHARITY	1,000.00
SPIRITHORSE THERAPEUTIC RIDING CENTER 1960 POST OAK DRIVE CORINTH, TX 76210	NONE SUPPORT AUTISM TREATMENT EXPANSION PROJECT	PUBLIC CHARITY	1,000.00

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SEATON HEALTHCARE 1201 WEST 38TH STREET AUSTIN, TX 78705	NONE ONGOING DIABETES MANAGEMENT AND EDUCATION PROGRAMS	PUBLIC CHARITY	5,000.00
SALVATION ARMY 501 E 8TH STREET AUSTIN, TX 78767	NONE GENERAL SUPPORT	PUBLIC CHARITY	2,500.00
SPRAY-NEUTER-INJECT-PROTECT OF SAN ANTONIO 6338 NORTH NEW BRAUNFELS #185 SAN ANTONIO, TX 78209	NONE PROVIDE MEDICAL NEEDS OF RESCUED ANIMALS	PUBLIC CHARITY	4,000.00
TEXAS CONVERSATION ALLIANCE PO BOX 6295 TYLER, TX 75711	NONE FOR WATER RESOURCES PROJECTS THAT PROTECT RIVERS	PUBLIC CHARITY	1,000.00
TEXAS RIO GRANDE LEGAL AID, INC 4920 N I-35 AUSTIN, TX 78751	NONE SUPPORT MENTAL ILLNESS LEGAL OUTREACH PROJECT	PUBLIC CHARITY	1,000.00
UNIVERSITY OF TEXAS AUSTIN CLASSICS DEPARTMENT UNIVERSITY STATION C3400 AUSTIN, TX 78712	NONE EXPENSES TOWARD CONFERENCE	PUBLIC CHARITY	5,000.00
UNIVERSITY CATHOLIC CENTER 2010 UNIVERSITY DR AUSTIN, TX 78705	NONE AUGMENT SALARY AND BENEFITS FOR FEMALE CAMPUS MINISTER	PUBLIC CHARITY	2,500.00
VINCARE SERVICES OF AUSTIN FOUNDATION 2026 GUADALUPE STEET AUSTIN, TX 787051	NONE GENERAL SUPPORT	PUBLIC CHARITY	1,500.00
WILD CAT CONSERVATION, INC PO BOX 1206 KINGSVILLE, TX 78364	NONE FOR 'NONINVASIVE MONITORING FOR OCELOTS	PUBLIC CHARITY	5,000.00
CRIME PREVENTION INSTITUTE INC 8101 FM 969 AUSTIN, TX 78724	NONE TRANSITION MEN & WOMEN FROM INCARCERATION TO COMMUNITIES	PUBLIC CHARITY	1,000.00

THE RACHAEL AND BEN VAUGHAN FOUNDATION

74-6040479

BASTROP COUNTY WOMENS SHELTER,
INC
PO BOX 736 BASTROP, TX 78602

NONE
SUPPORT WOMEN AND
CHILDREN DOMESTIC
VICTIMS OF VIOLENCE

PUBLIC
CHARITY

1,000.00

HELPING HAND HOME FOR CHILDREN
3804 AVE B AUSTIN, TX 78751

NONE
SUPPORT RESEDENTIAL
TREATMENT CENTER
PROGRAM FOR CHILDREN

PUBLIC
CHARITY

1,000.00

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

220,200.00