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

2010

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 2010, or tax year beginning , and ending

G Check all that apply: Initial return Initial return of a former public charity Final return
 Amended return Address change Name change

Name of foundation KCL FOUNDATION C/O KARYN BUCHANAN		A Employer identification number 74-2707482
Number and street (or P O box number if mail is not delivered to street address) 600 CONGRESS AVENUE, SUITE 200	Room/suite	B Telephone number (512)505-4121
City or town, state, and ZIP code AUSTIN, TX 78701		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) \$ 4,143,212.	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)
Revenue	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				
	4 Dividends and interest from securities	62,176.	62,175.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	27,096.			
	b Gross sales price for all assets on line 6a	1,295,420.			
	7 Capital gain net income (from Part IV, line 2)		27,096.		
	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	1,220.	1,220.		STATEMENT 2	
12 Total. Add lines 1 through 11	90,492.	90,491.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	9,466.	4,733.		4,733.
	c Other professional fees	9,564.	9,564.		0.
	17 Interest	12.	12.		0.
	18 Taxes	2,105.	1,186.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	5,601.	3,620.		1,981.
	24 Total operating and administrative expenses. Add lines 13 through 23	26,748.	19,115.		6,714.
	25 Contributions, gifts, grants paid	192,000.			192,000.
26 Total expenses and disbursements. Add lines 24 and 25	218,748.	19,115.		198,714.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-128,256.				
b Net investment income (if negative, enter -0-)		71,376.			
c Adjusted net income (if negative, enter -0-)			N/A		

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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				
	2	Savings and temporary cash investments		159,933.	131,401.	131,400.
	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				
	10a	Investments - U S and state government obligations				
	b	Investments - corporate stock	STMT 7	1,674,182.	1,432,252.	1,637,974.
	c	Investments - corporate bonds	STMT 8	818,264.	1,015,482.	1,046,563.
11	Investments - land, buildings, and equipment basis					
	Less: accumulated depreciation					
12	Investments - mortgage loans					
13	Investments - other	STMT 9	1,440,237.	1,385,225.	1,327,275.	
14	Land, buildings, and equipment basis					
	Less: accumulated depreciation					
15	Other assets (describe)					
16	Total assets (to be completed by all filers)		4,092,616.	3,964,360.	4,143,212.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe)				
23	Total liabilities (add lines 17 through 22)		0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/>					
	and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/>					
	and complete lines 27 through 31.					
27	Capital stock, trust principal, or current funds		0.	0.		
28	Paid-in or capital surplus, or land, bldg, and equipment fund		0.	0.		
29	Retained earnings, accumulated income, endowment, or other funds		4,092,616.	3,964,360.		
30	Total net assets or fund balances		4,092,616.	3,964,360.		
31	Total liabilities and net assets/fund balances		4,092,616.	3,964,360.		

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	4,092,616.
2	Enter amount from Part I, line 27a	2	-128,256.
3	Other increases not included in line 2 (itemize)	3	0.
4	Add lines 1, 2, and 3	4	3,964,360.
5	Decreases not included in line 2 (itemize)	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,964,360.

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	1,295,420.	1,268,324.	27,096.	
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) FM 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			27,096.	
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	27,096.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8	{ }	3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

Yes No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year, see instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2009	178,763.	3,511,609.	.050906
2008	262,248.	4,456,546.	.058846
2007	203,782.	4,239,902.	.048063
2006	244,923.	3,937,000.	.062211
2005	53,779.	3,750,396.	.014340
2	Total of line 1, column (d)		.234366
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		.046873
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5		3,863,448.
5	Multiply line 4 by line 3		181,091.
6	Enter 1% of net investment income (1% of Part I, line 27b)		714.
7	Add lines 5 and 6		181,805.
8	Enter qualifying distributions from Part XII, line 4		198,714.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	714.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0.
3	Add lines 1 and 2	3	714.
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	714.
6	Credits/Payments		
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	698.
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	698.
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	16.
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 2011 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

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? Website address ▶ N/A	X		
14	The books are in care of ▶ KARYN BUCHANAN Telephone no ▶ (512) 505-4121 Located at ▶ 600 CONGRESS AVE., STE. 200; AUSTIN, TEXAS ZIP+4 ▶ 78701			
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			
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶		Yes	No
				X

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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	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 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? <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) N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2010 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 2010.) N/A	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b	X

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)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here N/A

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). N/A

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.

(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 10		0.	0.	0.

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

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

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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

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

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	3,769,564.
b	Average of monthly cash balances	1b	152,718.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	3,922,282.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	3,922,282.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	58,834.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,863,448.
6	Minimum investment return. Enter 5% of line 5	6	193,172.

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	193,172.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	714.
b	Income tax for 2010 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	714.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	192,458.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	192,458.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	192,458.

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	198,714.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	198,714.
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	714.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	198,000.

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 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				192,458.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2010				
a From 2005	39,400.			
b From 2006	54,497.			
c From 2007	4,699.			
d From 2008	40,883.			
e From 2009	4,199.			
f Total of lines 3a through e	143,678.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$	198,714.			
a Applied to 2009, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2010 distributable amount				192,458.
e Remaining amount distributed out of corpus	6,256.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	149,934.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	39,400.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	110,534.			
10 Analysis of line 9				
a Excess from 2006	54,497.			
b Excess from 2007	4,699.			
c Excess from 2008	40,883.			
d Excess from 2009	4,199.			
e Excess from 2010	6,256.			

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, 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				(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities					
Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see the instructions.)

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

SEE STATEMENT 11

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

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:
 Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

- a** The name, address, and telephone number of the person to whom applications should be addressed

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

- c** Any submission deadlines

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

Part XV **Supplementary Information** (continued)

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 recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> SEE STATEMENT 12				192,000.
Total			▶ 3a	192,000.
b <i>Approved for future payment</i> NONE				
Total			▶ 3b	0.

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 CAPITAL GAIN DISTRIBUTIONS	P	VARIOUS	VARIOUS
b SEE ATTACHED SCHWAB	P	VARIOUS	VARIOUS
c SEE ATTACHED SCHWAB	P	VARIOUS	VARIOUS
d SECT.1256 LOSS - POWERSHARES DB ENERGY	P	VARIOUS	VARIOUS
e SECT.1256 GAIN - ASPEN DIVERSIFIED FUND, LLC.	P	VARIOUS	VARIOUS
f ASPEN DIVERSIFIED FUND, LLC - S/T	P	VARIOUS	VARIOUS
g ASPEN DIVERSIFIED FUND, LLC - S/T	P	VARIOUS	VARIOUS
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 7,862.			7,862.
b 457,723.		480,737.	-23,014.
c 820,483.		787,583.	32,900.
d		4.	-4.
e 9,681.			9,681.
f 42.			42.
g -371.			-371.
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) FM 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			7,862.
b			-23,014.
c			32,900.
d			-4.
e			9,681.
f			42.
g			-371.
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	27,096.
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

Realized Gains and Losses By Category

From 01/01/2010 to 12/31/2010

KCL Foundation Funding Account Acct # 5046

Short Term Capital Gains and Losses

Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Short Term Gains
Eaton Vance Large Cap Value I	12/04/2009	07/19/2010	1,820 027	28,768 84	30,363 11	-1,594 27
Eaton Vance Large Cap Value I	12/30/2009	07/19/2010	38 571	609 68	653 01	-43 33
Eaton Vance Large Cap Value I	03/09/2010	07/19/2010	37 736	596 48	648 69	-52 21
			1,896 334	29,975.00	31,664 81	-1,689 81
Eaton Vance Large Cap Value I	12/04/2009	08/26/2010	7,171 280	110,923 15	119,636 89	-8,713 74
Eaton Vance Large Cap Value I	12/07/2009	08/26/2010	3,615 130	55,917 72	60,000 00	-4,082 28
Eaton Vance Large Cap Value I	06/09/2010	08/26/2010	48 249	746 30	754 62	-8 32
			10,834 659	167,587 17	180,391 51	-12,804 34
			12,730 993	197,562 17	212,056 32	-14,494 15
Harding Loevner Emerging Mar	12/07/2009	03/08/2010	465 658	20,139 71	20,000 00	139 71
iShares S&P 500/Barra Growth	12/04/2009	08/26/2010	1,279 000	69,536 22	72,829 33	-3,293 11
iShares S&P 500/Barra Growth	12/04/2009	08/26/2010	1,000.000	54,369 65	56,942 40	-2,572 75
iShares S&P 500/Barra Growth	12/04/2009	08/26/2010	355 000	19,301 22	20,214 55	-913 33
iShares S&P 500/Barra Growth	12/07/2009	08/26/2010	445 000	24,194 49	25,537 47	-1,342 98
			800 000	43,495 71	45,752 02	-2,256 31
iShares S&P 500/Barra Growth	12/07/2009	08/26/2010	400 000	21,747 86	22,955 03	-1,207 17
iShares S&P 500/Barra Growth	12/07/2009	08/26/2010	100 000	5,436 96	5,738 76	-301.80
iShares S&P 500/Barra Growth	12/07/2009	08/26/2010	72 000	3,914 51	4,131 90	-217 39
iShares S&P 500/Barra Growth	12/07/2009	08/26/2010	28 000	1,522 34	1,606 85	-84 51
			3,679 000	200,023 25	209,956 29	-9,933 04
iShares S&P MidCap 400 Index	12/07/2009	07/19/2010	200 000	14,544 70	14,081 43	463.27
iShares S&P MidCap 400 Index	12/07/2009	07/19/2010	200 000	14,544 51	14,081 43	463 08
iShares S&P MidCap 400 Index	12/07/2009	07/19/2010	150 000	10,908 39	10,561 07	347 32
			550 000	39,997 60	38,723 93	1,273 67
Short Term Gains (Sales)				457,722 73	480,736 54	-23,013 81

2010 TAX YEAR
EIN: 74-2707482
PART IV ATTACHMENT

Realized Gains and Losses By Category
From 01/01/2010 to 12/31/2010

KCL Foundation Funding Account Acct # 5046

Long Term Capital Gains and Losses

<u>Description</u>	<u>Date Acquired</u>	<u>Date Sold</u>	<u>Quantity</u>	<u>Net Proceeds</u>	<u>Cost</u>	<u>Long Term Gains</u>
Arto Int'l Equity Fund	03/03/2005	08/25/2010	3,103 959	80,214 05	104,025 27	-23,811 22
Arto Int'l Equity Fund	07/14/2005	08/25/2010	151 308	3,910 17	5,000 00	-1,089 83
Arto Int'l Equity Fund	12/29/2008	08/25/2010	75 466	1,950 23	1,833 82	116 41
			<u>3,330 733</u>	<u>86,074 45</u>	<u>110,859 09</u>	<u>-24,784 64</u>
DFA Emerging Markets Value	12/12/2003	07/19/2010	2,265 788	69,126 85	29,855 36	39,271 49
DFA International Small Comp	12/12/2003	05/13/2010	4,458 073	64,397 91	50,000 00	14,397.91
DFA International Small Comp	12/22/2003	05/13/2010	71 217	1,028 75	789 08	239 67
DFA International Small Comp	03/30/2004	05/13/2010	608 603	8,791 41	7,781 84	1,009 57
DFA International Small Comp	06/08/2004	05/13/2010	77 460	1,118 93	970 57	148 36
DFA International Small Comp	09/08/2004	05/13/2010	31 796	459 30	400 31	58 99
			<u>5,247 149</u>	<u>75,796 30</u>	<u>59,941 80</u>	<u>15,854 50</u>
DFA U S Micro Cap	12/21/2007	02/03/2010	361 818	3,724 06	5,000 00	-1,275 94
DFA U S Micro Cap	03/10/2008	02/03/2010	0 512	5 27	5 79	-0 52
DFA U S Micro Cap	06/10/2008	02/03/2010	0 956	9 84	11 96	-2 12
DFA U S Micro Cap	09/09/2008	02/03/2010	1 114	11.46	13 44	-1 98
DFA U S Micro Cap	12/10/2008	02/03/2010	6 717	69 14	53 20	15 94
			<u>371 117</u>	<u>3,819 77</u>	<u>5,084 39</u>	<u>-1,264 62</u>
E II International Property Instl	12/21/2007	07/19/2010	4,749 406	71,122 46	100,000 00	-28,877 54
E.II International Property Instl	12/27/2007	07/19/2010	22 851	342 20	478 27	-136 07
E II. International Property Instl	12/27/2007	07/19/2010	48 152	721 08	1,007 82	-286 74
E II. International Property Instl	12/27/2007	07/19/2010	55 504	831 17	1,161 70	-330 53
E II. International Property Instl	12/29/2008	07/19/2010	11 726	175 60	123 36	52 24
E.II International Property Instl	12/29/2008	07/19/2010	137 564	2,060 03	1,447 17	612 86
			<u>5,025 203</u>	<u>75,252 54</u>	<u>104,218 32</u>	<u>-28,965 78</u>
Harding Loevner Emerging Mar	08/08/2008	03/08/2010	1,716 102	74,221 41	81,000 00	-6,778 59
Harding Loevner Emerging Mar	12/17/2008	03/08/2010	65 955	2,852 55	1,763 64	1,088 91
			<u>1,782 057</u>	<u>77,073 96</u>	<u>82,763 64</u>	<u>-5,689 68</u>
Loomis Sayles Invest Grade Bo	02/13/2009	03/03/2010	8,555 066	101,780 29	83,946 18	17,834 11
PIMCO Total Return	08/02/2006	03/03/2010	18,079 895	199,040.97	186,415 37	12,625 60
PIMCO Total Return	05/31/2007	03/03/2010	183 571	2,020 93	1,876 10	144 83
PIMCO Total Return	06/29/2007	03/03/2010	176 905	1,947 54	1,797 35	150 19
PIMCO Total Return	07/02/2007	03/03/2010	2,944 499	32,415.89	30,000 00	2,415 89
PIMCO Total Return	07/31/2007	03/03/2010	180 227	1,984 11	1,845 52	138 59
PIMCO Total Return	12/31/2007	03/03/2010	165 400	1,820 88	1,768 13	52 75
PIMCO Total Return	01/31/2008	03/03/2010	108 839	1,198 21	1,197.23	0 98
PIMCO Total Return	02/29/2008	03/03/2010	117 813	1,297 00	1,292 41	4 59
PIMCO Total Return	03/31/2008	03/03/2010	99 912	1,099 93	1,090 04	9 89
PIMCO Total Return	04/30/2008	03/03/2010	92 442	1,017 69	1,008 54	9 15
PIMCO Total Return	05/30/2008	03/03/2010	96 958	1,067 41	1,044 24	23 17
PIMCO Total Return	06/30/2008	03/03/2010	95 265	1,048 77	1,012 67	36 10
PIMCO Total Return	07/31/2008	03/03/2010	94 624	1,041 71	1,003 01	38 70
PIMCO Total Return	08/29/2008	03/03/2010	96 980	1,067 65	1,033 81	33 84
PIMCO Total Return	09/30/2008	03/03/2010	90 183	992 82	927.08	65 74
PIMCO Total Return	10/31/2008	03/03/2010	106 645	1,174 05	1,081 38	92 67
PIMCO Total Return	11/28/2008	03/03/2010	94 204	1,037 09	970 30	66 79
PIMCO Total Return	12/10/2008	03/03/2010	411 991	4,535 59	4,078 71	456 88
PIMCO Total Return	12/10/2008	03/03/2010	723 302	7,962 81	7,160 69	802 12
PIMCO Total Return	12/31/2008	03/03/2010	115.165	1,267 85	1,167.77	100 08

2010 TAX YEAR
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PART IV ATTACHMENT

Realized Gains and Losses By Category
From 01/01/2010 to 12/31/2010

KCL Foundation Funding Account Acct # -5046

Long Term Capital Gains and Losses

<u>Description</u>	<u>Date Acquired</u>	<u>Date Sold</u>	<u>Quantity</u>	<u>Net Proceeds</u>	<u>Cost</u>	<u>Long Term Gains</u>
PIMCO Total Return	01/30/2009	03/03/2010	123 546	1,360 11	1,253 99	106 12
			24,198 366	266,399 01	249,024 34	17,374 67
PowerShares DB Energy	03/02/2009	05/13/2010	100 000	2,525 41	2,398 82	126 59
PowerShares DB Energy	03/02/2009	05/13/2010	300 000	7,576 23	7,196 44	379 79
PowerShares DB Energy	03/02/2009	05/13/2010	480 000	12,121.96	11,514 29	607 67
PowerShares DB Energy	03/02/2009	05/13/2010	500 000	12,627 06	11,994 05	633 01
			1,380 000	34,850 66	33,103 60	1,747 06
PowerShares DB Energy	03/02/2009	05/13/2010	700 000	17,672 97	16,791 69	881 28
PowerShares DB Energy	03/02/2009	05/13/2010	500 000	12,636 05	11,994 06	641 99
			2,580 000	65,159 68	61,889 35	3,270 33
Long Term Gains (Sales)				820,482 85	787,582 47	32,900 38
Total Gains (Sales)				1,278,205.58	1,268,319 01	9,886 57
Total Short Term Gains						-23,013 81
Total Long Term Gains						32,900 38
Total Gains						9,886.57

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES		STATEMENT 1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDEND FROM ASPEN DIVERSIFIED FUND, LLC.	2.	0.	2.
DIVIDENDS - CHARLES SCHWAB	61,957.	0.	61,957.
INTEREST - JPMORGAN CHASE	2.	0.	2.
INTEREST FROM ASPEN DIVERSIFIED FUND, LLC.	191.	0.	191.
INTEREST FROM POWERSHARES DBE FUND	24.	0.	24.
TOTAL TO FM 990-PF, PART I, LN 4	62,176.	0.	62,176.

FORM 990-PF	OTHER INCOME		STATEMENT 2
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
TYCO-LITIGATION SETTLEMENT	255.	255.	
AOL TIME WARNER LITIGATION SETTLEMENT	26.	26.	
QWEST LITIGATION SETTLEMENT	92.	92.	
KING PHARMACEUTICAL LITIGATION SETTLEMENT	122.	122.	
AON LITIGATION SETTLEMENT	57.	57.	
ASPEN DIVERSIFIED FUND, LLC - ORDINARY BUS INCOME/LOSS	70.	70.	
ASPEN DIVERSIFIED FUND, LLC - OTHER INCOME/LOSS	598.	598.	
TOTAL TO FORM 990-PF, PART I, LINE 11	1,220.	1,220.	

FORM 990-PF	ACCOUNTING FEES			STATEMENT 3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL & PROFESSIONAL FEES	9,466.	4,733.		4,733.
TO FORM 990-PF, PG 1, LN 16B	9,466.	4,733.		4,733.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FINANCIAL ADVISORY FEES	9,564.	9,564.		0.
TO FORM 990-PF, PG 1, LN 16C	9,564.	9,564.		0.

FORM 990-PF	TAXES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAXES - FOREIGN	1,186.	1,186.		0.
TAXES - FORM 990	919.	0.		0.
TO FORM 990-PF, PG 1, LN 18	2,105.	1,186.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OTHER INVESTMENT EXPENSES	481.	481.		0.
INSURANCE	403.	0.		403.
OFFICE EXPENSES	38.	0.		38.
DUES	995.	0.		995.
ASPEN DIVERSIFIED FUND, LLC-INVESTMENT EXPENSES	3,139.	3,139.		0.

SMALL FOUNDATION SEMINAR	545.	0.	545.
TO FORM 990-PF, PG 1, LN 23	5,601.	3,620.	1,981.

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
ARTIO-INTNL EQUITY	0.	0.
SECURITY BROADBAND	101,112.	2.
SCHWAB-DFA EMERGING MARKETS SM. CAP	43,639.	114,944.
SCHWAB-DFA EMERGING MARKETS VALUE	0.	0.
SCHWAB-DFA INT'L SMALL CO.	0.	0.
SCHWAB-DFA REAL ESTATE	46,646.	52,537.
SCHWAB- E.I.I INTERNATIONAL PROPERTY INSTL	0.	0.
SCHWAB - DFA US MICRO CAP	0.	0.
SCHWAB -ISHARES S&P SMALL 600 GROWTH	69,004.	89,696.
SCHWAB - HARBOR INTERNATIONAL	232,516.	248,568.
SCHWAB - HARDING LOEVNER EMERGING	96,788.	115,813.
EATON VANCE LG CAP VALUE	0.	0.
FIRST EAGLE OVERSEAS	231,000.	277,496.
ISHARES S&P 500 GROWTH	0.	0.
ISHARES S&P MID CAP 400	30,275.	38,997.
ROYCE SELECT I	106,034.	126,169.
TOUCHSTONE SMALL CAP	103,782.	130,240.
PIMCO COMMODITY REAL	71,452.	83,865.
POWERSHARES FTSE RAFI ETF	300,004.	359,647.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,432,252.	1,637,974.

FORM 990-PF	CORPORATE BONDS	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SCHWAB-PIMCO TOTAL RETURN	0.	0.
LOOMIS SAYLES INVEST GRADE BOND FUND	0.	0.
PIMCO SHORT TRM INST'L FUND	384,917.	385,978.
TEMPLETON GLOBAL	236,944.	248,876.
LOOMIS SAYLES STRATEGIC INCM	393,621.	411,709.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,015,482.	1,046,563.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ALTERNATIVE INVESTMENTS	COST	500,000.	481,120.
IRONWOOD INTERNATIONAL LTD.	COST	785,000.	745,962.
ASPEN DIVERSIFIED FUND LLC	COST	100,225.	100,193.
POWERSHARES DB ENERGY FUND	COST	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,385,225.	1,327,275.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	10
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
ROBERT W. HUGHES 600 CONGRESS AVE., STE. 200; AUSTIN, TX 78701	PRESIDENT 0.25	0.	0.	0.
KYLE L. HUGHES 600 CONGRESS AVE., STE. 200; AUSTIN, TX 78701	VICE PRESIDENT 0.25	0.	0.	0.
CRAIG HUGHES 600 CONGRESS AVE., STE. 200; AUSTIN, TX 78701	VICE PRESIDENT 0.25	0.	0.	0.
M. GAIL HUGHES 600 CONGRESS AVE., STE. 200; AUSTIN, TX 78701	SECRETARY 0.25	0.	0.	0.
KARYN BUCHANAN 600 CONGRESS AVE., STE. 200; AUSTIN, TX 78701	TREASURER 0.50	0.	0.	0.
LEE WALKER 600 CONGRESS AVE., STE. 200; AUSTIN, TX 78701	VICE PRESIDENT 0.25	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 11

NAME OF MANAGER

ROBERT W. HUGHES

M. GAIL HUGHES

FORM 990PF GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR-2010 STATEMENT 12

Recipient Name and Address	Recipient Status	Recipient Relationship	Purpose of Grant	Amount
26 Miles for 26 Chanties P O Box 684587 Austin, TX 78768	Section 501(c)(3) Exempt	None	To support Organization's Purposes	\$ 5,000
A Legacy of Giving 4315 Guadalupe St , Suite 300 Austin, Tx 78751	Section 501(c)(3) Exempt	None	To support Organization's Purposes	1,500
Animal Trustees of Austin P O Box 26742 Austin, Tx 78755-0742	Section 501(c)(3) Exempt	None	To support Organization's Purposes	1,000
Anti-Defamation League 4635 SW Freeway, Suite 400 Austin, TX 77027	Section 501(c)(3) Exempt	None	To support Organization's Purposes	500
Austin Children's Shelter P O Box 684213 Austin, TX 78768-4213	Section 501(c)(3) Exempt	None	To support Organization's Purposes	10,000
Austin Community Foundation P O Box 5159 Austin, TX 78763	Section 501(c)(3) Exempt	None	To support Organization's Purposes	3,500
Austin Humane Society 124 W Anderson Ln Austin, TX 78752	Section 501(c)(3) Exempt	None	To support Organization's Purposes	13,500
Austin State Hospital 4110 Guadalupe, Bldg 631 Austin, TX 78751	Section 501(c)(3) Exempt	None	To support Organization's Purposes	1,000
Austin Sunshine Camp P O Box 684980 Austin, TX 78768	Section 501(c)(3) Exempt	None	To support Organization's Purposes	2,000
Boys & Girls Club of the Austin Area 5407 North Interstate 35 Suite 400 Austin, TX 78723	Section 501(c)(3) Exempt	None	To support Organization's Purposes	1,000
Capital Area Food Bank 8201 S Congress Ave Austin, TX 78745-7305	Section 501(c)(3) Exempt	None	To support Organization's Purposes	10,000
Capitol Area Council-Boy Scouts 7540 Ed Bluestein Blvd Austin, TX 78723	Section 501(c)(3) Exempt	None	To support Organization's Purposes	29,000
Children's Medical Center Foundation 4900 Mueller Blvd Austin, TX 78723	Section 501(c)(3) Exempt	None	To support Organization's Purposes	3,000
Coalton of Texans with Disabilities c/o The Seton Fund, 1201 W 38th St Austin, Tx 78701	Section 501(c)(3) Exempt	None	To support Organization's Purposes	500
Discover Hope P O Box 40789 Austin, TX 78704	Section 501(c)(3) Exempt	None	To support Organization's Purposes	500
Duke University (Central TX Scholarship) P O Box 90581 Durham, NC 27708	Section 501(c)(3) Exempt	None	To support Organization's Purposes	10,000
Elizabeth Ann Seton Board c/o The Seton Fund, 1201 W 38th St Austin, TX 78705	Section 501(c)(3) Exempt	None	To support Organization's Purposes	5,000

Explore Austin P O Box 50470 Austin, TX 78763	Section 501(c)(3) Exempt	None	To support Organization's Purposes	1,000
Fellowship of Christian Athletes 211 W Koenig Austin, TX 78751	Section 501(c)(3) Exempt	None	To support Organization's Purposes	6,000
Foundatio Communities 3036 S 1st Austin, TX 78704	Section 501(c)(3) Exempt	None	To support Organization's Purposes	1,500
Greater Austin Crme Commission P O Box 27016 Austin, TX 78755	Section 501(c)(3) Exempt	None	To support Organization's Purposes	500
Helping Hand Home for Children 3804 Avenue B Austin, TX 78751	Section 501(c)(3) Exempt	None	To support Organization's Purposes	1,500
Hospice Austin 4107 Spicewood Springs Rd , Suite 100 Austin, TX 78759	Section 501(c)(3) Exempt	None	To support Organization's Purposes	2,000
Kipp Austin 8509 FM 969 Austin, TX 78724	Section 501(c)(3) Exempt	None	To support Organization's Purposes	1,500
Lifeworks 3700 S 1st St. Houston, TX 78704	Section 501(c)(3) Exempt	None	To support Organization's Purposes	2,500
March of Dimes P O Box 226585 Austin, TX 75222	Section 501(c)(3) Exempt	None	To support Organization's Purposes	2,000
Meals on Wheels 3227 E 5th St Austin, TX 78702	Section 501(c)(3) Exempt	None	To support Organization's Purposes	1,000
Mobile Loaves & Fishes 903 S Capital of TX Hwy Austin, TX 78746	Section 501(c)(3) Exempt	None	To support Organization's Purposes	2,500
NAMI Austin P O Box 302398 Austin, TX 78703	Section 501(c)(3) Exempt	None	To support Organization's Purposes	20,500
National Football League Alumni 3801 N Capital of TX Hwy, Bldg E 240-106 Austin, TX 78705	Section 501(c)(3) Exempt	None	To support Organization's Purposes	650
NOCC Austin P O Box 301406 Austin, TX 78703	Section 501(c)(3) Exempt	None	To support Organization's Purposes	500
Operation Blue Santa P O Box 689001 Austin, TX 78768	Section 501(c)(3) Exempt	None	To support Organization's Purposes	1,000
Peoples Community Clinic 2909 N IH35 Austin, TX 78722	Section 501(c)(3) Exempt	None	To support Organization's Purposes	1,000
Presbytenan Children's Homes P O Box 140888 Austin, TX 78714	Section 501(c)(3) Exempt	None	To support Organization's Purposes	1,000
Regents School of Austin 3230 Travis Country Circle Austin, TX 78735	Section 501(c)(3) Exempt	None	To support Organization's Purposes	350

Ronald McDonald House 1315 Barbar Jordan Blvd Austin, TX 78723	Section 501(c)(3) Exempt	None	To support Organization's Purposes	5,000
St. Andrews Episcopal School 1112 W 31st St Austin, TX 78705	Section 501(c)(3) Exempt	None	To support Organization's Purposes	30,500
Salvation Army P O Box 1000 Austin, TX 78767-1000	Section 501(c)(3) Exempt	None	To support Organization's Purposes	3000
Star of Texas Fair & Rodeo 1001 Congress Ave , Suite 400 Austin, TX 78701	Section 501(c)(3) Exempt	None	To support Organization's Purposes	1500
Texas Tribune 823 Congress Ave , Suite 210 Austin, TX 78701	Section 501(c)(3) Exempt	None	To support Organization's Purposes	500
The Rise School of Austin 4220 Monterey Oaks Blvd Austin, TX 78749	Section 501(c)(3) Exempt	None	To support Organization's Purposes	1000
The Seton Fund 1201 W 38th St Austin, TX 78705	Section 501(c)(3) Exempt	None	To support Organization's Purposes	3000
Therapy Pet Pals of TX 3930 Bee Caves Rd #C Austin, TX 78746	Section 501(c)(3) Exempt	None	To support Organization's Purposes	1500
Wonders & Womes 923 Westbank Dr , Suite C Austin, TX 78746	Section 501(c)(3) Exempt	None	To support Organization's Purposes	2000

TOTAL TO FORM 990-PF, PART XV, LINE \$ 192,000

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

▶ File a separate application for each return.

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

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

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

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

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

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

Type or print	Name of exempt organization KCL FOUNDATION	Employer identification number 74-2707482
File by the due date for filing your return. See instructions.	Number, street, and room or suite no. If a P.O. box, see instructions. 600 CONGRESS AVE , SUITE 200	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions AUSTIN, TX 78701	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ KARYN BUCHANAN

Telephone No. ▶ 512-505-4121 FAX No. ▶ 512-320-4048

- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ . If this is for the whole group, check this box . If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until AUGUST 15, 20 11, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

- ▶ calendar year 20 10 or
- ▶ tax year beginning _____, 20____, and ending _____, 20____.

2 If the tax year entered in line 1 is for less than 12 months, check reason: Initial return Final return
 Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	698
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	698
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0

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