Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

**2010**

**For calendar year 2010, or tax year beginning** SEP 1, 2010 **, and ending** AUG 31, 2011

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
CRAIG AND KATHRYN HALL FOUNDATION

**A Employer identification number**
38-2275211

Number and street (or P O box number if mail is not delivered to street address) Room/suite
6801 GAYLORD PKWY, SUITE 100

**B** Telephone number
972-377-1100

City or town, state, and ZIP code
FRISCO, TX 75034

**C** If exemption application is pending, check here ▶☐
**D** 1. Foreign organizations, check here ▶☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶☐

**H** Check type of organization [X] Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

**E** If private foundation status was terminated under section 507(b)(1)(A), check here ▶☐

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶$ 3,852,859.

J Accounting method [X] Cash ☐ Accrual
☐ Other (specify)
*(Part I, column (d) must be on cash basis)*

**F** If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶☐

**Part I** **Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

| | | (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 ▶ [X] if the foundation is not required to attach Sch B | | | | |
| | 3 Interest on savings and temporary cash investments | 29. | 29. | | STATEMENT 1 |
| | 4 Dividends and interest from securities | 31,162. | 31,162. | | STATEMENT 2 |
| | 5a Gross rents | | | | |
| | b Net rental income or (loss) | | | | |
| | 6a Net gain or (loss) from sale of assets not on line 10 | 368,541. | | | |
| | b Gross sales price for all assets on line 6a 6,382,851. | | | | |
| | 7 Capital gain net income (from Part IV, line 2) | | 368,541. | | |
| | 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 | 399,732. | 399,732. | | |
| Operating and Administrative Expenses | 13 Compensation of officers, directors, trustees, etc | 55,005. | 0. | | 55,005. |
| | 14 Other employee salaries and wages | | | | |
| | 15 Pension plans, employee benefits | | | | |
| | 16a Legal fees | | | | |
| | b Accounting fees | | | | |
| | c Other professional fees STMT 3 | 54,748. | 54,748. | | 0. |
| | 17 Interest | | | | |
| | 18 Taxes STMT 4 | 4,208. | 0. | | 4,208. |
| | 19 Depreciation and depletion | 7,500. | 0. | | |
| | 20 Occupancy | | | | |
| | 21 Travel, conferences, and meetings | 538. | 0. | | 538. |
| | 22 Printing and publications | | | | |
| | 23 Other expenses STMT 5 | 30,665. | 0. | | 30,665. |
| | 24 **Total operating and administrative expenses.** Add lines 13 through 23 | 152,664. | 54,748. | | 90,416. |
| | 25 Contributions, gifts, grants paid | 558,848. | | | 558,848. |
| | 26 **Total expenses and disbursements.** Add lines 24 and 25 | 711,512. | 54,748. | | 649,264. |
| | 27 Subtract line 26 from line 12 | | | | |
| | a Excess of revenue over expenses and disbursements | <311,780.> | | | |
| | b **Net investment income** (if negative, enter -0-) | | 344,984. | | |
| | c **Adjusted net income** (if negative, enter -0-) | | | N/A | |

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1 614

## 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 | 4,283. | 279. | 279. |
| | 2 Savings and temporary cash investments | 277,095. | 3,852,580. | 3,852,580. |
| | 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 | 3,888,197. | | |
| | c Investments - corporate bonds | | | |
| | 11 Investments - land, buildings, and equipment basis ▶ | | | |
| | Less accumulated depreciation ▶ | | | |
| | 12 Investments - mortgage loans | | | |
| | 13 Investments - other | | | |
| | 14 Land, buildings, and equipment basis ▶ 7,500. | | | |
| | Less accumulated depreciation STMT 7 ▶ 7,500. | | | |
| | 15 Other assets (describe ▶ ) | | | |
| | 16 **Total assets** (to be completed by all filers) | 4,169,575. | 3,852,859. | 3,852,859. |
| **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 ▶ ☐ 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 ▶ [X] 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 | 4,169,575. | 3,852,859. | |
| | 30 **Total net assets or fund balances** | 4,169,575. | 3,852,859. | |
| | 31 **Total liabilities and net assets/fund balances** | 4,169,575. | 3,852,859. | |

## 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 | 4,169,575. |
| 2 Enter amount from Part I, line 27a | 2 | <311,780.> |
| 3 Other increases not included in line 2 (itemize) ▶ EXCISE TAX | 3 | 15. |
| 4 Add lines 1, 2, and 3 | 4 | 3,857,810. |
| 5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 6 | 5 | 4,951. |
| 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 | 6 | 3,852,859. |

## Part IV Capital Gains and Losses for Tax on Investment Income

| | (a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co ) | (b) How acquired P - Purchase D - Donation | (c) Date acquired (mo , day, yr ) | (d) Date sold (mo , day, yr ) |
|---|---|---|---|---|
| 1a | | | | |
| b | SEE ATTACHED STATEMENTS | | | |
| c | | | | |
| d | | | | |
| e | | | | |

| | (e) Gross sales price | (f) Depreciation allowed (or allowable) | (g) Cost or other basis plus expense of sale | (h) Gain or (loss) (e) plus (f) minus (g) |
|---|---|---|---|---|
| a | | | | |
| b | | | | |
| c | | | | |
| d | | | | |
| e | 6,382,851. | | 6,014,310. | 368,541. |

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

| | (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 | (l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h)) |
|---|---|---|---|---|
| a | | | | |
| b | | | | |
| c | | | | |
| d | | | | |
| e | | | | 368,541. |

| | | |
|---|---|---|
| 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 | 368,541. |
| 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 | 515,144. | 8,541,884. | .060308 |
| 2008 | 652,250. | 5,399,661. | .120795 |
| 2007 | 628,425. | 6,992,051. | .089877 |
| 2006 | 281,244. | 5,598,115. | .050239 |
| 2005 | 235,030. | 3,001,931. | .078293 |

| | | |
|---|---|---|
| 2 Total of line 1, column (d) | 2 | .399512 |
| 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 | .079902 |
| 4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5 | 4 | 5,240,060. |
| 5 Multiply line 4 by line 3 | 5 | 418,691. |
| 6 Enter 1% of net investment income (1% of Part I, line 27b) | 6 | 3,450. |
| 7 Add lines 5 and 6 | 7 | 422,141. |
| 8 Enter qualifying distributions from Part XII, line 4 | 8 | 649,264. |

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 ▶ ☐ 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 ▶ [X] and enter 1% of Part I, line 27b | 1 | 3,450. |
| 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 | 3,450. |
| 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 | 3,450. |
| 6 | Credits/Payments | | |
| a | 2010 estimated tax payments and 2009 overpayment credited to 2010 — 6a | | |
| 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 | 0. |
| 8 | Enter any **penalty** for underpayment of estimated tax Check here [X] if Form 2220 is attached | 8 | 90. |
| 9 | **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶ | 9 | 3,540. |
| 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** ▶ **Refunded** ▶ | 11 | |

**Part VII-A Statements Regarding Activities**

| | | | Yes | No |
|---|---|---|---|---|
| 1a | During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? | 1a | | X |
| b | Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? | 1b | | X |
| | *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.* | | | |
| c | Did the foundation file **Form 1120-POL** for this year? | 1c | | X |
| d | Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ 0. (2) On foundation managers ▶ $ 0. | | | |
| e | Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0. | | | |
| 2 | Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.* | 2 | | 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* | 3 | | X |
| 4a | Did the foundation have unrelated business gross income of $1,000 or more during the year? | 4a | | X |
| b | If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A | 4b | | |
| 5 | Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.* | 5 | | 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? | 6 | | 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.* | 7 | X | |
| 8a | Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MI,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* | 8b | 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 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? *If "Yes," complete Part XIV* | 9 | | X |
| 10 | Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses | 10 | | X |

**Part VII-A Statements Regarding Activities** *(continued)*

| | | | Yes | No |
|---|---|---|---|---|
| 11 | At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) | 11 | | X |
| 12 | Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008? | 12 | | X |
| 13 | Did the foundation comply with the public inspection requirements for its annual returns and exemption application? | 13 | X | |

Website address ▶ N/A

14 The books are in care of ▶ DONALD BRAUN Telephone no ▶972-377-1100

Located at ▶6801 GAYLORD PKWY, STE 100, FRISCO, TX ZIP+4 ▶75034

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

| | | | Yes | No |
|---|---|---|---|---|
| 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? | 16 | | X |
| | 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 ▶ | | | |

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

| | | | Yes | No |
|---|---|---|---|---|
| | **File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.** | | | |
| 1a | During the year did the foundation (either directly or indirectly) | | | |
| | **(1)** Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No | | | |
| | **(2)** Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No | | | |
| | **(3)** Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No | | | |
| | **(4)** Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No | | | |
| | **(5)** Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No | | | |
| | **(6)** Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days ) ☐ Yes ☒ No | | | |
| b | If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? | 1b | | X |
| | Organizations relying on a current notice regarding disaster assistance check here ▶ ☐ | | | |
| 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? ☐ Yes ☒ 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? ☐ Yes ☒ 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)? N/A **5b**

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

*If "Yes," attach the statement required by Regulations section 53 4945-5(d).*

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: X

*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? 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 8 | | 55,005. | 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 |
|---|---|---|
| US TRUST<br>PO BOX 830269 , DALLAS, TX 75283 | INVESTMENT ADVISORS | 54,748. |
| MEADOWS COLLIER REED COUSINS CROUCH LLP<br>901 MAIN ST #3700, DALLAS, TX 75202 | LEGAL FEES | 27,835. |
| WELLS FARGO BANK<br>P.O. BOX 560948 , CHARLOTTE, NC 28256 | BANK SERVICE CHARGES | 439. |
| | | |
| | | |
| **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<br>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 | 4,425,563. |
| b | Average of monthly cash balances | 1b | 894,295. |
| c | Fair market value of all other assets | 1c | 0. |
| d | **Total** (add lines 1a, b, and c) | 1d | 5,319,858. |
| 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 | 5,319,858. |
| 4 | Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions) | 4 | 79,798. |
| 5 | **Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4 | 5 | 5,240,060. |
| 6 | **Minimum investment return.** Enter 5% of line 5 | 6 | 262,003. |

## 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 | 262,003. |
| 2a | Tax on investment income for 2010 from Part VI, line 5 — 2a: 3,450. | | |
| b | Income tax for 2010 (This does not include the tax from Part VI ) — 2b: | | |
| c | Add lines 2a and 2b | 2c | 3,450. |
| 3 | Distributable amount before adjustments Subtract line 2c from line 1 | 3 | 258,553. |
| 4 | Recoveries of amounts treated as qualifying distributions | 4 | 0. |
| 5 | Add lines 3 and 4 | 5 | 258,553. |
| 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 | 258,553. |

## 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 | 649,264. |
| 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 | 649,264. |
| 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 | 3,450. |
| 6 | **Adjusted qualifying distributions.** Subtract line 5 from line 4 | 6 | 645,814. |

**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 | | | | | 258,553. |
| 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 | 9,290. | | | | |
| b From 2006 | | | | | |
| c From 2007 | 273,130. | | | | |
| d From 2008 | 383,541. | | | | |
| e From 2009 | 88,050. | | | | |
| f Total of lines 3a through e | | 754,011. | | | |
| 4 Qualifying distributions for 2010 from Part XII, line 4 ▶ $ | 649,264. | | | | |
| 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 | | | | | 258,553. |
| e Remaining amount distributed out of corpus | | 390,711. | | | |
| 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:** | | | | | |
| a Corpus Add lines 3f, 4c, and 4e Subtract line 5 | | 1,144,722. | | | |
| 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 | | 9,290. | | | |
| 9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a | | 1,135,432. | | | |
| 10 Analysis of line 9: | | | | | |
| a Excess from 2006 | | | | | |
| b Excess from 2007 | 273,130. | | | | |
| c Excess from 2008 | 383,541. | | | | |
| d Excess from 2009 | 88,050. | | | | |
| e Excess from 2010 | 390,711. | | | | |

## 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 | Prior 3 years | | | |
|---|---|---|---|---|---|
| | (a) 2010 | (b) 2009 | (c) 2008 | (d) 2007 | (e) Total |
| 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) )

NONE

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

NONE

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

Check here ▶ ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

SEE STATEMENT 9

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<br>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** *Paid during the year* | | | | |
| SEE STATEMENT 10 | | | | |
| **Total** | | | ▶ 3a | 558,848. |
| **b** *Approved for future payment* | | | | |
| NONE | | | | |
| **Total** | | | ▶ 3b | 0. |

## Part XVI-A Analysis of Income-Producing Activities

| Enter gross amounts unless otherwise indicated | Unrelated business income (a) Business code | Unrelated business income (b) Amount | Excluded by section 512, 513, or 514 (c) Exclusion code | Excluded by section 512, 513, or 514 (d) Amount | (e) Related or exempt function income |
|---|---|---|---|---|---|
| 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 | | | | | 29. |
| 4 Dividends and interest from securities | | | | | 31,162. |
| 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 | | | | | 368,541. |
| 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. | | 0. | 399,732. |

13 Total. Add line 12, columns (b), (d), and (e) 13 399,732.

(See worksheet in line 13 instructions to verify calculations )

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

| Line No. ▼ | Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) |
|---|---|
| 3 | INTEREST & DIVIDEND INCOME EXCLUDED, USED FOR CHARITABLE CONTRIBUTIONS |
| 4 | INTEREST & DIVIDEND INCOME EXCLUDED, USED FOR CHARITABLE CONTRIBUTIONS |
| 8 | GAIN ON SALE OF ASSETS EXCLUDED |

**Part XVII 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

| (a) Line no | (b) Amount involved | (c) Name of noncharitable exempt organization | (d) Description of transfers, transactions, and sharing arrangements |
|---|---|---|---|
| | | N/A | |

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 |
|---|---|---|
| N/A | | |

**Sign Here**

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.

Signature of officer or trustee | Date: 12-15-11 | Title: PRESIDENT/EXECUTIVE DIR

**Paid Preparer Use Only**

| Print/Type preparer's name | Preparer's signature | Date | Check ☐ if self-employed | PTIN |
|---|---|---|---|---|
| | | | | |
| Firm's name ▶ | | | Firm's EIN ▶ | |
| Firm's address ▶ | | | Phone no. | |



023622
04-20-11

**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 | LAZARD EMERGING MARKETS | P | 04/15/08 | 07/22/11 |
| b | THORNBURG INTL VAULE FUND | P | 04/15/08 | 08/08/11 |
| c | ANGLOGOLD ASHANTI LTD | P | 07/15/08 | 08/08/11 |
| d | BP P LC | P | 03/11/11 | 08/08/11 |
| e | CAREFUSION CORP | P | 09/11/09 | 08/08/11 |
| f | CEMEC SAB DE C V SPONSOR | P | 05/24/10 | 04/28/11 |
| g | CEMEC SAB DE C V SPONSOR | P | 05/24/10 | 07/22/11 |
| h | CITIGROUP INC | P | 01/26/10 | 08/08/11 |
| i | DELTA AIR LINES | P | 06/30/09 | 08/08/11 |
| j | DEVON ENERGY CORP NEW | P | 05/02/08 | 08/08/11 |
| k | GENERAL ELEC CO | P | 05/02/08 | 08/08/11 |
| l | GENWORTH FINL INC | P | 08/04/09 | 07/29/11 |
| m | ITT CORP | P | 05/24/11 | 08/08/11 |
| n | KOREA ELECTRIC PWR | P | 10/13/08 | 02/15/11 |
| o | MADISON SQUARE GARDEN CO | P | 02/23/10 | 08/08/11 |

| | (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 | 426,199. | | 508,285. | <82,086.> |
| b | 466,313. | | 538,615. | <72,302.> |
| c | 73,908. | | 60,123. | 13,785. |
| d | 74,821. | | 83,662. | <8,841.> |
| e | 62,056. | | 52,674. | 9,382. |
| f | 7,478. | | 8,350. | <872.> |
| g | 40,248. | | 51,652. | <11,404.> |
| h | 67,121. | | 71,280. | <4,159.> |
| i | 62,732. | | 50,189. | 12,543. |
| j | 50,752. | | 64,853. | <14,101.> |
| k | 55,196. | | 107,032. | <51,836.> |
| l | 68,267. | | 48,149. | 20,118. |
| m | 75,726. | | 89,830. | <14,104.> |
| n | 54,000. | | 49,480. | 4,520. |
| o | 29,685. | | 22,843. | 6,842. |

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

| | (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 | (l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-") |
|---|---|---|---|---|
| a | | | | <82,086.> |
| b | | | | <72,302.> |
| c | | | | 13,785. |
| d | | | | <8,841.> |
| e | | | | 9,382. |
| f | | | | <872.> |
| g | | | | <11,404.> |
| h | | | | <4,159.> |
| i | | | | 12,543. |
| j | | | | <14,101.> |
| k | | | | <51,836.> |
| l | | | | 20,118. |
| m | | | | <14,104.> |
| n | | | | 4,520. |
| o | | | | 6,842. |

| | | | |
|---|---|---|---|
| 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 | |
| 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 | |

**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 | MADISON SQUARE GARDEN CO | P | 02/23/10 | 02/07/11 |
| b | MYLAN INC | P | 10/13/08 | 08/08/11 |
| c | NEWMONT MNG CORP | P | 05/02/08 | 08/08/11 |
| d | NEWMONT MNG CORP | P | 08/05/11 | 08/08/11 |
| e | PHARMERICA CORP | P | 05/02/08 | 08/08/11 |
| f | PLAINS EXPL & PRODTN CO | P | 05/03/11 | 08/08/11 |
| g | QEP RES INC | P | 08/13/10 | 08/08/11 |
| h | SPRINT NEXTEL COPR | P | 02/10/11 | 08/08/11 |
| i | TEXTRON INC | P | 06/03/09 | 08/08/11 |
| j | WESTER UNION CO | P | 05/02/08 | 08/03/11 |
| k | WILLIAMS COS INC DEL | P | 05/02/08 | 02/17/11 |
| l | XL GROUP PLC | P | 09/15/08 | 07/29/11 |
| m | YAHOO INC | P | 03/24/11 | 08/08/11 |
| n | AGCO CORP | P | 01/14/11 | 03/29/11 |
| o | ATHENA HEALTH INC | P | 08/11/10 | 10/26/10 |

| | (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 | 45,334. | | 32,360. | 12,974. |
| b | 95,182. | | 42,905. | 52,277. |
| c | 108,443. | | 84,622. | 23,821. |
| d | 28,538. | | 27,595. | 943. |
| e | 66,613. | | 100,244. | <33,631.> |
| f | 53,518. | | 62,670. | <9,152.> |
| g | 61,174. | | 51,304. | 9,870. |
| h | 47,039. | | 63,234. | <16,195.> |
| i | 71,775. | | 47,381. | 24,394. |
| j | 64,007. | | 81,325. | <17,318.> |
| k | 87,520. | | 73,740. | 13,780. |
| l | 87,733. | | 66,957. | 20,776. |
| m | 44,424. | | 63,209. | <18,785.> |
| n | 10,444. | | 10,364. | 80. |
| o | 13,318. | | 9,253. | 4,065. |

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

| | (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 | (l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-") |
|---|---|---|---|---|
| a | | | | 12,974. |
| b | | | | 52,277. |
| c | | | | 23,821. |
| d | | | | 943. |
| e | | | | <33,631.> |
| f | | | | <9,152.> |
| g | | | | 9,870. |
| h | | | | <16,195.> |
| i | | | | 24,394. |
| j | | | | <17,318.> |
| k | | | | 13,780. |
| l | | | | 20,776. |
| m | | | | <18,785.> |
| n | | | | 80. |
| o | | | | 4,065. |

| | | | |
|---|---|---|---|
| 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 | |
| 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 | |

**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 | ATHENA HEALTH INC | P | 06/30/10 | 08/08/11 |
| b | BRAVO BRIO RESTAURANT GROUP | P | 05/19/11 | 08/08/11 |
| c | BRUSH ENGINEERED MATLS INC | P | 10/12/09 | 09/23/10 |
| d | BRUSH ENGINEERED MATLS INC | P | 10/12/09 | 02/02/11 |
| e | BUCYRUS INTL INC | P | 06/09/10 | 10/29/10 |
| f | BUCYRUS INTL INC | P | 07/16/09 | 10/29/10 |
| g | BUFFALO WILD WINGS INC | P | 08/10/10 | 10/29/10 |
| h | CACI INTL INC | P | 07/22/10 | 10/06/10 |
| i | CARRIZO OIL & CO INC | P | 06/09/11 | 08/08/11 |
| j | CHARLES RIV LABORATORIES INTL | P | 03/22/11 | 08/08/11 |
| k | CHICAGO BRDG & IRON CO NV | P | 04/22/10 | 10/29/10 |
| l | CHICAGO BRDG & IRON CO NV | P | 06/09/10 | 08/08/11 |
| m | CITY NATL CORP | P | 02/19/10 | 10/29/10 |
| n | CITY NATL CORP | P | 02/11/10 | 08/08/11 |
| o | COINSTAR INC | P | 04/08/11 | 08/08/11 |

| | (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 | 22,790. | | 12,255. | 10,535. |
| b | 11,644. | | 12,933. | <1,289.> |
| c | 4,264. | | 4,125. | 139. |
| d | 11,804. | | 8,715. | 3,089. |
| e | 2,097. | | 1,526. | 571. |
| f | 21,382. | | 7,027. | 14,355. |
| g | 15,540. | | 14,373. | 1,167. |
| h | 20,662. | | 21,349. | <687.> |
| i | 13,817. | | 19,232. | <5,415.> |
| j | 12,910. | | 17,474. | <4,564.> |
| k | 13,667. | | 12,549. | 1,118. |
| l | 11,771. | | 9,855. | 1,916. |
| m | 4,640. | | 5,014. | <374.> |
| n | 10,301. | | 10,853. | <552.> |
| o | 14,803. | | 18,117. | <3,314.> |

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

| | (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 | (l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-") |
|---|---|---|---|---|
| a | | | | 10,535. |
| b | | | | <1,289.> |
| c | | | | 139. |
| d | | | | 3,089. |
| e | | | | 571. |
| f | | | | 14,355. |
| g | | | | 1,167. |
| h | | | | <687.> |
| i | | | | <5,415.> |
| j | | | | <4,564.> |
| k | | | | 1,118. |
| l | | | | 1,916. |
| m | | | | <374.> |
| n | | | | <552.> |
| o | | | | <3,314.> |

| | | | |
|---|---|---|---|
| 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 | |
| 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 | |

**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 | COMSTOCK RES INC | P | 07/29/11 | 08/08/11 |
| b | COOPER COS INC | P | 06/17/09 | 10/05/10 |
| c | CORELOGIS INC | P | 08/06/10 | 10/29/10 |
| d | DEAN FOODS CO | P | 10/05/10 | 10/29/10 |
| e | DIGITAL RIV INC | P | 03/29/11 | 08/08/11 |
| f | ENDO PHARMQCEUTICALS HLDGS INC | P | 08/02/10 | 10/29/10 |
| g | ENDO PHARMQCEUTICALS HLDGS INC | P | 06/08/10 | 08/08/11 |
| h | FAIR ISAAC CORP | P | 11/18/09 | 10/29/10 |
| i | FAIR ISAAC CORP | P | 11/18/09 | 08/08/11 |
| j | FORRESTER RESH INC | P | 04/18/08 | 08/08/11 |
| k | FTI CONSULTING INC | P | 11/18/10 | 08/08/11 |
| l | F5 NETWORKS INC | P | 04/18/08 | 12/13/10 |
| m | GRANITE CONSTR INC | P | 02/10/11 | 08/08/11 |
| n | GREENHILL & CO INC | P | 04/18/08 | 08/08/11 |
| o | GREENHILL & CO INC | P | 12/14/10 | 08/08/11 |

| | (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 | 4,770. | | 6,628. | <1,858.> |
| b | 19,019. | | 11,094. | 7,925. |
| c | 13,601. | | 14,137. | <536.> |
| d | 12,901. | | 16,499. | <3,598.> |
| e | 10,275. | | 17,396. | <7,121.> |
| f | 7,689. | | 5,898. | 1,791. |
| g | 21,051. | | 14,045. | 7,006. |
| h | 4,540. | | 3,536. | 1,004. |
| i | 14,418. | | 10,553. | 3,865. |
| j | 21,168. | | 17,000. | 4,168. |
| k | 12,778. | | 13,238. | <460.> |
| l | 25,742. | | 4,278. | 21,464. |
| m | 9,825. | | 14,260. | <4,435.> |
| n | 11,682. | | 16,655. | <4,973.> |
| o | 2,159. | | 4,794. | <2,635.> |

| | 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 | | | | <1,858.> |
| b | | | | 7,925. |
| c | | | | <536.> |
| d | | | | <3,598.> |
| e | | | | <7,121.> |
| f | | | | 1,791. |
| g | | | | 7,006. |
| h | | | | 1,004. |
| i | | | | 3,865. |
| j | | | | 4,168. |
| k | | | | <460.> |
| l | | | | 21,464. |
| m | | | | <4,435.> |
| n | | | | <4,973.> |
| o | | | | <2,635.> |

| | | | |
|---|---|---|---|
| 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 | |
| 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 | |

**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 | HARMAN INTL INDS INC | P | 08/25/10 | 08/08/11 |
| b | HELMERICH & PAYNE INC | P | 07/16/09 | 08/08/11 |
| c | INTERDIGITIAL INC PA | P | 12/02/09 | 12/25/10 |
| d | INTERDIGITIAL INC PA | P | 12/03/09 | 10/25/10 |
| e | INTREPID POTASH INC | P | 09/24/10 | 08/08/11 |
| f | IRIDIUM COMMUN INC | P | 06/22/10 | 10/29/10 |
| g | IRIDIUM COMMUN INC | P | 10/23/09 | 10/29/10 |
| h | JABIL CIRCUIT INC | P | 05/10/11 | 08/08/11 |
| i | J2 GLOBAL COMMUN INC | P | 07/29/10 | 10/29/10 |
| j | KANSAS CITY SOUTHERN | P | 04/18/08 | 08/08/11 |
| k | KBW INC | P | 07/23/08 | 05/11/11 |
| l | KENEXA CORP | P | 10/06/10 | 10/29/10 |
| m | LANYNE CHRISTENSEN CO | P | 12/08/10 | 05/19/11 |
| n | LEGG MASON INC | P | 07/29/10 | 10/29/10 |
| o | LEGG MASON INC | P | 05/19/09 | 10/29/10 |

| | (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 | 13,093. | | 13,518. | <425.> |
| b | 28,348. | | 14,224. | 14,124. |
| c | 28,819. | | 16,284. | 12,535. |
| d | 2,367. | | 1,971. | 396. |
| e | 16,671. | | 15,932. | 739. |
| f | 9,069. | | 11,338. | <2,269.> |
| g | 11,943. | | 14,763. | <2,820.> |
| h | 9,149. | | 14,009. | <4,860.> |
| i | 21,982. | | 18,661. | 3,321. |
| j | 31,257. | | 20,498. | 10,759. |
| k | 17,113. | | 20,322. | <3,209.> |
| l | 17,235. | | 13,985. | 3,250. |
| m | 8,041. | | 9,674. | <1,633.> |
| n | 4,518. | | 4,323. | 195. |
| o | 15,212. | | 13,189. | 2,023. |

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

| | (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 | (l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-") |
|---|---|---|---|---|
| a | | | | <425.> |
| b | | | | 14,124. |
| c | | | | 12,535. |
| d | | | | 396. |
| e | | | | 739. |
| f | | | | <2,269.> |
| g | | | | <2,820.> |
| h | | | | <4,860.> |
| i | | | | 3,321. |
| j | | | | 10,759. |
| k | | | | <3,209.> |
| l | | | | 3,250. |
| m | | | | <1,633.> |
| n | | | | 195. |
| o | | | | 2,023. |

| | | |
|---|---|---|
| 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 | |
| 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 | |

**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 | MANHATTAN ASSOCS INC | P | 04/18/08 | 10/29/10 |
| b | MATERION CORP | P | 07/13/11 | 08/08/11 |
| c | MATERION CORP | P | 10/13/09 | 03/09/11 |
| d | MERITAGE HOMES CORP | P | 08/18/10 | 10/29/10 |
| e | MOLEX INC | P | 02/04/11 | 05/16/11 |
| f | MONSTER WORLDWIDE INC | P | 10/29/10 | 03/09/11 |
| g | OM GROUP INC | P | 02/11/10 | 10/29/10 |
| h | OM GROUP INC | P | 01/22/09 | 10/29/10 |
| i | OVERSEARS SHIP HOLDING GROUP INC | P | 07/22/10 | 10/28/10 |
| j | OXFORD INDS INC | P | 07/13/11 | 08/08/11 |
| k | PF CHANGS CHINA BISTRO INC | P | 07/20/09 | 10/29/10 |
| l | PLANTRONICS INC NEW | P | 10/23/09 | 08/08/11 |
| m | POWER INTEGRATIONS INC | P | 05/20/08 | 08/08/11 |
| n | QUANEX BLDG PRODS CORP | P | 08/07/08 | 08/08/11 |
| o | RADIOSHACK COPR | P | 04/26/10 | 10/29/10 |

| | (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 | 26,472. | | 17,438. | 9,034. |
| b | 3,071. | | 4,360. | <1,289.> |
| c | 16,013. | | 9,679. | 6,334. |
| d | 16,790. | | 14,140. | 2,650. |
| e | 17,124. | | 17,050. | 74. |
| f | 13,463. | | 15,976. | <2,513.> |
| g | 4,643. | | 4,462. | 181. |
| h | 17,770. | | 9,558. | 8,212. |
| i | 16,455. | | 19,351. | <2,896.> |
| j | 12,649. | | 13,885. | <1,236.> |
| k | 13,743. | | 11,591. | 2,152. |
| l | 18,009. | | 13,820. | 4,189. |
| m | 17,561. | | 16,491. | 1,070. |
| n | 14,071. | | 13,370. | 701. |
| o | 18,898. | | 21,730. | <2,832.> |

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

| | (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 | (l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-") |
|---|---|---|---|---|
| a | | | | 9,034. |
| b | | | | <1,289.> |
| c | | | | 6,334. |
| d | | | | 2,650. |
| e | | | | 74. |
| f | | | | <2,513.> |
| g | | | | 181. |
| h | | | | 8,212. |
| i | | | | <2,896.> |
| j | | | | <1,236.> |
| k | | | | 2,152. |
| l | | | | 4,189. |
| m | | | | 1,070. |
| n | | | | 701. |
| o | | | | <2,832.> |

| | | | |
|---|---|---|---|
| 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 | |
| 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 | |

**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 | RYLAND GROUP INC | P | 03/09/11 | 08/08/11 |
| b | SHAW GROUP INC | P | 03/18/11 | 07/13/11 |
| c | SHAW GROUP INC | P | 04/18/08 | 10/29/10 |
| d | SIMPSON MFG CO INC | P | 04/18/08 | 10/29/10 |
| e | SM ENERGY CO | P | 10/25/10 | 10/29/10 |
| f | SM ENERGY CO | P | 09/11/09 | 02/02/11 |
| g | SOTHEBYS HLDGS INC | P | 04/29/09 | 10/25/10 |
| h | STEC INC | P | 10/25/10 | 10/29/10 |
| i | THOR INDS INC | P | 04/18/08 | 08/08/11 |
| j | TIMBERLAND CO | P | 11/18/10 | 04/08/11 |
| k | TOWERS WATSON & CO | P | 05/13/11 | 08/08/11 |
| l | TRUE RELIGION APPAREL INC | P | 06/14/11 | 08/08/11 |
| m | VERA BRADLEY INC | P | 05/10/11 | 08/08/11 |
| n | VERIFONE SYSTEMS INC | P | 05/10/11 | 08/08/11 |
| o | WEBSENSE INC | P | 10/25/10 | 10/29/10 |

| | (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 | 9,290. | | 13,951. | <4,661.> |
| b | 3,294. | | 4,019. | <725.> |
| c | 14,373. | | 12,094. | 2,279. |
| d | 19,648. | | 19,937. | <289.> |
| e | 6,846. | | 6,379. | 467. |
| f | 21,754. | | 9,530. | 12,224. |
| g | 29,115. | | 8,134. | 20,981. |
| h | 13,714. | | 17,899. | <4,185.> |
| i | 13,436. | | 10,317. | 3,119. |
| j | 25,309. | | 15,113. | 10,196. |
| k | 14,737. | | 17,537. | <2,800.> |
| l | 18,136. | | 16,314. | 1,822. |
| m | 11,419. | | 20,217. | <8,798.> |
| n | 13,157. | | 18,626. | <5,469.> |
| o | 13,294. | | 13,498. | <204.> |

| | 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 | | | | <4,661.> |
| b | | | | <725.> |
| c | | | | 2,279. |
| d | | | | <289.> |
| e | | | | 467. |
| f | | | | 12,224. |
| g | | | | 20,981. |
| h | | | | <4,185.> |
| i | | | | 3,119. |
| j | | | | 10,196. |
| k | | | | <2,800.> |
| l | | | | 1,822. |
| m | | | | <8,798.> |
| n | | | | <5,469.> |
| o | | | | <204.> |

| | | | |
|---|---|---|---|
| 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 | |
| 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 | |

**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 | WILLIAMS SONOMA INC | P | 11/19/09 | 10/29/10 |
| b | WILLIAMS SONOMA INC | P | 11/18/09 | 08/08/11 |
| c | WINTRUST FINL CORP | P | 08/05/09 | 10/29/10 |
| d | ZION BANCORPORATION | P | 08/05/09 | 10/29/10 |
| e | ZION BANCORPORATION | P | 12/14/10 | 08/08/11 |
| f | ACME PARKET INC | P | 04/08/11 | 08/08/11 |
| g | AKAMAI TECHNOLOGIES INC | P | 07/29/10 | 09/22/10 |
| h | AKAMAI TECHNOLOGIES INC | P | 07/30/09 | 02/09/11 |
| i | ALEXION PHARMACEUTICLAS INC | P | 12/17/10 | 03/10/11 |
| j | ALLERGAN INC | P | 02/03/11 | 03/10/11 |
| k | ALLERGAN INC | P | 04/18/08 | 08/08/11 |
| l | AMAZON COM INC | P | 05/28/08 | 10/15/10 |
| m | AMAZON COM INC | P | 05/12/10 | 09/22/10 |
| n | APPLE INC | P | 08/05/10 | 09/22/10 |
| o | APPLE INC | P | 04/18/08 | 03/10/11 |

| | (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 | 5,156. | | 3,395. | 1,761. |
| b | 14,786. | | 10,296. | 4,490. |
| c | 19,864. | | 16,337. | 3,527. |
| d | 15,319. | | 13,014. | 2,305. |
| e | 4,104. | | 5,452. | <1,348.> |
| f | 55,120. | | 81,090. | <25,970.> |
| g | 22,903. | | 19,083. | 3,820. |
| h | 31,718. | | 12,779. | 18,939. |
| i | 56,828. | | 42,260. | 14,568. |
| j | 30,980. | | 26,847. | 4,133. |
| k | 43,842. | | 33,269. | 10,573. |
| l | 76,382. | | 30,193. | 46,189. |
| m | 26,916. | | 22,559. | 4,357. |
| n | 11,961. | | 10,768. | 1,193. |
| o | 72,537. | | 23,163. | 49,374. |

| | 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 | | | | 1,761. |
| b | | | | 4,490. |
| c | | | | 3,527. |
| d | | | | 2,305. |
| e | | | | <1,348.> |
| f | | | | <25,970.> |
| g | | | | 3,820. |
| h | | | | 18,939. |
| i | | | | 14,568. |
| j | | | | 4,133. |
| k | | | | 10,573. |
| l | | | | 46,189. |
| m | | | | 4,357. |
| n | | | | 1,193. |
| o | | | | 49,374. |

| | | | |
|---|---|---|---|
| 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 | |
| 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 | |

**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 | BAIDU INC | P | 08/31/10 | 09/30/10 |
| b | BAIDU INC | P | 07/19/10 | 08/08/11 |
| c | BIOGEN IDEC | P | 04/25/11 | 08/08/11 |
| d | C H ROBINSON WORLDWIDE INC | P | 12/29/10 | 04/20/11 |
| e | CELGENE CORP | P | 11/10/10 | 04/25/11 |
| f | CELGENE CORP | P | 06/07/10 | 08/08/11 |
| g | CHIPOTLE MEXICAN GRILL INC | P | 02/11/11 | 04/20/11 |
| h | CME GROUP INC | P | 04/23/10 | 02/08/11 |
| i | CME GROUP INC | P | 04/10/08 | 11/19/10 |
| j | COGNAZANT | P | 02/08/11 | 08/08/11 |
| k | COGNAZANT | P | 05/07/10 | 08/08/11 |
| l | COSTCO WHSL CORP NEW | P | 11/02/08 | 10/15/10 |
| m | DENDREON CORP | P | 05/19/11 | 08/08/11 |
| n | EMC CORP | P | 03/11/11 | 08/08/11 |
| o | EMC CORP | P | 03/16/10 | 08/08/11 |

| | (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 | 39,572. | | 30,889. | 8,683. |
| b | 67,696. | | 36,598. | 31,098. |
| c | 58,357. | | 66,442. | <8,085.> |
| d | 43,037. | | 50,796. | <7,759.> |
| e | 7,366. | | 7,586. | <220.> |
| f | 60,601. | | 60,223. | 378. |
| g | 75,169. | | 66,464. | 8,705. |
| h | 21,325. | | 20,371. | 954. |
| i | 49,888. | | 57,417. | <7,529.> |
| j | 35,486. | | 36,353. | <867.> |
| k | 42,160. | | 34,334. | 7,826. |
| l | 39,867. | | 28,483. | 11,384. |
| m | 10,431. | | 40,472. | <30,041.> |
| n | 18,866. | | 17,785. | 1,081. |
| o | 50,845. | | 39,116. | 11,729. |

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

| | (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 | (l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-") |
|---|---|---|---|---|
| a | | | | 8,683. |
| b | | | | 31,098. |
| c | | | | <8,085.> |
| d | | | | <7,759.> |
| e | | | | <220.> |
| f | | | | 378. |
| g | | | | 8,705. |
| h | | | | 954. |
| i | | | | <7,529.> |
| j | | | | <867.> |
| k | | | | 7,826. |
| l | | | | 11,384. |
| m | | | | <30,041.> |
| n | | | | 1,081. |
| o | | | | 11,729. |

| | | | |
|---|---|---|---|
| 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 | |
| 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 | |

**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 | EOG RES INC | P | 06/21/10 | 02/03/11 |
| b | EOG RES INC | P | 07/06/10 | 08/08/11 |
| c | EXPEDITORS INTL WAHSINGTON INC | P | 02/15/11 | 08/08/11 |
| d | EXPEDITORS INTL WAHSINGTON INC | P | 04/18/08 | 09/28/10 |
| e | FMC TECHNOLOGIES INC | P | 07/29/10 | 09/22/10 |
| f | FMC TECHNOLOGIES INC | P | 11/25/08 | 08/08/11 |
| g | FRANKLIN RES INC | P | 10/13/10 | 01/19/11 |
| h | F5 NETWORKS INC | P | 12/17/10 | 01/20/11 |
| i | GOOGLE INC | P | 03/16/10 | 09/22/10 |
| j | GOOGLE INC | P | 04/18/08 | 08/08/11 |
| k | GREEN MOUNTAIN COFFEE ROASTERS | P | 08/01/11 | 08/08/11 |
| l | ILLUMINA INC | P | 09/22/10 | 09/30/10 |
| m | ILLUMINA INC | P | 11/07/08 | 09/30/10 |
| n | JUNIPER NETWORKS INC | P | 03/16/11 | 06/13/11 |
| o | LAUDER ESTEE COS INC | P | 02/18/11 | 04/25/11 |

| | (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 | 56,306. | | 56,604. | <298.> |
| b | 16,706. | | 19,608. | <2,902.> |
| c | 21,008. | | 24,601. | <3,593.> |
| d | 38,997. | | 35,572. | 3,425. |
| e | 18,855. | | 15,135. | 3,720. |
| f | 46,796. | | 20,014. | 26,782. |
| g | 68,805. | | 74,344. | <5,539.> |
| h | 60,729. | | 80,516. | <19,787.> |
| i | 20,933. | | 22,236. | <1,303.> |
| j | 45,600. | | 43,722. | 1,878. |
| k | 43,553. | | 51,265. | <7,712.> |
| l | 9,153. | | 9,782. | <629.> |
| m | 38,685. | | 14,393. | 24,292. |
| n | 105,894. | | 139,594. | <33,700.> |
| o | 51,558. | | 49,551. | 2,007. |

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

| | (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 | (l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-") |
|---|---|---|---|---|
| a | | | | <298.> |
| b | | | | <2,902.> |
| c | | | | <3,593.> |
| d | | | | 3,425. |
| e | | | | 3,720. |
| f | | | | 26,782. |
| g | | | | <5,539.> |
| h | | | | <19,787.> |
| i | | | | <1,303.> |
| j | | | | 1,878. |
| k | | | | <7,712.> |
| l | | | | <629.> |
| m | | | | 24,292. |
| n | | | | <33,700.> |
| o | | | | 2,007. |

| | | | |
|---|---|---|---|
| 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 | |
| 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 | |

**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 | LULULEMON ATHLETICA INC | P | 04/16/10 | 10/15/10 |
| b | LULULEMON ATHLETICA INC | P | 04/30/10 | 08/01/11 |
| c | MASTERCARD INC | P | 09/22/10 | 12/17/10 |
| d | MASTERCARD INC | P | 08/07/08 | 10/15/10 |
| e | MEDCO HLTH SOLUTIONS INC | P | 04/18/08 | 09/28/10 |
| f | MEDCO HLTH SOLUTIONS INC | P | 01/23/10 | 09/28/10 |
| g | NETFLIX.COM INC | P | 10/27/10 | 12/01/10 |
| h | NOVO-NORDISK A S | P | 01/11/10 | 09/22/10 |
| i | NOVO-NORDISK A S | P | 01/06/10 | 08/08/11 |
| j | PRAXAIR INC | P | 04/15/10 | 09/28/10 |
| k | PRAXAIR INC | P | 04/14/10 | 08/08/11 |
| l | PRECISION CASTPARTS CORP | P | 12/13/10 | 03/11/11 |
| m | PRICE T ROWE GROUP INC | P | 12/13/10 | 03/11/11 |
| n | PRICE T ROWE GROUP INC | P | 11/25/08 | 10/22/10 |
| o | PRICELINE COM INC | P | 05/26/10 | 09/22/10 |

| | (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 | 109,765. | | 74,500. | 35,265. |
| b | 18,124. | | 6,842. | 11,282. |
| c | 18,651. | | 18,149. | 502. |
| d | 44,375. | | 39,351. | 5,024. |
| e | 42,063. | | 31,702. | 10,361. |
| f | 35,258. | | 31,994. | 3,264. |
| g | 95,891. | | 75,919. | 19,972. |
| h | 20,303. | | 20,189. | 114. |
| i | 42,718. | | 26,955. | 15,763. |
| j | 23,435. | | 22,890. | 545. |
| k | 50,444. | | 46,476. | 3,968. |
| l | 66,779. | | 62,927. | 3,852. |
| m | 15,664. | | 14,479. | 1,185. |
| n | 43,181. | | 28,587. | 14,594. |
| o | 65,502. | | 50,787. | 14,715. |

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

| | (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 | (l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-") |
|---|---|---|---|---|
| a | | | | 35,265. |
| b | | | | 11,282. |
| c | | | | 502. |
| d | | | | 5,024. |
| e | | | | 10,361. |
| f | | | | 3,264. |
| g | | | | 19,972. |
| h | | | | 114. |
| i | | | | 15,763. |
| j | | | | 545. |
| k | | | | 3,968. |
| l | | | | 3,852. |
| m | | | | 1,185. |
| n | | | | 14,594. |
| o | | | | 14,715. |

| | | |
|---|---|---|
| 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 | |
| 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 | |

**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 | PRICELINE COM INC | P | 07/27/09 | 11/10/10 |
| b | QIAGEN N V | P | 11/02/10 | 03/18/11 |
| c | QIAGEN N V | P | 02/26/10 | 03/11/11 |
| d | QUALCOMM INC | P | 03/11/11 | 06/03/11 |
| e | QUALCOMM INC | P | 04/18/08 | 09/28/10 |
| f | SALESFORCE COM INC | P | 10/07/10 | 11/10/10 |
| g | SALESFORCE COM INC | P | 12/28/09 | 08/08/11 |
| h | ST JUDE MED INC | P | 09/30/10 | 12/23/10 |
| i | ST JUDE MED INC | P | 08/31/09 | 12/23/10 |
| j | STAPLES INC | P | 05/24/10 | 09/22/10 |
| k | STAPLES INC | P | 04/20/09 | 10/07/10 |
| l | UNITEDHEALTH GROUP SETTLEMENT FUND | P | 01/01/09 | 08/31/11 |
| m | SEC V. AIG FAIR FUND SETTLEMENT | P | 01/01/09 | 08/31/11 |
| 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 | 55,451. | | 13,546. | 41,905. |
| b | 12,049. | | 11,175. | 874. |
| c | 27,848. | | 23,623. | 4,225. |
| d | 21,755. | | 22,343. | <588.> |
| e | 45,595. | | 39,188. | 6,407. |
| f | 30,852. | | 27,493. | 3,359. |
| g | 46,846. | | 26,634. | 20,212. |
| h | 33,988. | | 35,845. | <1,857.> |
| i | 44,997. | | 37,345. | 7,652. |
| j | 14,122. | | 14,230. | <108.> |
| k | 31,836. | | 31,625. | 211. |
| l | 254. | | | 254. |
| m | 100. | | | 100. |
| 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 | | | | 41,905. |
| b | | | | 874. |
| c | | | | 4,225. |
| d | | | | <588.> |
| e | | | | 6,407. |
| f | | | | 3,359. |
| g | | | | 20,212. |
| h | | | | <1,857.> |
| i | | | | 7,652. |
| j | | | | <108.> |
| k | | | | 211. |
| l | | | | 254. |
| m | | | | 100. |
| 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 | 368,541. |
| 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 |

# 2010 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1 990-PF

| Asset No | Description | Date Acquired | Method | Life | Conv | Line No | Unadjusted Cost Or Basis | Bus % Excl | Section 179 Expense | * Reduction In Basis | Basis For Depreciation | Beginning Accumulated Depreciation | Current Sec 179 Expense | Current Year Deduction | Ending Accumulated Depreciation |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| 1 | FOUNDATION SOFTWARE | 02/24/11 | 200DB | 3.00 | HY | 19A | 7,500. | | | 7,500. | | | | 7,500. | |
| | * TOTAL 990-PF PG 1 DEPR | | | | | | 7,500. | | | 7,500. | 0. | 0. | | 7,500. | 0. |



(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

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

| SOURCE | AMOUNT |
|---|---|
| JP MORGAN CHASE BANK | 14. |
| WELLS FARGO BANK | 15. |
| TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A | 29. |

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

| SOURCE | GROSS AMOUNT | CAPITAL GAINS DIVIDENDS | COLUMN (A) AMOUNT |
|---|---|---|---|
| US TRUST | 31,162. | 0. | 31,162. |
| TOTAL TO FM 990-PF, PART I, LN 4 | 31,162. | 0. | 31,162. |

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 3

| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVEST-MENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
|---|---|---|---|---|
| MANAGEMNT FEES | 54,748. | 54,748. | | 0. |
| TO FORM 990-PF, PG 1, LN 16C | 54,748. | 54,748. | | 0. |

FORM 990-PF TAXES STATEMENT 4

| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVEST-MENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
|---|---|---|---|---|
| PAYROLL TAX EXPENSE | 4,208. | 0. | | 4,208. |
| TO FORM 990-PF, PG 1, LN 18 | 4,208. | 0. | | 4,208. |

FORM 990-PF OTHER EXPENSES STATEMENT 5

| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVEST-MENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
|---|---|---|---|---|
| BANK CHARGES | 439. | 0. | | 439. |
| DUES/MEMBERSHIP | 142. | 0. | | 142. |
| PAYROLL SERVICE FEE | 2,239. | 0. | | 2,239. |
| LEGAL EXPENSES | 27,845. | 0. | | 27,845. |
| TO FORM 990-PF, PG 1, LN 23 | 30,665. | 0. | | 30,665. |

FORM 990-PF OTHER DECREASES IN NET ASSETS OR FUND BALANCES STATEMENT 6

| DESCRIPTION | AMOUNT |
|---|---|
| ROUNDING | 1. |
| NONDEDUCTIBLE EXPENSES | 4,950. |
| TOTAL TO FORM 990-PF, PART III, LINE 5 | 4,951. |

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 7

| DESCRIPTION | COST OR OTHER BASIS | ACCUMULATED DEPRECIATION | BOOK VALUE |
|---|---|---|---|
| FOUNDATION SOFTWARE | 7,500. | 7,500. | 0. |
| TOTAL TO FM 990-PF, PART II, LN 14 | 7,500. | 7,500. | 0. |

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 8

| NAME AND ADDRESS | TITLE AND AVRG HRS/WK | COMPEN-SATION | EMPLOYEE BEN PLAN CONTRIB | EXPENSE ACCOUNT |
|---|---|---|---|---|
| BRIJETTA HALL WALLER<br>6801 GAYLORD PKWY, STE 100<br>FRISCO, TX 75034 | PRESIDENT/TRUSTEE<br>25.00 | 55,005. | 0. | 0. |
| DAVID H. CAIN<br>6801 GAYLORD PKWY, STE 100<br>FRISCO, TX 75034 | SECRETARY/TRUSTEE<br>1.00 | 0. | 0. | 0. |
| BRYAN TOLBERT<br>6801 GAYLORD PKWY, STE 100<br>FRISCO, TX 75034 | TREASURER/VICE PRES OF FINANCE<br>1.00 | 0. | 0. | 0. |
| KATHRYN WALT HALL<br>6801 GAYLORD PKWY, STE 100<br>FRISCO, TX 75034 | TRUSTEE<br>1.00 | 0. | 0. | 0. |
| CRAIG HALL<br>6801 GAYLORD PKWY, STE 100<br>FRISCO, TX 75034 | TRUSTEE<br>1.00 | 0. | 0. | 0. |
| TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII | | 55,005. | 0. | 0. |

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION PART XV, LINES 2A THROUGH 2D STATEMENT 9

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

BRIJETTA HALL WALLER
6801 GAYLORD PKWY, STE 100
FRISCO, TX 75034

TELEPHONE NUMBER

972-377-1100

FORM AND CONTENT OF APPLICATIONS

COMPLETE APPLICATION FORM OR SUBMIT WRITTEN MATERIALS. MATERIALS SHOULD INCLUDE GRANT AMOUNT, PURPOSE OF GRANT, ORGANIZATION MISSION AND ADDITIONAL DETAILS ABOUT REQUIEST (OTHER FUNDING SOURCES, ETC.)

ANY SUBMISSION DEADLINES

NO DEADLINES. GRANTS ARE REVIEWED ON A ROLLING BASIS APPROXIMATELY ONCE PER QUARTER.

RESTRICTIONS AND LIMITATIONS ON AWARDS

PREFERENCE IS GIVEN TO SUBMISSIONS FROM NORTH TEXAS AND NAPA VALLEY, CA GEOGRAPHIC AREAS.

FORM 990-PF GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR STATEMENT 10

| RECIPIENT NAME AND ADDRESS | RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT | RECIPIENT STATUS | AMOUNT |
|---|---|---|---|
| ALDO LEOPOLD NATURE CENTER 6515 GRAND TETON PLAZA MADISON, WI 53719 | NONE ENVIRONMENTAL EDUCATION PROGRAMS | 501(C)(3) | 1,000. |
| AMERICAN CANCER SOCIETY NAPA COUNTY FIELD OFFICE, 1031 JEFFERSON ST. NAPA, CA 94559 | NONE CANCER RESEARCH | 501(C)(3) | 100. |
| AMERICAN RED CROSS 1790 THIRD ST. NAPA, CA 94559 | NONE JAPAN RELIEF | 501(C)(3) | 2,500. |
| BLUE OAK SCHOOL 1436 POLK ST. NAPA, CA 94550 | NONE SCHOOL ANNUAL FUND | 501(C)(3) | 1,000. |
| BLUE STAR COMTEMPORARY ART CENTER 116 BLUE STAR SAN ANTONIO, TX 78204 | NONE SUPPORT FOR ARTIST DOCUMENTARY | 501(C)(3) | 2,500. |
| CLINIC OLE FOUNDATION 1141 PEAR TREE LANE, SUITE 220 NAPA, CA 94558 | NONE HEALTH CLINC FOR LOW INCOME COMMUNITY | 501(C)(3) | 10,000. |
| CHILDERENS' THEATER OF MADISON 228 STATE ST. MADISON, WI 53703 | NONE PERFORMING ARTS SUPPORT | 501(C)(3) | 1,000. |
| DALLAS WOMEN'S FOUNDATION 4300 MACARTHUR AVENUE, SUITE 255 DALLAS, TX 75209 | NONE PROGRAMS FOR WOMEN AND GIRLS | 501(C)(3) | 3,100. |

| | | | |
|---|---|---|---|
| DALLAS CAN DO BETTER<br>6801 GAYLORD PARKWAY FRISCO, TX<br>75034 | NONE<br>SUPPORT FOR EXONEREES | 501(C)(3) | 4,000. |
| DALLAS CAN DO BETTER<br>6801 GAYLORD PARKWAY FRISCO, TX<br>75034 | NONE<br>SUPPORT FOR EXONEREES | 501(C)(3) | 1,000. |
| FAMILY LEGACY MISSIONS<br>INTERNATIONAL<br>5005 W. ROYAL LANE, SUITE 252<br>IRVING, TX 75063 | NONE<br>SOCIAL JUSTICE<br>PROGRAMS | 501(C)(3) | 400. |
| FESTIVAL ASSOCIATION OF NAPA<br>VALLEY<br>1556 FIRST STREET, SUITE 103A<br>NAPA, CA 94559 | NONE<br>PERFORMING ARTS<br>SUPPORT | 501(C)(3) | 36,550. |
| FRIENDS OF NATIONAL WW II<br>MEMORIAL INC<br>700 13TH STREET NW, SUITE 800<br>WASHINGTON, DC 20005 | NONE<br>SUPPORT FOR MEMORIAL | 501(C)(3) | 5,000. |
| FRIENDSHIP SHELTER INC<br>P.O. BOX 4252 LAGUNA BEACH, CA<br>92652 | NONE<br>PROGRAMS FOR HOMELESS<br>ADULTS | 501(C)(3) | 5,000. |
| AUSTRIAN AMERICAN EDUCATIONAL<br>COMMISSION/FULBRIGHT COMMISSION<br>QUARTIER21/MQ, MUSEUMPLATZ 1<br>VIENNA 1070, AUSTRIA | NONE<br>SCHOLARSHIP SUPPORT | 501(C)(3) | 39,798. |
| HORATIO ALGER ASSOCIATION<br>99 CANAL CENTER PLAZA, SUITE 320<br>ALEXANDRIA, VA 22314 | NONE<br>SUPPORT FOR<br>SCHOLARSHIPS AND<br>EDUCATION | 501(C)(3) | 20,000. |
| HORATIO ALGER ASSOCIATION<br>99 CANAL CENTER PLAZA, SUITE 320<br>ALEXANDRIA, VA 22314 | NONE<br>SUPPORT FOR<br>SCHOLARSHIPS AND<br>EDUCATION | 501(C)(3) | 7,550. |
| HORATIO ALGER ASSOCIATION<br>99 CANAL CENTER PLAZA, SUITE 320<br>ALEXANDRIA, VA 22314 | NONE<br>SUPPORT FOR<br>SCHOLARSHIPS AND<br>EDUCATION | 501(C)(3) | 35,000. |

| | | | |
|---|---|---|---|
| HORATIO ALGER ASSOCIATION<br>99 CANAL CENTER PLAZA, SUITE 320<br>ALEXANDRIA, VA 22314 | NONE<br>SUPPORT FOR SCHOLARSHIPS AND EDUCATION | 501(C)(3) | 20,000. |
| INTERNATIONAL MENTAL HEALTH RESEARCH ORGANIZATION<br>P,O. BOX 680 RUTHERFORD, CA 94573 | NONE<br>MENTAL HEALTH RESEARCH | 501(C)(3) | 5,000. |
| ISRAEL-TEXAS SCIENCE & EDUCATION FOUNDATIONS<br>1302 E. COLLINS BLVD.<br>RICHARDSON, TX 75081 | NONE<br>SOCIAL JUSTICE PROGRAMS | 501(C)(3) | 4,550. |
| JEWISH FEDERATION OF GREATER DALLAS<br>7800 NORTHHAVEN RD DALLAS, TX 75230 | NONE<br>SUPPORT FOR JEWISH COMMUNITY | 501(C)(3) | 100,000. |
| THE JOSEPH GOMALL FOUNDATION<br>933 NORRIDGE DRIVE SUN PRAIRIE, WI 53590 | NONE<br>EPILEPSY RESEARCH | 501(C)(3) | 500. |
| JUVENILE DIABETES RESEARCH FOUNDATION<br>9400 N CENTRAL EXPRESSWAY, STE 1201 DALLAS, TX 75231 | NONE<br>SUPPORT FOR DIABETES MEDICAL RESEARCH | 501(C)(3) | 2,500. |
| LA REUNION TX<br>4848 LEMMON AVE PMB 100-117<br>DALLAS, TX 75219 | NONE<br>PROJECT GRANT FOR LATINO BOYS ART PROGRAM | 501(C)(3) | 1,000. |
| LAND TRUST OF NAPA COUNTY<br>1700 SOSCOL AVE., SUITE 20<br>NAPA, CA 94559 | NONE<br>ENVIRONMENTAL PRESERVATION AND EDUCATION | 501(C)(3) | 5,000. |
| LEGAL AID OF NAPA VALLEY<br>1001 SECOND ST SUITE 335 NAPA, CA 94559 | NONE<br>LEGAL AID FOR LOW INCOME COMMUNITY | 501(C)(3) | 1,800. |
| LIFT<br>800 7TH ST NW, STE 300<br>WASHINGTON, DC 20001 | NONE<br>SUPPORT FOR POVERTY AND HOMELESS PROGRAMS | 501(C)(3) | 5,000. |

| | | | |
|---|---|---|---|
| MIDWEST ENVIRONMENTAL ADVOCATES 551 W. MAIN MADISON, WI 53704 | NONE LEGAL SUPPORT FOR ENVIRONMENT | 501(C)(3) | 1,000. |
| NAPA EMERGENCY WOMENS SERVICES 1141 PEAR TREE LN STE 220 NAPA, CA 94558 | NONE WOMEN'S SUPPORT | 501(C)(3) | 1,000. |
| NAPA VALLEY MUSEUM P.O. BOX 3567, 55 PRESIDENTS CIRCLE YOUNTVILLE, CA 94559 | NONE ART EXHIBIT SUPPORT | 501(C)(3) | 1,000. |
| NAPA VALLEY VINE TRAIL COALITION 702 TRANCAS STREET NAPA, CA 94558 | NONE ENVIRONMENTAL/HEALTH PROJECT SUPPORT | 501(C)(3) | 5,000. |
| NETWORK FOR TEACHING ENTREPRENEURSHIP OF GREATER DALLAS - 7557 RAMBLER ROAD, SUITE 700 DALLAS, TX 75231 | NONE LOW INCOME ENTREPRENEURSHIP EDUCATION PROGRAMS | 501(C)(3) | 10,000. |
| NORTH TEXAS FOOD BANK 4500 S. COCKRELL HILL RD DALLAS, TX 75236 | NONE SUPPORT FOOD BANK AND HUNGER ELIMINATION PROGRAMS | 501(C)(3) | 20,000. |
| NORTH TEXAS PUBLIC BROADCASTING/KERA 3000 HARRY HINES BLVD. DALLAS, TX 75201 | NONE PUBLIC TELEVISION AND RADIO SUPPORT | 501(C)(3) | 2,500. |
| OXBOW SCHOOL 530 THIRD ST. NAPA, CA 94599 | NONE SCHOLARSHIP SUPPORT | 501(C)(3) | 1,000. |
| PLANNED PARENTHOOD OF WISCONSIN 302 N. JACKSON STREET MILWAUKEE, WI 53202 | NONE WOMEN'S HEALTH PROGRAM SUPPORT | 501(C)(3) | 1,000. |
| SHAKESPEARE FESTIVAL OF DALLAS 3630 HARRY HINES BLVD. DALLAS, TX 75080 | NONE SUPPORT FOR ARTS AND EDUCATION | 501(C)(3) | 5,000. |

| | | | |
|---|---|---|---|
| STANFORD LAW SHCOOL<br>326 GALVEZ ST STANFORD, CA<br>94305 | NONE<br>SUPPORT FOR CLINIC<br>PROGRAM (LOW INCOME<br>LEGAL SUPPORT) | 501(C)(3) | 50,000. |
| UNITED WAY OF METROPOLITIAN<br>DALLAS<br>1800 N. LAMAR DALLAS, TX 75202 | NONE<br>EDUCATION PROGRAM<br>SUPPORT | 501(C)(3) | 15,000. |
| WISCONSIN LAKES<br>4513 VERNON BLVD STE 101<br>MADISON, WI 53705 | NONE<br>ENVIRONMENTAL<br>EDUCATION PROGRAMS | 501(C)(3) | 500. |
| WOODALL RODGERS PARK FOUNDATION<br>1909 WOODALL RODGERS FREEWAY,<br>SUITE 100 DALLAS, TX 75201 | NONE<br>PUBLIC PARK CAPITAL<br>CAMPAIGN | 501(C)(3) | 125,000. |
| TOTAL TO FORM 990-PF, PART XV, LINE 3A | | | 558,848. |

Form **4562**

Department of the Treasury
Internal Revenue Service (99)

# Depreciation and Amortization 990-PF

**(Including Information on Listed Property)**

▶ See separate instructions. ▶ Attach to your tax return.

OMB No 1545-0172

**2010**

Attachment Sequence No **67**

| Name(s) shown on return | Business or activity to which this form relates | Identifying number |
|---|---|---|
| CRAIG AND KATHRYN HALL FOUNDATION | FORM 990-PF PAGE 1 | 38-2275211 |

**Part I** **Election To Expense Certain Property Under Section 179** **Note:** *If you have any listed property, complete Part V before you complete Part I*

| | | | |
|---|---|---|---|
| 1 | Maximum amount (see instructions) | 1 | 500,000. |
| 2 | Total cost of section 179 property placed in service (see instructions) | 2 | |
| 3 | Threshold cost of section 179 property before reduction in limitation | 3 | 2,000,000. |
| 4 | Reduction in limitation. Subtract line 3 from line 2. If zero or less, enter -0- | 4 | |
| 5 | Dollar limitation for tax year Subtract line 4 from line 1 If zero or less, enter -0- If married filing separately, see instructions | 5 | |

| 6 (a) Description of property | (b) Cost (business use only) | (c) Elected cost |
|---|---|---|
| | | |
| | | |
| | | |
| | | |

| | | | |
|---|---|---|---|
| 7 | Listed property. Enter the amount from line 29 | 7 | |
| 8 | Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7 | 8 | |
| 9 | Tentative deduction. Enter the **smaller** of line 5 or line 8 | 9 | |
| 10 | Carryover of disallowed deduction from line 13 of your 2009 Form 4562 | 10 | |
| 11 | Business income limitation. Enter the smaller of business income (not less than zero) or line 5 | 11 | |
| 12 | Section 179 expense deduction. Add lines 9 and 10, but do not enter more than line 11 | 12 | |
| 13 | Carryover of disallowed deduction to 2011. Add lines 9 and 10, less line 12 ▶ | 13 | |

**Note:** *Do not use Part II or Part III below for listed property. Instead, use Part V.*

**Part II** **Special Depreciation Allowance and Other Depreciation (Do not** include listed property.)

| | | | |
|---|---|---|---|
| 14 | Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year | 14 | 7,500. |
| 15 | Property subject to section 168(f)(1) election | 15 | |
| 16 | Other depreciation (including ACRS) | 16 | |

**Part III** **MACRS Depreciation (Do not** include listed property.) (See instructions.)

**Section A**

| | | | |
|---|---|---|---|
| 17 | MACRS deductions for assets placed in service in tax years beginning before 2010 | 17 | |
| 18 | If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here ▶ ☐ | | |

**Section B - Assets Placed in Service During 2010 Tax Year Using the General Depreciation System**

| (a) Classification of property | (b) Month and year placed in service | (c) Basis for depreciation (business/investment use only - see instructions) | (d) Recovery period | (e) Convention | (f) Method | (g) Depreciation deduction |
|---|---|---|---|---|---|---|
| 19a 3-year property | | | | | | |
| b 5-year property | | | | | | |
| c 7-year property | | | | | | |
| d 10-year property | | | | | | |
| e 15-year property | | | | | | |
| f 20-year property | | | | | | |
| g 25-year property | | | 25 yrs. | | S/L | |
| h Residential rental property | / | | 27.5 yrs. | MM | S/L | |
| | / | | 27.5 yrs. | MM | S/L | |
| i Nonresidential real property | / | | 39 yrs. | MM | S/L | |
| | / | | | MM | S/L | |

**Section C - Assets Placed in Service During 2010 Tax Year Using the Alternative Depreciation System**

| (a) Classification of property | (b) Month and year placed in service | (c) Basis for depreciation | (d) Recovery period | (e) Convention | (f) Method | (g) Depreciation deduction |
|---|---|---|---|---|---|---|
| 20a Class life | | | | | S/L | |
| b 12-year | | | 12 yrs. | | S/L | |
| c 40-year | / | | 40 yrs | MM | S/L | |

**Part IV** **Summary** (See instructions )

| | | | |
|---|---|---|---|
| 21 | Listed property. Enter amount from line 28 | 21 | |
| 22 | **Total.** Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations - see instr. | 22 | 7,500. |
| 23 | For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs | 23 | |

**Part V** **Listed Property** (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement.)

**Note:** *For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete* **only** *24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.*

**Section A - Depreciation and Other Information (Caution:** *See the instructions for limits for passenger automobiles* **)**

**24a** Do you have evidence to support the business/investment use claimed? ☐ Yes ☐ No **24b** If "Yes," is the evidence written? ☐ Yes ☐ No

| (a) Type of property (list vehicles first ) | (b) Date placed in service | (c) Business/ investment use percentage | (d) Cost or other basis | (e) Basis for depreciation (business/investment use only) | (f) Recovery period | (g) Method/ Convention | (h) Depreciation deduction | (i) Elected section 179 cost |
|---|---|---|---|---|---|---|---|---|
| **25** Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use | | | | | | **25** | | |
| **26** Property used more than 50% in a qualified business use: | | | | | | | | |
| | | % | | | | | | |
| | | % | | | | | | |
| | | % | | | | | | |
| **27** Property used 50% or less in a qualified business use: | | | | | | | | |
| | | % | | | | S/L - | | |
| | | % | | | | S/L - | | |
| | | % | | | | S/L - | | |
| **28** Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1 | | | | | | **28** | | |
| **29** Add amounts in column (i), line 26. Enter here and on line 7, page 1 | | | | | | | **29** | |

**Section B - Information on Use of Vehicles**

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person.
If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

| | (a) Vehicle | | (b) Vehicle | | (c) Vehicle | | (d) Vehicle | | (e) Vehicle | | (f) Vehicle | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| **30** Total business/investment miles driven during the year (**do not** include commuting miles) | | | | | | | | | | | | |
| **31** Total commuting miles driven during the year | | | | | | | | | | | | |
| **32** Total other personal (noncommuting) miles driven | | | | | | | | | | | | |
| **33** Total miles driven during the year. Add lines 30 through 32 | | | | | | | | | | | | |
| | Yes | No | Yes | No | Yes | No | Yes | No | Yes | No | Yes | No |
| **34** Was the vehicle available for personal use during off-duty hours? | | | | | | | | | | | | |
| **35** Was the vehicle used primarily by a more than 5% owner or related person? | | | | | | | | | | | | |
| **36** Is another vehicle available for personal use? | | | | | | | | | | | | |

**Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees**

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who **are not** more than 5% owners or related persons.

| | Yes | No |
|---|---|---|
| **37** Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees? | | |
| **38** Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners | | |
| **39** Do you treat all use of vehicles by employees as personal use? | | |
| **40** Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received? | | |
| **41** Do you meet the requirements concerning qualified automobile demonstration use? | | |

**Note:** *If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles.*

**Part VI** **Amortization**

| (a) Description of costs | (b) Date amortization begins | (c) Amortizable amount | (d) Code section | (e) Amortization period or percentage | (f) Amortization for this year |
|---|---|---|---|---|---|
| **42** Amortization of costs that begins during your 2010 tax year: | | | | | |
| | | | | | |
| | | | | | |
| **43** Amortization of costs that began before your 2010 tax year | | | | **43** | |
| **44** **Total.** Add amounts in column (f). See the instructions for where to report | | | | **44** | |